

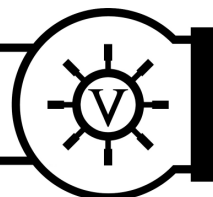
# Romance Reports

SleeplessBrony

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PONY FICTION VAULT



Twilight Sparkle is sitting on the balcony of her library – the town library, she reminds herself. It's cold out, and her breath hangs in the crisp air around her as she looks up at the stars. A half moon hangs low in a cloudless sky, glowing bright, seemingly bigger than usual.

*Of course it looks bigger, she thinks. It's all you've been thinking about lately.*

She sighs and snuggles her blanket more tightly around her body. Everything is perfectly silent and still save for the rustle of her blanket against her hair, the sound of her own breath, and her own pulse in her ears. Ponyville is covered in a deep layer of fresh snow all around her. It's beautiful, but she hasn't looked down in close to an hour. She's just now starting to feel the numbness in her hooves and beginning to wonder what time it is. She remembers that she really should sleep.

She feels somepony staring at her. Ignoring the feeling, she stands up and stretches, feeling joints pop and muscles ache from lack of motion. She turns to go inside and comes almost face to face with Princess Luna.

"Good evening," the Princess says in a normal speaking voice.

After screaming and almost jumping out of her skin, Twilight attempts to speak, gasping for breath.

"I – uh, you... hi?" She gathers her blanket up from the floor, hooves trembling a little.

"I apologize. I did not intend to startle you. Of course, I did not exactly take steps to prevent it," the Princess says with a smirk on her face.

"It's fine, really." Twilight forces a nervous and obviously fake smile.

"You looked like you were observing my night." She gestures upwards with a hoof.

"Uh, yes, I was actually. It's, umm, nicer than usual tonight?" Twilight feels her face growing hot. She's sweating somehow, despite the cold.

"Thank you, Twilight."

Twilight feels a lightness in her chest at hearing her own name escape the Princess's lips. Before she can mumble anything, the Princess continues.

"How lucky for those in Ponyville. A blizzard rages all day, but the clouds clear in time to observe the stars. A still winter night is one of my favorite kinds, you know."

"Really?" Twilight says.

*Really? That's all I can say? Really?*

"Indeed. So still, as if time has frozen." The Princess stares out over the snow-covered town for a moment. She turns back to Twilight as if noticing the purple unicorn's nervousness for the first time.

"Is everything alright? I hope that I am not imposing, arriving like this," the Princess asks.

"No! No, it's fine. I just wasn't expecting anyone this late at night."

"Mmm." Luna pauses and seems to consider this very seriously for some reason. "Well I am not generally awake during daylight. I must say, I am surprised that you were not expecting a visit from me, after the way we parted last."

Luna looks at her with a faint smile playing at the edge of her lips. She looks amused? Twilight can't tell. The low-grade panic threatening to overwhelm her since Luna showed up is gaining strength, building to a ferocious roar at the mention of their last meeting. She tries to maintain her fake smile, feels herself blush even hotter somehow, and then finally loses it. Her smile disappears and she bows, almost groveling.

"I am so, soooooo sorry about that! It was inappropriate, completely, and, and, and... drinks! I had a few that night. More than I'm used to. I didn't really know what I was doing, I swear, I would never, EVER, disrespect you or your sister in such a way –"

"Twilight!" The Princess cuts her words short. Her tone is commanding but soothing somehow. Twilight looks up from her bow and Luna is smiling down at her.

"Stand up," Luna commands. Twilight obeys immediately, averting her eyes.

"I am a bit disappointed," Luna says, almost tittering. Twilight winces.

"Blaming your behavior on drink. My sister always makes you sound so mature. So smart. In some ways." The Princess lifts a hoof to Twilight's chin and raises her face so their eyes meet. Twilight feels her knees go wobbly.

"Drink lowers barriers. Makes us do things we regret, sometimes, but it does not change who we are," the Princess says.

Twilight is awestruck, mind completely blank, staring into Luna's large... green eyes? Is that light green? Blue? Twilight can't put a name to the color. Rarity would know.

"I, uh... uhhh..." she stammers.

"So, when you drunkenly kissed me that night –"

Twilight immediately bows again.

"I can't apologize enough. I just can't. I'm sorry if I offended you or upset you. I didn't mean anything by it." Twilight grits her teeth and forces her eyes open, trying to gauge Luna's reaction.

"You didn't mean anything by it?" Luna raises one eyebrow.

"I swear."

"Are you sure?"

"Of course, absolutely, completely –" Twilight freezes as a pair of lips caress her own. The touch is electric, and her mind instantly clouds over. She sees stars, floating in a dark, beautiful expanse of stars, endless and eternal. The feeling only lasts a moment, and suddenly she is on her – the library's – balcony again, swaying on weak knees. Luna is smiling at her.

"Still so sure?" she says.

"Did we just – did you just...?" Twilight shakes her head, still feeling groggy, floaty, lost in time and space.

"Mmmhmm." The Princess nods, her eyes half-lidded, staring right at Twilight.

"I don't remember it being like that..." Twilight trails off as she faints, seeing stars.

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She jolts as consciousness returns. Twilight is in her bed, wrapped snugly in the covers. Luna is next to her, in bed with her. Twilight starts to panic but then sighs in relief as she

realizes that the Princess is on top of the blankets. She's using her magic to flip through a book. Pale moonlight pours in through the windows, bathing the room in subtle light.

Twilight sits up and takes a few deep breaths. The Princess must know that Twilight's awake by now, but she's still casually leafing through the pages.

*Okay, okay, this is fine, this is OKAY, you can do this. Now make some words.*

"Princess..."

Luna turns to her, closing the book.

"Just Luna, if you don't mind," she says.

*Mind? Mind?! You better believe I don't mind.*

"...Luna." Twilight smiles. "Anything interesting?" she asks, nodding towards the book.

"Just one of your astronomy guides. Flattering, but they do so miss the point of it all sometimes."

Twilight raises an eyebrow, but quickly dismisses her many questions. This is her big chance; better to not derail the conversation. She opens her mouth to speak, and finds she has nothing there. The silence turns into a pause, then a long pause, and then a pause bordering on awkward.

"So," Luna says.

"So?"

"Do you find me attractive, Twilight Sparkle?"

Twilight blushes and shrinks into her blankets. "...Yes," she squeaks out, doing her best Fluttershy impression.

"And why should you be embarrassed to be attracted to me?"

Twilight's rational mind breaks through her nervousness – a question, a puzzle, something to figure out! She forgets to be nervous long enough to consider this.

"I... I've never had a crush on a mare before," Twilight says slowly, articulating as she thinks it through. "Well actually, I've never had a crush on anypony before. Ever. I – this is new to me. And you, you... You're a Goddess! I can't even – I don't even..."

"Never had a... crush?" Luna asks.

"Oh, its modern slang. It just means to be attracted to somepony. Infatuation, interest, of a romantic nature. Implies feelings conducive to becoming, but not necessarily yet, serious romantic love," Twilight recites.

"Ah. So you have a crush, as you say. On me."

"Do you... I mean... do you...?" Twilight folds her ears down, remembering to be nervous again. "Do you even have relationships? You and your sister? Aren't you kind of, I don't know, above that sort of thing?"

"Of course we are not above it. It is natural and healthy for all beings, great and small."

"Oh." Twilight pauses, and feels a little bit of joy chase out a little bit of her nervousness. "So... you take on mates? Lovers? I've been your sister's student for years and she never had any, uhh... companions."

Luna casts her eyes down at the mention of her sister, pausing to think.

"My sister... is discreet. As always, she is the pinnacle of decorum. Purity. All those wholesome and proper things. She is very selective and restrained, and only occasionally indulges. When she takes on a mate, they bond for some time, and devote themselves to each other, body and soul. As always, I am her opposite." Luna looks her right in the eye and winks.

"Oh..." Twilight feels an entirely different kind of blush creeping over her face. "Oh!"

"So you see, Twilight, you need feel no shame in your attraction. I am quite flattered, and it is quite mutual." Luna rests a hoof on Twilight's side, caressing her through the blanket ever so slightly.

Twilight feels light as a pegasus. Her head spins a little, and she fights the urge to jump around the room screaming "YES!"

"But," Luna interrupts.

"But?"

"Yes, there is a 'but'. And it is a large one."

Twilight's eyes disobey all her orders and slide over Luna's flank as she says this. Of course, Luna notices, Twilight notices that she notices, and Twilight shrinks into her blankets further. Luna snorts, almost giggling.

"You are cute. So young. So eager. I would very much like to take you into my bed," Luna says calmly, as if it was a normal piece of everyday conversation. Twilight shudders and smiles, feeling herself turning to putty with every word.

"But I worry for you. This might not be fair. For you. I have lived many millions of years, and had many great loves. And I have also broken many hearts."

"Fair?" Twilight says.

"You have no experience in love?" Luna asks.

"No," Twilight admits. "I was always so busy studying, and..."

"I know." Luna stops her with a raised hoof. "My sister speaks of you sometimes. Many ponies by your age would have had at least one lover. But for a pony that is just now in her life learning how to make friends, I am not surprised. Again, it is nothing to be ashamed of."

Twilight fumbles with her hooves, looking down at them. She's unsure where this is going, and unsure whether she wants to get it over with or delay the inevitable.

"You still write my sister letters? Reports?" Luna asks.

"Not as much as I used to, but yes," Twilight says.

"Yes, your assignment. Homework." Luna giggles.

"What does this have to do with us?"

"I would like to give you an assignment, Twilight. And I would like for you to report to me, as you have done for my sister."

"About... love?"

"Precisely. I want you to experience some love and romance for yourself, before we do anything."

Twilight ponders this and instantly thinks of about a hundred objections. The very idea makes her feel awkward.

"But I... I want *you*. Am I supposed to just fake feelings for other ponies?" she asks.

"I know you can not force a crush, Twilight, but I suspect you have not yet begun to open your eyes on this matter. You are surrounded by the potential for love, if you would only be aware of it."

Twilight looks skeptically at Luna. "So you really want me to – ?"

"Think of it as study. Research."

"Huh." Twilight continues to ponder. "Huh," she says, more intelligently this time.

"And I won't be satisfied until you really enjoy yourself," Luna adds, winking again.

Twilight absorbs this and does a double take. She can't really mean – ?

"If this is what you really want from me..." she says.

"Trust me, I am looking out for what *you* really want. Even if you do not yet know it," Luna says.

Twilight stares into Luna's eyes and starts to get lost in them again, losing track of any coherent thought. Of course she'll do it. She would do anything those eyes asked right now.

"Alright. I'll find some romance. With other ponies. Ponies? More than one?" she asks.

"That's up to you. As many as it takes for you to feel you understand the magic of love."

"I see. How can I send you my... romance reports? I'm *not* doing this through Spike," Twilight says.

"Just write a letter." Luna leans in closer to Twilight's face.

"Focus your magic on the paper." Luna brushes in close, their horns touching slightly, lips atoms apart. Twilight can feel Luna's cool breath across her own lips.



"And think of me." Luna kisses her tenderly, and Twilight is lost in stars again. When her bedroom returns, Luna is gone.

Her chest heaves, catching her breath. Her eyes take their time focusing again, and she feels hot all over.

"Wow," she says.

She slumps onto her side, snuggles herself deeper under her blankets, and lays there, wide awake, heart thumping in her chest.

• • •

Twilight trots down one of Ponyville's main roads, reveling in the silence. It's almost midday. At any other time of year, the town would be bustling, but little is happening now. Everything is quiet, covered in a beautiful clean layer of new snow, and perfect.

Humming tunelessly, she turns towards Carousel Boutique. Rarity isn't expecting her, but Twilight doubts the fashionista will be too busy to talk.

"Twilight!"

Rainbow Dash lands in front of her with a soft *poof* of snow.

"Hey! Nice... sweater?" Twilight says.

Rainbow Dash is wearing a garish red and green sweater, decorated with small gold trees.

"Ugh. Thanks, I guess. My parents sent it to me. For Hearth's Warming Eve."

"It's nice?" Twilight offers.

"It looks like filly's pajamas," Dash says.

"It looks warm."

"Good thing too! You think it's cold here on the ground? Nasty up there. Especially when you're as fast as me." Rainbow Dash poses, flaring her wings out. Twilight just rolls her eyes.

"I got the day off, and the town's dead today. Bored outta my mind. Watchya up to?" Dash asks.

Twilight considers making something up, but then a thought occurs to her. It might be good to invite the blue pegasus along for this.

"I was on my way to Rarity's. You wanna come along?"

"Ugh, nevermind, I think I'm busy." Dash rolls her eyes this time, preparing to take off.

"Hey! What's wrong with hanging out at Rarity's house?" Twilight asks.

"What are you gonna do, try on dresses? Drink tea? Don't get me wrong, I like Rarity and all, but I was looking for something to be *less* bored doing," Rainbow says.

"Well, what else are you going to do? It's the middle of winter."

"Ehhh..." Dash looks ready to take off at any second.

"Look." Twilight glances around, making sure nopony is close enough to listen. "I need to talk to Rarity about something important. And kind of secret. And I think you could help, too. I want you in on this."

Rainbow Dash folds her wings in, looking interested.

"You don't say?" She raises one eyebrow.

"I do say. But you can't tell anypony."

"Huh. And what is this secret mystery conversation about?"

Twilight gives her an "*Oh please, really?*" look.

"Alright, I'm in. Let's go to Rarity's Boutique of Girly Boredom."

• • •

"Twilight! And Rainbow Dash! Where did you get that dashing *accoutrement*?" Rarity says as she lets them in, over-pronouncing her French.

Dash gives an exasperated sigh.

"Gift. Parents. Hearth's Warming," she says.

"Well, the gold thread is just lovely! And this weave – just fabulous!"

"You're not busy, are you?" Twilight asks.

"Well, these days I'm always busy, but not too busy to take a break. Please, come in, sit!" Rarity leads them to a kitchen in the back of the boutique and lays out some cushions around a small table.

"I've just finished up *another* large order from that noblepony in Canterlot, and I can't believe I'm looking forward to a bit of a lull," Rarity says as she sets out some cups and begins pouring drinks from a steaming kettle. "I mean, it's nice to have so much business, but I do so need some relaxation."

Rainbow Dash sniffs at the cup in front of her, then glares at Twilight.

"Thanks for the tea, Rarity," she says, still staring directly at the purple unicorn.

"It's good, if you would just try it." Twilight glares back.

"Oh, uh, of course, it's nothing, just a little something I order occasionally," Rarity says, choosing to ignore whatever Dash was obviously trying to say. She puts the kettle back and joins them.

"So!" Rarity sips her tea and prepares some juicy bit of gossip for launch.

"SO!" Rainbow Dash cuts her off. "Twilight said she had something super important to tell us. And secret."

"Oh my! Do tell," Rarity says.

Twilight opens her mouth to talk but hesitates. "Is your sister around?" She glances over her shoulders.

"She's been at school for hours now, why?"

"This is kind of, uh... inappropriate. For younger fillies," Twilight explains, folding her ears down. "And I want to keep it secret for now."

"Now we're talkin'! This is gonna be good," Rainbow Dash blurts out. Rarity arches her eyebrows, obviously thinking the same thing.

"Well..." Twilight begins. Her two friends are completely focused on her, staring. She hesitates again. "Promise you won't ask any questions until I explain it all?"

"Yes, fine, just tell us already!" Dash yells.

"Fine, fine." Twilight takes a deep breath. "Remember a few months ago when I went to Canterlot for the Solstice?"

"So sorry I couldn't accompany you, still. It sounded just marvelous," Rarity says.

"It was. Anyway, the Princess was there at the ball. The other Princess. Luna."

"You mean like, Nightmare Moon Luna?" Dash asks.

"Just Luna. And I sort of... kissed her."

Both her friends do double takes and start talking. Twilight raises a hoof to silence them.

"Not finished."

"There's MORE?" Dash asks.

"Now, Dash, we agreed to let her explain fully. I am eager to hear the rest. Do continue, Twilight," Rarity says.

"I had a few drinks, and at the time I just kind of did it. And then I found myself thinking about her more and more, and I did some research, and I realized I had a crush on her."

Both her friends are staring at her completely wide-eyed, mouths hanging open a little.

"She visited me last night. And she, uhh, returns my, um, feelings."

"Twilight Sparkle! Consorting with royalty! Why this is delightfully scandalous!" Rarity says.

"Now who's interrupting?" Dash groans. Rarity shoots her a dirty look.

"We haven't really consorted. Not yet, anyway. I think. She wants me to do something first," Twilight says.

"To prove your love and devotion?" Rarity asks breathlessly.

"Not exactly. First she wants me to get some... well... experience." Twilight tries to grin but just winces.

"Whoa. WHOA. She wants you to get laid? Nice." Rainbow Dash waggles her eyebrows.

"Ugh, don't be crude." Rarity sips her tea.

"You two don't think this is strange at all?" Twilight asks.

"Of course not. Twilight, you've been chosen by a Goddess! To be her... her companion. Her lover! How fabulous!" Rarity says.

"Besides, weird magic stuff is always happening around you. This is like, one of the less weird things you've told me," Rainbow Dash adds.

Twilight feels a weight lift off her chest. Yet again, it was silly to be so nervous. Of course her friends understand. How could she have thought otherwise?

"So, you'll help me?" Twilight asks.

Rainbow Dash and Rarity both pause and exchange a confused glance.

"Help you... with...?" Rarity says.

"...Getting experience?" Rainbow Dash cocks an eyebrow.

"Oh gosh! Advice! I want advice. Guidance. For dating. Other ponies." Twilight blushes.

"Oh yes, of course, haha, for the, uh, experience! Yes!" Rarity says.

"Ha! I'm like, the best lover in Equestria! Of course The Dash can teach you a thing or two." Rainbow Dash puffs her chest out.

"You *must* be joking. How do you even know she likes mares?" Rarity asks.

"That's not what I meant!" Dash says. "Besides, you sayin' Luna's a stallion?"

"Well that's different. She's a hardly a normal pony, it doesn't count," Rarity says.

"Why not?"

"Because she is a *goddess*."

"So?"

"So... Twilight?" Rarity turns to her. Twilight is caught off guard, lost in their back-and-forth. Both her friends are looking at her.

"So?" Twilight isn't sure what they're waiting for.

"Do you... how shall I put this, hmm... do you like...?" Rarity says.

"Do you clop to mares?" Dash asks.

"Clop?" Twilight raises an eyebrow.

"Again, must you be so crude? I swear you are worse than Applejack sometimes." Rarity sighs.

"What's so crude about the sound of hooves on stone?" Twilight asks.

Again, her friends stare at her.

"Wow. Worse than I thought." Dash shakes her head. "No wonder Luna wants you to get around some."

"What Rainbow Dash was referring to was, ahem, uh, tending one's flower," Rarity explains.

Twilight just stares blankly at her.

"Exploring your mare's garden?" she tries again. Twilight still looks confused.

"Touching yourself – down there?" Rarity says.

"Oh! That. Right. Uh... I don't really do that," Twilight says.

Yet again, her friends stare at her, speechless.

"Do you guys...?" Twilight asks.

"Pssh, like, every day!" Dash says.

"Everypony does it, Twilight, it's perfectly normal," Rarity says. "Well, almost everypony, it seems. Twilight, are you, and please forgive me for asking, a virgin?"

"Well duh! She doesn't even clop, what do you think?" Rainbow Dash yells.

"It's quite improper to make assumptions. I'm trying to help the poor filly," Rarity says.

"Thank you Rarity, but she's right. I don't know anything about any of this. I've never had these kinds of... feelings before, and I've definitely never tended my garden or whatever. I don't even know if I like stallions or mares. Is that like, a thing? How do you choose one or the other?" Twilight says.

"Well one doesn't exactly just choose," Rarity begins.

"Who says you have to choose?" Rainbow Dash interrupts.

"What should she do, try both?" Rarity asks.

"That's sort of what I had in mind anyway," Twilight says.

"Wha?" both her friends say.

"It seems logical. Scientific. And Luna said I need to understand romance. So I need to study both sides."

"Wow. Twilight. I'm kind of impressed," Dash says.

"I would urge you to try stallions first," Rarity says.

"And why is that?" Dash asks.

"Well, there's nothing wrong with liking mares, but this isn't exactly Manehattan. It's a little unusual around here. And, there's an added element of uncertainty. You must determine if your potential mate is... of the same inclination. And some ponies are somewhat sensitive about that sort of thing. As you are just starting out, it may be easier to go with stallions at first. Until you're more experienced," Rarity explains.

"Sensitive? Some ponies?" Twilight asks.

"Yeah, *some* ponies don't like the idea of mares with mares." Rainbow Dash glares at Rarity.

"Are you implying something?" Rarity says.

"Naw, I don't do that. I'm a straight talker," Dash says. Twilight is curious but tries to move the conversation along.

"Anyway! That idea sounds good. I'll begin by trying to date a stallion. Can you help me find one, Rarity?"

"Darling, I would like nothing more! I must admit, it's been some time since I dated anypony, and I've been feeling a little less than completely worshiped lately. We can do it together. Oh! We can double date! How exciting!"

"I thought you might say so. And Rainbow Dash, once I've learned all that, can you teach me how to... love a mare?" Twilight unconsciously waggles her eyebrows a bit.

Rainbow Dash glares at her in response. "Why does everypony always think I'm gay?!" she yells.

"Oh please, Dash, why do you try to deny it?" Rarity says.

"I like stallions! I love riding stallions! Cocks are awesome!" Rainbow Dash yells. Rarity rolls her eyes.

"Oh. I'm sorry, Dash, I just kind of assumed..." Twilight says.

"Are you really going to lie to her?" Rarity says, arching an eyebrow.

"Hey, why don't you –" Rainbow begins but catches herself, taking a deep breath and a pause. She turns to Twilight. "I like mares, too. It's no big deal, unlike what Miss Fussy Flanks over there might tell you. And yeah, I'll help you get some dates. But you better be ready for the hottest filly action this side of Manehattan, 'cause I won't settle for anything less for my friend!"

Twilight giggles a little. "Thanks, Dash. I knew I could count on you girls. I was really nervous about all this, but you two are starting to make it sound fun."

"Well of course it's fun! Dating, love, romance..." Rarity says.

"Sex!" Rainbow Dash adds.

"Yes, that too, I suppose. Does Luna really want you... giving up your maidenhead? It's not something to take lightly," Rarity says.

"Aw don't listen to her. It ain't no thang. Besides, sex is like, a HUGE part of all this. Understanding love without sex is crazy. You gotta try it," Dash says.



"Yet again, you almost impress me with your crudity," Rarity says.

"Well, I think Rainbow Dash is right this time. I need to try it. I'm a little scared of that part, I'll admit, but I want to know."

"Are you quite sure? That's an awfully big step," Rarity says.

"I've made up my mind on that one. I'm pretty sure the Princess wants me to, strange as that might sound. But I'm really curious for my own sake, too. It's a whole new part of life to learn about, but most ponies don't talk about it. It's kind of a mystery to me."

"Well, if you're certain, then of course I'll help." Rarity lightly touches a hoof to Twilight's for a moment. "Winter Wrap Up is just two weeks away, and there will be the usual festival afterward. That will be an excellent place to find you some potential suitors."

"So, I can just ask some stallions on dates there?" Twilight says.

"Oh no no no, perish the thought! There's a back and forth, a *tête-à-tête*, a process to this thing, Twilight. A lady cultivates a suitor, and waits for his advances," Rarity says.

Rainbow Dash rolls her eyes and puts a hoof on Twilight's shoulder. "When you get to workin' with me, we'll skip all that. Go right for the goods." She winks.

"Well thanks Dash, but I don't want to skip any of it. I'm doing this to learn," Twilight says.

"Speaking of learning. Perhaps before the festival you should, ah, hmm... study a little?" Rarity says.

"Great idea! You gotta know how to take care of yourself, girl," Dash says.

"You want me to...? I don't have the first idea about, uh, that," Twilight says.

"That's not really what I meant, but I suppose that couldn't hurt either," Rarity says.

"Exactly. You have to figure out what turns you on. And cloppin's the best way to start," Dash says.

"So I just... what, think about sex and... touch... myself? Is it really that simple?" Twilight asks.

"I have an idea. Wait right here a moment." Rarity excuses herself and disappears upstairs, to her private quarters above the boutique proper. Rainbow Dash and Twilight sit, their tea slowly getting cold. Twilight feels strangely awkward, tight in the chest. She pointedly stares at nothing.

"Why are you so nervous? What, are you afraid she's gonna come back wearing lingerie?" Rainbow Dash says.

"What? Eww, no. That's silly, this is Rarity we're talking about," Twilight says.

"Exactly," Dash says, frowning. Twilight is about to ask a question when Rarity returns, still wearing nothing. She's levitating a small box, and when she sets it on the table Twilight sees that it's filled with...

"Books! Familiar territory!" She levitates a few of them up in front of her, scanning the covers. Rainbow Dash groans.

"*The Rugged Stallion, Mares of Passion, Burning Desire...* wait a minute, these are... novels," Twilight says with ill-disguised contempt.

"Well yes, romance novels. I thought they might help you to imagine the act of love," Rarity says.

"Got any with filly-on-filly action?" Rainbow Dash says.

"Yes, actually. A few," Rarity says. Rainbow Dash nods, duly impressed.

"Oh gosh. This one has, uh, pictures." Twilight laughs awkwardly.

"Interested!" Dash grabs that particular book out of the air and begins flipping through it. "Ooooh. Wow. Oh... nice!" she says, turning the book sideways. Rarity's cheeks turn a deep shade of crimson.

"Ah, that one. That one is, ahh... Fluttershy's," she says.

Twilight and Rainbow Dash drop what they're doing and gawk at Rarity.

"We exchange sometimes."

"Huh," Twilight says. She leans over and examines the page Dash was looking at, startling a little. She averts her eyes, but then can't help but look back. "Huh."

"Wow, I didn't know," Rainbow Dash says.

"Oh, you mustn't tell her you know. It's sort of our secret. She would be mortified if anypony knew."

"Our lips are sealed. Although I might have to find an excuse to ask for her advice, too," Twilight says.

"I wouldn't do that. Fluttershy reads quite a bit, but, well... she's Fluttershy," Rarity says.

Twilight and Dash nod in instant understanding.

"Go ahead and borrow some of these for as long as you like, I've got plenty. And try to think of what you're looking for in a stallion, so we can pick one out for you at the festival," Rarity says.

"I think I'm gonna borrow this one." Dash starts to tuck the one with pictures under a wing.

"Hooves off! These are for Twilight." Rarity's horn shines, levitating the book away and back into the box. "Besides, I thought you had plenty of your own?"

"You read romance novels?" Twilight asks.

"Well, more like magazines," Dash says. "*Plenty* of pictures." She nudges Twilight, who doesn't quite get it. "Oh hey! You can borrow some of mine, too. I'll go pick out a few for you. Is it cool if I just drop 'em off at the library?"

"Sure, as long as Spike doesn't see them. He's a little young for all this."

"Right. On the down low. Gotcha," Dash says. "I'll go pick 'em up now, slip a few copies of *Young Flyer Monthly* on top of the pile, call it good."

"Alright. Rarity, can I borrow a bag for these? I wasn't expecting to be assigned reading for homework." Twilight giggles far too much at her own joke.

"Certainly, certainly, and I really should be getting back to work. I have to hurry up and finish this order now so I can make you a stunning new dress for the festival!" Rarity says.

"Really? Gosh, I don't know, Rarity..." Twilight says.

"Don't worry, it won't be like last time, I learned my lesson. I can focus on just one dress this time. Take my time with it. You don't mind, do you Rainbow? I can set you up with something new next time we have a big occasion," Rarity says.

"Naw, I'm good. Wasn't planning on wearing anything anyway," Dash says.

They quickly say goodbyes, and Twilight and Rainbow Dash are soon standing outside. Twilight is wearing one of Rarity's saddlebags, which are now bursting with steamy novels.

"Was that so bad? You didn't even have to try on a dress," Twilight says.

"Yeah, she's alright. Tea was good, too. I'll see you later." Rainbow Dash takes off without waiting for a reply, soaring high into the sky with breathtaking speed. Twilight watches her go, smiling.

Shrill voices bounce off the walls of the library as Twilight shelves a book. She's tired, and her head hangs slightly as she levitates another book into yet another empty space on the shelf. Behind her, she can hear a crowd of fillies and colts driving Spike insane.

"Alright class!" The noise dies down just slightly as Cheerilee yells. "Five more minutes! Every one of you needs to check out a book for your report. You have five minutes left to choose your book!"

Twilight sighs in relief. Earlier, she'd been excited about actually acting as a librarian for once, helping all the young fillies exercise their minds. Now she just can't wait for them to leave. She turns around and checks on Spike. He's doing the same thing he's been doing for the last hour, furiously re-shelving and organizing books as young ponies discard them.

Spike slides a book onto the shelf in front of him, and in almost the same instant a small blue filly sees the title and snaps it up eagerly. Spike slaps his forehead. Twilight quietly giggles to herself. Spike gives her his best "overworked servant" glare.

"Miss Twilight?"

She feels a small hoof poking her foreleg and looks down.

"Hey, Apple Bloom. Have the Cutie Mark Crusaders found any good books today?" Twilight says. With the other two dozen or so students crowding the library, Twilight had barely gotten a word in with her favorite fillies.

"Miss Cheerilee said we couldn't all work on one book together," Sweetie Bell says.

"So we need two easy books to pretend to read, while all three of us study this one," Scootaloo pushes a huge book forward on the floor, a thick tome with a plain cover.

"*Cutie Marks: An Academic Study of Flank Symbolism, Heraldry, Genealogy, and Manifestation Theory*," Twilight reads. "*With a Foreword by Professor...* girls, are you sure this isn't a little... advanced?"

"But we gotta learn everything we can! We STILL don't have our cutie marks!" Apple Bloom says. Twilight's annoyance with young ponies in general is forgotten completely, and she scans the shelves. She levitates a much thinner book down to the trio.

"*What's Happening to My Flank?*" Apple Bloom reads.

"*A Filly's Guide to –*" Scootaloo continues.

"*Cutie Marks!*" Sweetie Bell finishes.

"That's the book I read when I was your age. I think it really helped me understand what it means to get a cutie mark," Twilight explains.

"Wow, thanks Twilight!" Apple Bloom says.

"But we still need two other books," Scootaloo says.

"There's some new release young fiction over there by the checkout counter. They're pretty light reading – you should be able to get through those quickly. Not that you should, of course." She winks at the three.

"Thanks Twilight!" the three say almost in unison, trotting off with boundless energy towards the checkout counter. Owloysius is on the counter, looking a little frazzled and sleepless, busily stamping books with checkout dates as students bring them up. Twilight turns back to the pile of unorganized books next to her. She's just about to start shelving them again when another voice interrupts her.

"Thanks again for helping out. It gets hard toward the end of winter – all the students are cooped up inside too much, and it really helps to get them out of the classroom for a bit," Cheerilee says, sitting down next to Twilight. She looks a little frazzled and tired as well.

"I can tell. And I'm happy to have visitors. The library doesn't see that much use, honestly," Twilight says.

"I know. It's a shame, really. The collection here is so extensive. When I was a filly I never realized, even though I came here all the time. My school's library in Fillydelphia wasn't half as well stocked," Cheerilee says.

"You used to come here all the time? How come I never see you here?" Twilight asks.

"Oh, I'm always busy. My job takes up all my time."

"Well that's too bad."

"I know. I should really try to swing by more often." Cheerilee looks her right in the eye, smiling.

*Is she...? No, no way...*

"Uhh... yeah, well, we're always happy to have customers."

*Is that the right word?*

"Visitors?" Twilight tries again.

"Guests?" Cheerilee says.

"Yes, guests. Right. Haha."

*Smooth.*

"Anyway, I have to corral these guests right now before they tear your library apart. More than they already have." Cheerilee frowns, looking at the mess all around them.

"Oh it's fine! Don't worry about it. That's why I have Spike!" Twilight looks around for her assistant. He's being buried under a pile of fillies grabbing for the books he was trying to organize. She could almost swear he screamed for help, but it's hard to hear over the students.

"Oh, well, sorry for the mess all the same. By the way, will you be Team Organizer again this year?" Cheerilee asks.

Twilight just stares dumbly at the teacher.

"For Winter Wrap Up?" Cheerilee says.

"Oh, yes! That. Yes. I'm doing that," Twilight says.

"Great. I'll see you then!" Cheerilee smiles. She trots away, yelling to her students to gather around and finish up.

Twilight watches her go, her curly pink mane and tail bobbing slightly as she walks. Was she really...? No, no that's silly.

*Been thinking about all this romance stuff too much. It's just Cheerilee.*

She had known the school teacher for a while now, and they had always been friendly, if not actually friends. Just good acquaintances.

The school fillies line up, and Cheerilee opens the door for them as they trot out in single file, each carrying one more book in their bag than before. The dark pink mare shoots Twilight another smile and a nod as she walks out, too occupied keeping the line orderly for much more.

Finally, the last of the students goes trotting out the door. The door closes. The library is quiet again.

"Look at this mess! We're gonna be cleaning this up all day!" Spike says, looking at Owloysius. The owl quickly flutters up to his perch near the ceiling, settling in to sleep. Spike frowns, turning to Twilight.

"Look at this mess! We're gonna be cleaning this up all day!" he says again, gathering up some books.

"Actually, you're gonna be cleaning this up all day. I have some studying I need to catch up on, and I lost a whole morning because of that field trip," Twilight says.

"What? They didn't even get here until noon!" Spike yells.

"Yes, well, that's true, I guess, but I'm sure my number one assistant can handle this all on his own," Twilight says. Spike grumbles something she can't hear and begins shelving books yet again.

"Good boy. I'll just be up in my room then," Twilight says, not moving.

Spike continues to grumble and organize books.

"Yes, to my room. I'm going now," she says, watching Spike. Her little dragon assistant is totally absorbed in his chore and his complaining, ignoring her completely. Satisfied, she trots to her private room and quickly shuts the door. She walks up the small staircase to her bedroom proper, a cozy enclosed balcony above a small sitting room. She sighs and collapses on her bed.

She rests for a few minutes, thinking about whether she should try to nap or not. Her eyes ache just the tiniest bit, but in the end she decides she's just not feeling it. She glances at the door to confirm that it is, indeed, closed, then warily looks over both shoulders. The room is empty. She is alone.



Carefully, she reaches under her bed and pulls out a small box. The box is crammed with the novels Rarity lent her, next to stacks of magazines that Rainbow Dash dropped off. Tucked into the side, next to the novels, a few pieces of paper stick out. Twilight levitates these papers out and looks over the top sheet. It is creased and covered in notes, scribbles, and writing crossed out and re-written several times over.

### Twilight's Plan to GET LUNA Phase One

1. Find nice stallion.
2. Flirt with him – learn how to flirt.
3. Go on some dates. (Requires more research conc. How to date? Where to go?)
4. Fall in love? (See notes page seven and eight)
5. Have sex? (NOTE really?)(ALSO NOTE seriously?)
6. End the relationship (Eye on the prize!)
7. Doesn't that sound a bit shallow? (That's not even a step what are you writing go to sleep)
8. Find statistics on average length of relationships, usual causes for breaking up
9. (Wordless scribbles, heart shape with "TS + L" written inside)
10. GO TO SLEEP CHEERILEE IS BRINGING THE FIELD TRIP TOMORROW

"Hmm," she says, reading the list over. She puts the papers back in the box and begins browsing the other contents, unable to settle on one to read. She's spent the last week reading them, studying, even taking notes.

It's not that she was completely ignorant of all of this. She's read of the biology and anatomy involved. She knows, in a very clinical way, that there are emotions that happen.

But to do... this? Herself? Not Twilight Sparkle. Certainly not smart, serious Twilight Sparkle. Why would such a studious pony waste her time with a bunch of emotional, irrational, sweaty, steamy...

She stops her thoughts short, an old habit. She has to force herself to pick them up again. It's not so hard, really. Ever since that night with Luna...

*There* it is. That's the feeling. She frantically digs through the books, anxious to ride this wave while it lasts. But which one? They're all terrible. The gulf between what she's been feeling and the sappy garbage she's been reading is huge.

She sighs and rolls over onto her back, staring at the ceiling. She's tried to puzzle it out every night.

*Why can't I just do this like everypony else?*

She puts herself in one of Rarity's stories, pictures herself with the models from Dash's magazines, feels herself getting worked up, tense, wound like a spring. But whenever she actually tries to alleviate the pressure, her imagination fades away and it's just her, sitting alone, feeling embarrassed and far from turned on.

*How can this be so hard?*

Apparently everypony does it. My friends probably all do it. Well, maybe not Fluttershy, but you never know. Just because it's hard to imagine doesn't mean she doesn't do it.

She pictures Fluttershy lying in a bed on her back, moaning and blushing, hooves reaching between her own legs, her cute little wings stretched out stiffly to her sides.

Twilight shakes her head and blushes a little herself. She feels a tiny bit of that delightful pressure in her loins.

"Huh," she says, trying to clear the image from her mind.

*What's the secret?*

Does everyone read books or look at magazines?

*How do they buy all that stuff all the time, and I just never noticed it?*

Do most ponies just use their imagination, or only some? What do they think of? Does Rainbow Dash think of the Wonderbolts? Did Rarity think of her prince, before the fiasco at the Gala?

She sees Rainbow Dash, lying next to Fluttershy on the bed. Dash is furiously rubbing herself, her wild mane bobbing around as she whips her head from side to side. Rarity is on Fluttershy's other side, caressing the yellow pegasus' wing, staring straight at Twilight.

Twilight shakes her head again, suddenly feeling very warm.

"Huh," she says again, trying to focus on her thoughts. She feels like she's getting close to puzzling out some answers.

Do her friends think about her? No, they couldn't possibly... how weird would that be? Do ponies picture their friends when they do this? They must, sometimes. Sometimes your friends are pretty, and it's just imagination. Right?

Pinkie Pie is riding on top of Fluttershy, her thick, curly mane bobbing up and down as she bounces on her friend.

"Wooo! Wooo! Wooo!" Pinkie yells.

Suddenly Applejack is right behind Pinkie, pulling Pinkie's mane roughly with her mouth while grinding her hips into the pink mare. She releases Pinkie's thick mop of hair and turns towards Twilight.

"You best get a taste of this! Nice and thick!" She winks at Twilight.

Twilight shakes her head furiously, seeing just her ceiling again. She's breathing a little quickly, and she feels heat along the back of her neck and between her legs.

"Huh," she says again.

*This can't be right. Those are my friends.*

She shifts her weight, and the feeling of her thighs sliding against each other makes her skin prickle up all over.

This can't be normal. If this were normal, her friends would have mentioned it to her.

*No, that's stupid.*

Oh hey, I imagined you having sex with our other friend last night. Great conversation starter.

*Well then what else is there to think about? Other ponies you don't know that well?*

She's still in her room, but it's darker here in her mind. Just a few lit candles lend their soft light to the room. Cheerilee is in bed next to her, lying on her side, her back facing Twilight. Cheerilee's round rump is rubbing up against Twilight's hip, and her curly mane is practically shoved up Twilight's nose. She breathes deep, but there's no smell. The soft curls cling to her snout.

"I know it isn't as thick as Pinkie Pie's." Cheerilee is looking at Twilight over her shoulder, eyes half-lidded. "But you think my color is much nicer."

Twilight's eyes almost roll back in her head – as Cheerilee turns, her rump slides against Twilight, pressing in closer. The curls of mane shove into her face, enveloping it.

"Oooooohhhhh," Twilight moans, her whole world light pink curls.

"Eeeeeeyup." Big Mac's deep voice comes from Twilight's other side. She turns to see the big red workhorse lying in bed with them, looking strangely serene.

Twilight shakes her head fiercely, and she is alone again, a sheen of sweat on her brow. She has a hoof crammed between her legs, tightly squeezing her thighs around it as she presses into her nethers. She feels slick wetness in her crotch and feels unbearable, awful, intolerable pressure, almost painful. There's tightness in her chest, and she realizes that she's panting short, shallow breaths. She feels a little dizzy.

"Huh. Wow," she says. Those thick pink curls had felt so *real*. She'd never even touched Cheerilee's mane in real life.

*What does Luna's mane feel like?*

It wouldn't be at all like Cheerilee or Pinkie, it must be...

...Smooth, silky hair plays over her snout as Luna turns on her side, looking over her shoulder at Twilight. One wing unfolds, tickling Twilight's belly.

Twilight presses down across the lips of her mound, parting them slightly. She gasps quietly. Her other hoof caresses her own belly, lazily moving in small circles.

The feathers caress her belly lightly. Luna nuzzles her neck, cool breath blowing onto her shoulders and chest. The side of Luna's long horn bumps into Twilight's face and snout, hard and warm.

She moves her hoof up across her slit, hitting a small hard bump at the top. Her body shakes at the touch, and she moans, biting her lip to keep it from being too loud. Her other hoof rubs her snout and neck.

Luna rolls over on top of Twilight and presses her body down on the small unicorn, kissing her neck harder. Her beautiful wings stretch out over the pair, strongly splayed out. Their coats are pressed together all over, sliding against each other.

Twilight is rubbing herself in a kind of slow rhythm, down and up, pausing for just a moment on each up stroke to press on that sensitive button.

Luna grinds her hips into Twilight's. Their nether lips rub together, hot and dripping wet, sliding across each other. She locks lips with Twilight, bucking her hips into her like a stallion, driving her down into the bed.

"Aaahh!" Twilight gasps, arching her back, driving her rump and hips into the mattress. Her free hoof is dug into the blanket at her side, her foreleg stiff and tense. She rubs herself harder, pressing down past her lips with each stroke, teasing her inner walls.

Luna is still grinding into her, running her tongue up and down her neck.

"Ah! Ah! Ah!" Twilight moans with each stroke of her own hoof, picking up speed, pressing harder. Her hoof is practically dripping with her own fluids. Her tail swishes back and forth, dragging along the sheets. She feels that pressure, that unbelievable pressure, building between her legs, in her chest, in her head, everywhere!

She's sweating all over, she can feel the warm dampness in her sheets every time she moves. Her rump is pressing down into a wet circle of her own juices soaked into the bed. Her hind legs are splayed up in the air, shaking slightly, she's not sure when that happened. She strokes harder, furiously, the hot pressure building, trying to push it down, make it go away, it feels incredible...

It's building, she can feel it building. In her mind Luna is picking up speed, bucking her hips into Twilight wildly, moaning. Their clitorises rub together roughly, and Twilight stops stroking her mound and focuses just on the button, cramming her free hoof into her mouth to keep from howling. Her chest soars and her body tingles all over, like falling.

She rubs herself in small circles, moans muffled by her hoof, breathing in ragged, choked gasps.

Suddenly, Luna is gone. Twilight feels large forelegs wrap around her and sees a white, gold-shod hoof reach between her legs.

"Prin-Princess?! Princess!" she says out loud, spitting her hoof out.

"Shh... hush, my most faithful student," a regal voice whispers past her ear. Twilight looks up and sees Celestia embracing her from behind. Celestia's hoof tenderly begins massaging Twilight's swollen clitoris, and her ecstasy is instant and complete.

"Wha? Ah! Ah! Aaaaauuughhhgh!" Twilight splutters nonsense, panting. She rubs her mound again, pressing as deep as she can into herself, bucking her hips up into it.

"My smartest, most talented, most loyal student..." she hears Celestia whisper.

Twilight's eyes roll back into her head. Her body spasms wildly, legs shaking in different directions. The pressure is incredible now, she feels insane, mind completely gone, nothing exists except the pressure and it's mounting and oh god oh god it feels so *good*.

*This is it! This is it! I did it I'm doing it I'm gonna come oh my Princess Ohhhhhh...*

The door slams open. Spike walks in holding two books.

"Hey Twilight, I can't figure out where these two go and..."

"AAAHHH!" Twilight dives under the sheets, panting.

"Geez, sorry, I just needed some help and –" Spike pauses. "What's that smell?"

"Get out get out get out!" Twilight yells, peeking out from under the covers.

"But what about these books?" Spike asks.

"NOW!" Twilight screams.

"Fine, sorry, sorry!" Spike leaves, shutting the door behind him.

Twilight waits a moment, frozen under her sheets. She notices the smell now too, her own thick, sweet scent. She throws the sheets off and rolls onto her back, practically slamming her hoof between her legs again.

Nothing.

She starts to press and gets only pain, her whole crotch sore to the touch now.

She tries to imagine...

*Wow, was I really imagining... that? What is wrong with me?*

Nothing comes. It's just her with herself, alone, in a damp bed growing colder by the second.

"Darn it!"

She pounds her hooves against the mattress.

"Darn it, darn it, darn it!"

*I was so close...*

She sighs, giving up.

• • •

Some time later, after calming down a bit, Twilight levitates a quill over a piece of paper.

*Dearest Princess Luna,* she writes.

She stops. Some weird emotion she can't quite identify washes over her. It's been at least a month since she wrote a report to Celestia. She feels bad sometimes, knowing that her reports have become less and less frequent over time.

It had even become her habit to open each letter with an apology, for taking so long between letters. But the Princess always replied that it was perfectly fine and Twilight should be out with her friends more, living her life.

Twilight ponders this. Should she tell Celestia about her and Luna? What would she say? Has Luna told her already?

She pushes this new train of thought away, continuing with her letter.

*I learned today that with love, as in friendship, all the books in the world aren't enough sometimes. Just thinking about those you care about can be more wonderful than anything else. I'm learning a lot with my research so far, but I'm starting to see just how little I know. I can't wait to start trying out what I've learned with other ponies... or with you.*

She smiles at that last line. Too much? No, it feels right. Luna doesn't seem to be modest about this kind of thing.

*I'm learning about myself, too, I think. There's so much I don't understand about how I feel sometimes. Well... sometimes it feels really good, I understand that. But I still don't know exactly what makes me feel that way. I'm hoping that I can figure this all out once I really get started.*

*The Spring Festival is in just a week. I'll try to find some dates there, and try them out. And then we can be together. I can't wait!*

How to sign it, she wonders. Love? Yours? With strong feelings? She shakes her head. Then inspiration strikes. She grins as she completes the letter.

*Your Eager Student,  
Twilight Sparkle*

She wraps the letter in a plain envelope, then focuses her horn's energy on the paper. She concentrates, horn glowing, thinking of a teleportation spell. When the time comes to think of the destination, she closes her eyes and pictures Luna. Beautiful, dark, mysterious, standing by a hedge in the palace gardens of Canterlot, as she looked when Twilight met her at the Solstice.

She gasps as the spell connects with something. Somehow, she can't quite fathom how it's happening, she *feels* Luna around her, their minds touching for just a moment. When she opens her eyes, the letter is gone.



"Twilight! I guess I should congratulate you," Cheerilee says.

Twilight chokes on her drink. She's been avoiding Cheerilee lately, afraid that somehow the pink mare would know what Twilight had been imagining. But they are at a party, and ponies are crowded everywhere around them, and Cheerilee somehow got right up next to Twilight without being noticed.

"Uh, thanks? For...?" Twilight asks.

"Winter Wrap Up! On time again. Two for two," Cheerilee says.

"Right, of course. Well, you shouldn't congratulate me, you ponies did all the work."

"Ha, I heard the speech. You don't have to repeat it." Cheerilee bumps into Twilight, but doesn't seem to notice. Her pink face is flushed red, and she's swaying on her hooves.

"Oh. I hope I didn't overdo it," Twilight says.

"No, no, I thought it was nice. Now the mayor, she overdid it," Cheerilee says, her eyes wandering. "Oh! Excuse me." She turns to trot away.

Twilight just raises an eyebrow and cautiously sips at her drink.

"Nice dress!" Cheerilee yells back at Twilight as she walks off.

*Well, that was weird.*

Twilight watches the fuchsia mare wobble away, but quickly loses track of her in the crowd. Ponyville's town square is packed with ponies. Long lines of hanging lanterns are crisscrossed between every building, and food carts are lined up on every side. Somewhere near the town hall a band is struggling to be heard over the crowd.

Twilight focuses on her drink again. She's happy to just stand alone for a moment. She's been fielding compliments and shaking hooves for hours.

"Twilight! I've been looking for you all night!" Rarity walks up next to her.

"Well, you found me. Enjoying the festival?"

"Of course, it's just smashing this year, isn't it?"

"Yeah, I guess it is." Twilight smiles.

"How is the dress working out? Is it comfortable? It's not riding up at all, is it? I was so worried about that."

Twilight checks herself out. She's wearing a light, simple dress with the same colors as her Team Leader vest. Nothing seems wrong to her.

"It feels nice. And everyone keeps telling me it looks nice, so it looks like you've done it again."

"Oh, darling I knew it would be perfect for you." Rarity edges in closer to Twilight, glancing around them. "Now, what about that other thing?"

"The other thing?"

"Yes, the other thing."

"You mean finding a stallion, or Pinkie's birthday?"

"Silly, I meant finding us some acceptable suitors."

"Right. That. I've been keeping my eyes open and –"

A passing couple almost bumps into them, pushed over by the crowd. They apologize and keep walking.

"Should we really be talking about this here?" Twilight asks.

"Well, I'm sorry we didn't really get a chance before, I've been so busy," Rarity looks around, thinking. "Let's go sit at one of those picnic tables."

They thread their way past dozens of partying ponies. They come to a particularly thick part of the crowd but Rarity finds her way through easily. The crowd parts to make way for her. Most of them are ogling her dress, or just Rarity in general. On top of making Twilight's outfit, she's put together a stunning new piece for herself. Even Twilight keeps finding herself ogling Rarity a bit.

"Hey, wait!" Twilight says.

"Yes?" Rarity looks back over her shoulder.

"This is the line for Applejack's cart. Shouldn't we go say hello?" Twilight says.

Both ponies stand on hoof tip, craning their necks. They can just barely see Applejack's hat bobbing somewhere far off at the end of a line of ponies. The line is more like a blob, stretching out halfway across the square, cutting the festival in two.

"She looks busy," Rarity says.

"Guess we'll catch up later," Twilight says.

They continue, making it to the edge of the square. Small tables with rough cushions are set up, all occupied. Rarity scans them and quickly picks out a table with a pair of younger stallions, both laughing as they chew some kind of baked apple treat. Rarity approaches them and tosses her hair, beaming.

The colts freeze and stare at her. One of them hangs his mouth open, crumbs falling out.

"Would you mind terribly?" Rarity says to them.

They both stammer sounds sort of like words and get up, offering their cushions to Rarity and Twilight. Rarity motions for Twilight to sit as she settles down herself. There's no cushions left for the two colts, but they hover nearby, smiling at Rarity.

"Thank you!" she says, shooing them off.

Twilight sits and lets out a breath she hadn't realized she was holding. "I thought you were going to make me talk to them," she says.

"Them?! Oh heavens no, Twilight, please! We can do far better than that. They're hardly more than colts, anyway."

"That's what I was thinking," Twilight says. "They seemed to like you, though."

"Oh, well who doesn't? But enough about me. Have you thought about what you're looking for tonight?"

"Umm, I've thought about it, yes."

"And?" Rarity says, sweeping some crumbs off the table with magic.

"I don't know, nice? Smart? Someone I can talk to?"

"Very reasonable. What about color? Hair? Size?"

"Does that matter? I can't really picture an ideal date. Physically, I mean," Twilight lies.

"Well what do you picture when you imagine a stallion? When you're, ahem... alone?"

"Uhhh..." Twilight's mind flashes back to her fantasies and sees Rarity in bed next to Fluttershy, just staring.

"Never mind. What about that one?" Rarity points to a blue stallion with music notes on his flank.

"He's alright, I guess." Twilight barely looks at the pony Rarity is talking about.

"Oh! How about him over there?" Rarity says, pointing to a blue unicorn with a two-tone white-and-silver mane.

"He looks nice," Twilight says with a smile. Her eyes are scanning the wavy locks of his hair.

"My, my, that one is simply dashing." Rarity checks out a unicorn with a chocolate-brown coat.

Twilight looks over at the pony Rarity is talking about. She barely gives him a second glance before casting her eyes down to the table.

"Is this really how you find love? Just randomly picking ponies based on how they look? On one particular night?" she asks.

"Twilight, trust me. It's not at all as bad as it might look at first. You just have to find somepony who looks like he might be appealing to you. Then you get to know him through dates. If it works out, wonderful. If not, you try again," Rarity says, still checking out stallions in the crowd.

"Do you even know their names?" Twilight asks.

Pinkie Pie lands on their table with a *thud*, puffy tail bouncing around.

"Names? I know everyone's name because I know, like, everypony! Who do you need to know?" she says.

"Where did you...?" Rarity says.

"Come from?" Twilight says.

"Up there! Duh!" Pinkie looks up, not climbing down from the table. Rarity and Twilight look up and see only lanterns hanging from a line, and the stars above. They both shrug, knowing better than to pursue the question.

"So, who is it?" Pinkie asks, raising an eyebrow at Twilight.

"Wha– Uh, who?" Twilight stammers.

"You were asking about a name," Pinkie says, leaning in close.

"That's quite alright, Pinkie, we can find out," Rarity says. Twilight just grins, her eyes uneasy. Pinkie looks back and forth at both her friends.

"Are you keeping secrets from me again?" She glares.

"No! No no no, haha, of course not!" Rarity says, forcing a smile.

"I'm looking for a stallion to date," Twilight admits.

"Ooohhhh neat!" Pinkie's glare disappears instantly. "Who are you looking at?"

"We were just talking about that one." Rarity points again at the brown unicorn.

"What, him? I wouldn't go out with him, he's kinda bad at smooching," Pinkie says.

"What?" Rarity and Twilight both say.

"Not nearly as good as him over there, he's fun!" Pinkie waves at the blue unicorn. He smiles and waves back.

"Did you...?" Twilight asks. Rarity just stares, aghast.

"Maaaaaybe." Pinkie smiles innocently.

"I beg your pardon?" Rarity says.

"When did you – ?" Twilight starts to say, but is interrupted by Pinkie.

"Oh, all the time! Sometimes at big, fun parties, you just gotta smooch somepony, right?"

"Pinkie Pie, a lady does not just – *smooch*!" Rarity spits the last word out with some effort.

"Silly! I'm not a lady, I'm a pony." Pinkie playfully taps Rarity's foreleg.

Rarity starts to say something, but pauses, looking puzzled.

"Pinkie, who do you think I should date?" Twilight asks.

"Whoever you want, Twilight. Just find someone you like."

"But I don't really know any stallions."

"Then just find someone who looks good for smoochin'!"

"S... smooching?" Fluttershy glides down to their table, landing softly next to Rarity.

"Yeah, smoochin'! You know, like this!" Pinkie grabs Fluttershy's face and plants a loud, wet kiss on her cheek. Fluttershy squeals and hides under her own hair.

"Oh, um, thank you Pinkie Pie," Fluttershy says. "You mean kissing. I like kissing."

"You too?" Twilight stares at the yellow pegasus in shock.

"Well, I would like kissing, I'm sure. But I've never tried it before."

Pinkie shoots a hurt look at Fluttershy.

"Not really," Fluttershy adds.

"That wasn't really? I can kiss you for really!" Pinkie reaches out to grab Fluttershy again.

"Oh, um... no, that's okay..." Fluttershy tries to shrink further under her bangs.

"Pinkie, leave the poor thing alone," Rarity says.

Rainbow Dash lands next to Pinkie Pie, shaking the table with the impact. Earlier, Twilight had been a little shocked at how drunk Cheerilee looked, but Rainbow Dash is putting her to shame.

"Are you gonna kiss Fluttershy? This is gonna be awesome! Do it!" Dash yells.

"Do it?" Pinkie asks.

"Rainbow Dash, are you... drunk?" Rarity says with disgust.

"DOOO IIIIIT!" Rainbow Dash yells, pumping a foreleg in the air.

"Um... ponies are watching..." Fluttershy squirms out of Pinkie's hooves. Most of the crowd around them is, in fact, watching by now.

"Well, this *is* a reliable way to get male attention." Rarity frowns.

"I dunno," Pinkie says, putting a hoof to her chin.

"DO IT DO IT DO IT!" Dash yells, stomping her hooves on the table.

"HMMMMMM – Okay!" Pinkie dives for Fluttershy, who squeals again.

"Girls!" Twilight yells. Her friends freeze. Pinkie is hanging over the edge of the table, while Fluttershy is mostly hiding under it, her rump and back legs sticking out. Rarity pulls Fluttershy out from her hiding place, brushing off her coat.

"Thanks Twilight..." Fluttershy says.

"I still need to find a date," Twilight says to the whole table.

"Oh, a date? Are you in love with somepony?" Fluttershy asks.

"Not yet," Twilight says.

"Then why are you going on a date?" Fluttershy asks, looking very confused.

"She's looking to get laid!" Rainbow Dash says.

"Oh..." Fluttershy blushes a deep shade of crimson and looks at the ground. Rarity rolls her eyes.

"Wow, Twilight, you're kind of crazy! You're doing it all backwards!" Pinkie says, spinning her head upside down.

"Backwards?" Twilight asks.

"Yeah! You should date somepony you have special feelings for! If you don't have special feelings for anyone yet, why are you trying to go on a date?" Pinkie explains.

"Well, I do have – it's complicated. I just want to try it," Twilight says.

"Who you got lined up?" Rainbow Dash asks.

"Nopony yet. We *were* looking," Rarity says.

"What about Big Mac? He's hot. I was jus' lookin' for him," Dash says, slurring her words.

"Yeah, Big Mac! AJ can hook you up!" Pinkie says, her previous advice apparently forgotten.

"Ugh, Macintosh? If he's anything like his sister, I should think not," Rarity says.

"Whass wrong with AJ?" Rainbow Dash sways towards Rarity.

"Nothing, but Twilight needs somepony with class, sophistication," Rarity says.

"Um, maybe Rarity is right," Fluttershy says.

"I don't know. He seems nice, I guess." Twilight flashes back to her fantasy again. She had been very puzzled about Applejack's brother showing up there. It seemed out of place. But, even she has to admit...

"He's big and handsome. I bet he's good at smoochin'!" Pinkie says, finishing Twilight's thought for her.

"He's too quiet. Twilight needs someone she can converse with. And besides..." Rarity says.

"Yeah. That." Rainbow Dash rolls her eyes.

Twilight cocks an eyebrow and is surprised to see Fluttershy doing the same. She's about to ask what that means when Rainbow Dash drunkenly rambles on.

"Guess I'll have to find some other colt for her. You know, since you can't find a stallion to save your life." Rainbow Dash grins right at Rarity.



"Ridiculous! Gentlecolts are constantly clamoring for my affections. Why, this very evening I've been asked out several times. I could find Twilight and myself a pair of dates in a moment!" Rarity says, stamping a hoof.

"Then do it!" Dash yells, wobbling on her hooves again.

"Very well, I shall!" Rarity says.

"I hope they like paper!" Pinkie says, grinning.

"What?" everyone says.

"Because Twilight is such a bookworm! Wait, what?" Pinkie says. Everyone pauses, looking at her. After a moment of staring, Rainbow Dash snorts and laughs quietly.

"That was terrible," Twilight says.

"Indeed," Rarity says.

"It doesn't even make any sense," Fluttershy says.

"Hmm, almost right. I'll keep working on that one," Pinkie mutters.

"Ugh, I'm getting food." Twilight gets up.

"Going to Applejack's cart? I bet Big Mac is there!" Dash says.

"You should go smooch him RIGHT NOW!" Pinkie says, hopping on the table.

Twilight heaves a groaning sigh. "Yes, I'm probably going to Applejack's cart. No, I'm not going to smooch him right now." She rolls her eyes, walking away through the crowd.

"I'm coming too. I'm... hungry." Fluttershy lifts off and joins Twilight.

"Hurry back!" Rarity says as Pinkie and Rainbow Dash take the empty spots on the ground.

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Twilight and Fluttershy are standing in a thinning crowd of ponies, all waiting in line for the Sweet Apple Acres stall. The two are finally near enough to hear Applejack as she takes orders and money. They haven't spoken a word.

Twilight is pondering what Pinkie said. She thinks she understands what Rarity's been saying, but she can't help but wonder if she's doing this right. Rarity's books always made love sound like an instant thing, something that just happens when you meet the right pony. Twilight felt something like that when she met Luna at the Solstice.

*That* was love, or at least an early form of it. Infatuation? More than just a crush. They hadn't talked much, but Twilight had stared at the Moon Goddess all night, aching to be nearer to her. The night had gone by in a blur, Twilight scheming every possible excuse to stay later and later, looking for any kind of opening.

And now here she is, trying to force herself to feel excited about dating regular old Ponyville ponies. How can they compare? Luna is everything Twilight had never thought to dream of.

*Should I just wait for that love-at-first-sight feeling to strike again? Is that the only way to feel love?*

"Twilight?" Fluttershy says for the third time.

"Huh?" Twilight says, coming back to reality.

"Sorry. You were thinking about something. Sorry to interrupt," Fluttershy says.

"It's fine. What is it?" Twilight says.

"Why are you looking for a date? If you don't mind me asking, that is."

"It's a long story."

"We've been standing in line a long time."

"It's kind of private."

"...You mind me asking, then." Fluttershy shrinks away from Twilight.

"I don't mean like that, it's just – I'll tell you later."

"Okay." The yellow pegasus looks better and stands upright again. "You don't like Applejack's brother... that way. Do you?" she asks.

"I don't really know him. He seems nice. Do you know him?"

"Oh, he is nice. He's very kind and quiet and gentle."

"So you've talked with him?"

"No."

Twilight just stares at Fluttershy. The pegasus avoids eye contact, swinging one hoof through the grass. Before Twilight can say anything, they are at the front of the line.

"Hey there! I was wonderin' when you guys were gonna come support my business," Applejack says. She looks a little tired, but happy. The cart is mostly empty now, and two ponies Twilight doesn't immediately recognize are taking orders from other customers.

"It doesn't look like you need the help. What's left?" Twilight asks.

"Not much... just a few fritters and cakes. And regular old apples, of course," Applejack says. Twilight looks at the few small apple cakes left and feels her stomach rumble.

"I'll have one of those. Fluttershy?" She turns to her friend.

"Umm... Applejack, why isn't your brother here?" Fluttershy asks.

"The big lug got sick. Bad timing, too," Applejack says.

Twilight remembers that she hadn't seen Mac helping with Winter Wrap Up the day before. She takes another look at the ponies working the stand – one is a mare with green pigtails, and the other is a yellow stallion with a vest and hat. Twilight recognizes him now, but can't remember from where.

"At least you have other helpers," she says.

"Yeah, we was real lucky havin' some cousins in town with Big Mac down for the count," Applejack says.

"Maybe I can make your brother some soup tomorrow... if he isn't feeling better," Fluttershy says.

"Great idea! I'll come by and pick it up. Been forever since I stopped by your cottage," Applejack says.

"Oh... Well I thought maybe I should come to your farm and check him out... I mean, look at him... I mean, check *on* him. Because he's sick." Fluttershy looks away.

"That'd work too. Drop on by anytime," Applejack says.

"Are your cousins enjoying the festival?" Twilight asks.

"Well, they been mostly working. Hey, why don't you two show these two around? They could use a break, and we're slowin down here," Applejack says. Twilight and Fluttershy nod, and Twilight reaches for some bits tucked into a pocket on her dress.

"Oh, none of that now, that cake's on the house. You just show my cousins a good time now, y'hear?" Applejack says.

"Of course. Thanks, Applejack." Twilight levitates her snack along with her as she and Fluttershy leave the line to wait by the cart. Her mouth waters and she tucks into the cake right away, ignoring everything around her for a moment. She moans at how delicious it is, feeling the food drop into her growling stomach. After the first few bites, something occurs to her.

"You didn't order anything?" she asks Fluttershy.

"No, I'm fine," Fluttershy says.

Twilight just looks at her, not sure why the yellow pegasus stood in line all that time. She finishes the cake, just in time to have her mouth full when Applejack forces her cousins out from behind the stand.

"You both done fine work. No need to keep you cooped up here all night," she yells at them, then turns to Twilight. "You might not remember Apple Fritter, you two met back when you first moved here. But you sure as hay should remember Braeburn."

Applejack's cousins greet them loudly, bowing a little. Fluttershy mutters something back and Twilight struggles to choke down her food as quickly as possible, nodding at them.

"And these two are Twilight Sparkle and Fluttershy. They're good friends of the family. Now go have fun already!" Applejack says, returning to her duties selling food.

"Well ain't you just the cutest little filly ever!" The mare steps up to Fluttershy. "How do you get your mane like that?"

Fluttershy blushes and mutters something Twilight can't hear, leading them away from the cart, out into the festival. Twilight falls in behind them, Braeburn at her side.

"Well howdy there, filly. Been a long while since we last met," Braeburn says to her. At the sound of his voice something clicks in her head.

"Hey! I remember you! You're from –"

"Aaaaaaaaappleloosa!" he says loudly. This draws some stares from ponies nearby.

"Yes, that. What brings you to town?"

"Just here for a few days to see my cousin's spring planting techniques. Figured I could lend a hand, too, seein' as Mac's down and out."

"I hope he's alright."

"Aw, he's fine, just a stomach bug or two. Big guy'll shrug it right off. So what do you do here in Ponyville?"

"Me? I'm just the librarian."

"Is that right? You must be a different Twilight Sparkle then what I'm thinkin', cause the way AJ tells it she's more'n a little famous. And way more than just a librarian."

"Haha no – I mean, yes, that is me," Twilight says. "Wait, Applejack talks about me?"

"In every letter!"

"Huh." Twilight chews on that one. Why shouldn't Applejack talk about her? Twilight is constantly reporting the details of all her friends' lives to the Princess, after all.

"Anyway, can't thank you and your friends enough for helpin' us sort out that mess with the buffalo," Braeburn says.

"It was nothing. How's everything going out there?"

"Just swell. Orchards growin', new crops startin' all the time, more ponies moving in. Why we just might start a new settlement even further west. Course, then Appleloosa won't be the farthest western border of Equestria."

"You're going to move even farther out?" she says. Twilight remembers the train ride to Appleloosa taking almost a day, and she can't fathom why anyone would want to be *farther* from the heart of Equestria.

"Well, not me personally. I'd kinda like to. Striking new ground, being on the frontier, it's excitin' stuff. But I can't just pull up stakes and move again," he says, bowing his head a little as they walk.

"What's further west than Appleloosa?" Twilight asks.

"Don't rightly know. But we sure as hay are gonna find out."

Twilight thinks back to an atlas she read a few months ago. There wasn't much about the lands outside Equestria. She realizes with just a bit of horror how little she can recall on the subject, and fights the urge to excuse herself and rush home for some studying.

"Course, it'll be other ponies doing the finding out. Like I was sayin', I got a stake in Appleloosa. I love the place, and it wouldn't do to just pick up and move all over again. But I gotta say, I'm a little sore about missin' all the excitement. Explorin', mappin', meetin' new animals," Braeburn continues.

"I never thought about it like that. All kinds of stuff we don't know, just out there," Twilight says, her imagination suddenly soaring, begging her to go read a few books to fuel it.

"Exactly. Hey, a proper hoedown!" Braeburn rears a little and kicks his forelegs in excitement. They've come nearer to the band, and ponies are dancing in the grass in front of Ponyville's town hall. Twilight winces, her flights of fancy disappearing. She tries to make eye contact with Fluttershy, but her friend is, against all odds, deeply involved in conversation with Apple Fritter.

"Think the most famous unicorn in Ponyville would honor little ole' me with a dance?" Braeburn says.

"Well, I don't know if – wait, you mean me, don't you?" Twilight panics just a little.

"Yes, you, come on!" He stomps a little to the music, grinning.

Twilight is about to protest, but nothing comes to mind. Why shouldn't she dance? She does it all the time with her friends. It's a normal, fun thing ponies do, and she's trying to learn about normal things ponies do, after all...

"Ain't no need to be so nervous. It's just dancin'. It's fun!" he says, smiling at her.

"Nervous? Who said I was nervous?" Twilight says, laughing a little nervously.

"Well yer just standin' there hemmin' and hawin'. You're either scared or you don't much like my looks," he says, grinning.

"Well I'm *not* nervous," she says.

"Then I guess you just aren't into dashing young stallions," he says, still grinning.

"Oh, I love them. I wish one would ask me to dance," she says with a smiling eye roll.

"Ha! Sure you wouldn't be too scared to accept?"

She tries to fake a glare at him but can't hold it; she's smiling too much.

*Scared, he says. I'll show him!*

She is a little nervous, of course, but this is a golden opportunity.

"I'm more into modest guys," she says, extending a foreleg out to him. "But I guess you'll do."

He flashes her a quite dashing smile, like he expected this all along. He takes her hoof, and leads her out into the chaos of the dance floor.

Before long, they're surrounded. Everywhere she looks, it's faces of ponies, some she knows from around town, and some she doesn't recognize. All of them are happy, flailing and jumping and stepping to the beat. Braeburn is hopping around, stomping his hooves in some kind of square dance pattern, his hat bouncing on his head, not a care in the world.

Twilight sways back and forth, shuffling her hooves a little, the timeless dance of the overly self-conscious. She glances around her, surprised to see nopony looking at her. Every last one of them is lost in their own dancing, with their partner or their friends or even just alone, eyes closed and heart soaring.

Except Braeburn. He's looking right at her, grinning so widely he rivals Pinkie Pie.

"C'mon Twilight! Live it up! This ain't a mild west dance! Yeeeeehaw!" he yells, jumping around.

Twilight smiles, and her hooves start moving more rapidly all on their own. She starts shaking her head from side to side, and before long her rump is doing the same.

"Aw yeah, that's more like it!" Braeburn says, grabbing his hat and flapping it around in the air.

Twilight *dances*. She tries to think about this – she'd often wondered before how it was so easy when it was just her with friends, but so difficult in public. She starts to analyze it in her head, to puzzle it out, but then it just... goes. It goes away, the constant monologue in her head dies down, and suddenly she's just dancing.

Her heart pounds, and the only thing in her mind is the anticipation of the next beat. She hops and steps and hops and steps, smiling the whole time, her mane and tail darting back and forth. She's hemmed in on all sides by dancing ponies, and she hardly notices. Braeburn is stomping his hooves in front of her, his mane tossing with each stomp. It's orange, like Applejack, with lighter highlights, and the hair looks thick and rough. Twilight wonders if it actually feels rough or just looks that way.

The music picks up and ponies all around her are cheering, howling, screaming in glee. Twilight feels a rough bump on her flank and turns to see Rainbow Dash darting around, jumping and spinning, using her wings to add a whole new dimension to dancing. Rainbow Dash comes up to her again and hugs Twilight. She yells something that Twilight can't hear at all. She's so *happy*. She starts to dance next to Twilight, then recognizes Braeburn. They both have a moment of pure joy and she hugs him too, almost knocking him over, before spinning off into the crowd.

Pinkie Pie bounces past in Rainbow's wake, sees them, and re-enacts Dash's performance almost exactly.

"Wheeeeeee!" she yells, jumping away, hugging random ponies.

"Come on!" Braeburn nods towards Pinkie Pie and takes off galloping, following her. Twilight freezes, but only for a moment, too afraid of dancing alone to think it through. She runs after him.

She immediately bumps into someone. She yells "Sorry!" as she runs by, dodging a pony shaking his legs in the air. Braeburn is ahead of her, and she's just keeping up. She can



barely make out Pinkie and Rainbow Dash ahead of him, tearing a path through the dance.

They run through the crowd together, weaving and dodging and tripping over everyone else there. Groups of friends are bunched together in little dancing circles, and Braeburn plows straight through every one. Twilight's heart is pounding, she feels herself sweating all over as they run after her friends.

"Excuse us!" she yells, almost knocking a mare over.

"Sorry!" she yells, not looking back, smiling.

"Woooooooooo!" Braeburn yells, jumping over a stallion that ducked at his approach.

Finally he stops, right in front of the steps of town hall. The band is in front of them, ponies drumming and wailing and fiddling their hearts out. Pinkie and Dash are dancing together, and they cheer when they see Twilight and Braeburn.

Twilight stares at the band in disbelief. They're *right* there. She could reach up and touch one of the guitarists. She's never done anything like this before. The music is deafening, she can feel the speakers vibrating her whole body, sound waves pulsing through her. Pinkie Pie crashes into her, hugging her again. She screams something right into Twilight's ear and Twilight has no idea what it is. Pinkie quickly lets go and goes back to dancing, pumping her hooves in the air and whooping.

Twilight feels like her chest is filled with helium, like she's just going to float up into the clouds with all the pegasus ponies. Her mouth aches from smiling so much. She keeps dancing, her eyes watering enough to make tears when she blinks. Braeburn moves closer to her, grabbing her arms with his, and they spin around each other on their hind legs, laughing and smiling and jumping.

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"So they don't sing at all?" Twilight asks, sipping a cup of water.

"Not even a peep. We used to call 'em mute birds, but then the fillies and colts started calling them dancing birds, and that stuck," Braeburn says.

"Huh. You know, *The Audobarn Society's Guide To Equestrian Birds* doesn't say anything about that. There's a just a picture and a sentence or two about plumage."

"Naw, Sand Shrikes are the dancin-est little birds you'll ever see. They do it every spring, just going' nuts all over the town. Course, when they aren't busy stickin' scorpions on cactus spines, that is."

"Eww," Twilight says.

They're sitting in the grass on the edge of what was the dance floor – the band is packing up, and ponies are drifting off in small groups, the noise slowly dying down. Twilight's not sure when Rainbow Dash and Pinkie Pie left or where they went. Her limbs ache, and she can smell sweat from herself and dozens of others soaked into her dress.

"Wait, really? They impale scorpions?" she asks.

"Mmm-hmm. That's how they eat 'em."

Twilight pictures this for a moment. "That's a fascinating adaptation," she says.

"A fasci-what now?" Braeburn says.

Twilight is about to change the subject when Rarity walks up to them, Fluttershy in tow.

"Twilight! And Braeburn! So good to see you again. Together," Rarity says, shooting Twilight a saucy smile.

"Well, howdy! More of my cousin's friends. Rarity, right?" Braeburn bows a little at each mare, doffing his hat. Fluttershy and Rarity curtsy back at him.

"I'm terribly sorry to interrupt," another look at Twilight, "but Applejack asked me to keep a lookout for you, Braeburn. She said she wanted you to help pack up her cart."

"Oh, shoot! Lost track of time. I better get over there." He gets up, turning to Twilight. "Sorry I gotta run off on you like this. Thanks for showin' me such a good time."

"It's okay." She pauses, looking him right in the eye, smiling. "I had fun, too."

"I'm glad," he says. Neither of them moves, each just looking at the other.

Rarity clears her throat loudly.

"Right, the cart. Y'all have a good night!" he says, trotting away. Twilight stands up, brushing grass off her dress with magic. Rarity is just staring at her, grinning.

"What?" Twilight asks.

"Did you have a good time with Braeburn?" Rarity asks.

"...We saw you dancing. You looked very... happy," Fluttershy says.

Twilight looks back and forth between them. Rarity is grinning at her, Fluttershy is trying not to grin.

"What? We were dancing. Just dancing. Fun! Normal, regular party fun," Twilight says.

"Is he... attached?" Rarity asks.

"Attached? To wha- oh. Ohhhhhhhh." Twilight fidgets with her hooves. "I didn't ask."

Rarity sighs. "Ah, Twilight, you have so much to learn. Lucky for you that I'm around," she says, levitating a comb from some fold of her dress. She walks up to Twilight and begins brushing her mane. Twilight is about to ask why, but she realizes that her hair was probably a mess from all the dancing. Instead, she just sighs.

"I'm seeing Applejack tomorrow. I could ask her about it then," Fluttershy offers.

"Perfect! Who would've thought? Fluttershy, a good wingmare!" Rarity says.

"No, that's okay. I mean, he's Applejack's family. Wouldn't that be kind of, I don't know, weird?" Twilight asks.

"It might be. It might not be. We'll find out when Fluttershy asks," Rarity says.

"Why don't I just talk to Applejack about it?" Twilight says.

"Oh, no!" Fluttershy and Rarity say in unison.

"That's so... brave," Fluttershy says.

"Perhaps not the best choice of words. But indeed, far too direct," Rarity says.

"Never mind. Fluttershy, you don't have to ask. Really, it's fine. We were just dancing," Twilight says.

Both her friends cock an eyebrow at her.

"Really! Just forget it, he lives in Appleloosa and he's Applejack's cousin and I don't have those kinds of feelings for him anyway," Twilight says.

"...oh," Fluttershy says.

"If you say so," Rarity says, in her most disingenuous tone possible. "I suppose it's for the best, actually, since you'll be busy tomorrow night."

"I will?" Twilight asks.

"Of course! We'll be going on our first double date!"

Twilight splutters, making some noises that sound almost like words.

"Oh relax, it's just a fun, casual thing. The most handsome pony approached me earlier and asked if I was available tomorrow, and I set the whole thing up right there. And don't worry – his friend sounds quite dashing as well.. A real stallion for you, Twilight."

"Do you know them?" Twilight asks.

"Well, no, but we'll get to know them tomorrow, that's the whole point. There! Fabulous again!" Rarity puts her comb away, marveling at her work.

"I hope you two have fun on your... date," Fluttershy says, struggling with the last word.

"Oh, I'm so sorry, dear, I should have asked if he could bring another friend for you," Rarity says.

"Oh, no! No, that's okay. I'm fine," Fluttershy says.

Twilight almost asks Fluttershy if she's ever dated anyone, but holds back. It's late, and she needs to get home to check on Spike. She makes a mental note to corner the shy pegasus some other time.

"But, um... Rarity?" Fluttershy says.

"Yes?"

"Can I stay at the Boutique tonight? It's a long walk home for me, and it's so dark..."

"Of course, dear. I'm missing my beauty sleep as well." Rarity stifles a dainty yawn. "I suppose this is goodnight, Twilight. Make sure you come by nice and early tomorrow so we can get ready!"

They quickly say their goodbyes and Twilight watches her two friends walk off. She can see them entering Rarity's boutique. But there's only one bed! Whatever shall we do? Fluttershy nuzzles Rarity suddenly. Oh Rarity, she says, breathing heavily, it's fine. I'd love to share a bed with you. Well why didn't you just say so, darling? And then they're kissing, hesitantly, Fluttershy blushing, Rarity tenderly stroking her friend's hair, and then they're in bed rolling around together and...

Twilight shakes her head, and it's just her standing alone at a fading party. She can still see Rarity and Fluttershy walking away together, chatting about something. She looks up at the moon, wondering if Luna knows just what Twilight sees in her head sometimes, wondering if the Princess would want to know. Twilight shakes her head again, smiling as she turns and trots home to the library.

"Twilight. Darling. You know I love you, but you must. Stop. Flinching."

Twilight tenses up every muscle in her neck, willing her head to hold still.

"No – no! You've just made it worse. Relax your eyes," she hears Rarity say.

"My what?"

"Your eyes, Twilight! You've got them all... scrunched close. How am I supposed to – there, that's much better! Almost finished."

Twilight frowns, stretching her eyelids as far as she can without actually opening them. She feels the light strokes of a brush across the thin skin of her left eyelid, leaving a cold trail of something. Eye makeup. Whatever it's called.

*Eye shadow? It's eye shadow, isn't it?*

She doesn't usually wear makeup.

She sits with her eyes closed, stuck in the awkward thoughtlessness of being worked on by somepony else. She's gotten used to receiving makeovers from Rarity by now. For the most part. But this one has been dragging on far longer than usual.

"So... what kind of stallions are you going out with?"

Twilight feels her ear turn towards Fluttershy, making up for her blindness.

"That's a good question, actually," Twilight says. "You haven't told me anything about these guys."

"Well, I don't honestly know much about them. I only met the one. And I only met him just last night. They're both new in town, I know that much," Rarity says. "Besides, what kind of question is that? What kind are they? They're stallions, for goodness' sake. Big, handsome, stallions."

"You don't even know what they do?" Twilight starts to cock an eyebrow.

"Ah! No moving!"

Twilight feels Rarity's hooves yank her head back into place. She can't help an apology creeping onto her face.

"Sorry," Rarity says. "I'm almost done, I swear. You look just amazing, Twilight."

"Mmmm," Fluttershy says from behind them, nodding with her voice.

Twilight sits in silence, letting the seconds creep by. She can feel Rarity breathing just inches from her. She starts to wonder what kind of face Rarity is making – whether it's that cute little frown she gets when she's concentrating, or if it's already turned into that triumphant smirk that comes out when her newest masterpiece is nearing completion.

"So what kind are they?" Fluttershy asks. Twilight hears her pausing, probably drinking from the juice box she'd brought with her for some reason. "What type of pony, I mean."

"Oh!" Rarity says. "How silly of me. My date is an earth pony, but I'm not sure about Twilight's. I assume he is one as well."

"Oh." Twilight can hear Fluttershy's slight blush. "You're going to go on a date with... earth ponies?"

"Well why not? Don't tell me you'll only ever date a pegasus," Rarity says.

"No!" Fluttershy says very urgently. Twilight raises her eyebrows but immediately flinches them back in place. Then she realizes Rarity has paused.

*She probably just gave Fluttershy the exact same look.*

"I mean..." Fluttershy backpedals frantically. "I mean, I don't know. Most pegasus stallions I meet are really... um..."

"Loud?" Rarity says.

"A little," Fluttershy says.

"Boastful to the point of arrogance?"

"Maybe."

"Overly competitive?"

"Mmm..."

Twilight grimaces, eliciting some annoyed tut-tutting from Rarity.

"You two are talking about pegasus ponies in general, right?" Twilight asks. "Not just Rainbow Dash?"

Fluttershy snorts loudly, almost drowning out Rarity's giggle.

"Yes, well," Rarity says. "She is sort of the quintessential pegasus, is she not?"

"That's not very nice," Twilight says. "Are you saying Fluttershy is... I don't know, not a good pegasus?"

"Please, Twilight. Nothing of the sort. Just generalizing a bit."

"It sounds more like stereotyping."

"I was *saying* that Fluttershy is a wonderful pony, and all the more so for breaking the mold."

A moment of silence follows. Again, Twilight can hear Fluttershy's blush.

"Besides, you can't deny that there are differences," Rarity says.

"But it's not nice to assume too much just on type. Especially personality-wise. Right?"

"Oh, of course not. You know I know that, Twilight. After all, it's not as if unicorns are all snooty, stuck-up, class-obsessed prima donnas who abhor dirt and physical labor. How silly is that?" Rarity says.

"Uhhh..." Twilight and Fluttershy say in unison.

"There! Finished! Open your eyes!" Rarity says with undisguised excitement.

Twilight does. And then opens them wider, shocked at what she's seeing in the mirror.

"Wow!" she gasps out. "I look... *good*."

Rarity giggles quite smugly. "Indeed you do." She leans in close to Twilight's shoulder, making eye contact through the mirror. "Some of my best work, if I may say so."



Twilight mutters something affirmative. She's a little lost, just staring at herself. It's strange – she doesn't really look different. It's still her, same mane style, same face, same eyes, but... better, somehow.

"I look *really* good," Twilight says, far too astonished to be mistaken for bragging. She turns to Rarity, just on the edge of hugging her. "I don't know how you do it."

"Yes, well... don't thank me. There's only so much that gilding a lily can do," Rarity says.

"Huh?"

But Rarity darts away and busies herself preparing to make up her own face. Twilight shrugs it off and goes back to being amazed at how good she looks.

*I'm definitely getting Rarity to help me out before my first Luna date.*

Twilight sighs, watching a much-prettier-than-usual version of herself in the mirror. She never once in her life really felt beautiful, before she met Rarity. She turns and watches the elegant white unicorn daintily going through her own makeup routine, and idly wonders why Rarity even bothers.

*If anypony didn't need it...*

She smiles quietly. Then she frowns when she remembers the conversation they were having.

"Wait... so what do they do?" she asks.

"Hmmm?" Rarity doesn't even look over.

"Our dates?"

"Oh! Oh yes, of course." Rarity blinks a few times. "Something about farm work, naturally. Contracting or some such. It sounded a little dull. I wasn't listening too closely to that part."

"Farming, huh?" Twilight says. "Both earth ponies, then."

"Now who's generalizing?"

Twilight gives her a look, and Rarity returns fire with a sidelong clever smile.

"I thought you only liked unicorns?" Fluttershy pipes up from behind them.

"Did I say something wrong? Why are all my friends making me out to be some sort of racist?" Rarity rolls her eyes, somehow still expertly applying her own eye shadow.

"No... no, I'm sorry. It's just that you always used to talk about –" Fluttershy starts to say.

"There's nothing wrong with mixing it up a little," Rarity cuts her off. "Lots of ponies do it. It's becoming quite fashionable, really. Besides – you know what they say about earth ponies."

Rarity makes a sneaky smile and bounces her eyebrows at Twilight, just once. Fluttershy recoils into her bangs and furiously sucks at her juice box.

"I do?" Twilight cocks an eyebrow.

"Although I must admit, I do have a certain affinity towards the idea of a unicorn mate. Not just for aesthetics, mind you. There's a certain..."

Rarity stops gluing fake eyelashes on. She stares off into space quite thoughtfully for a moment, then turns to Twilight. Twilight stares down as Rarity rests a hoof tenderly on her shoulder, then looks up and freezes in beautiful, blue headlights.

"There's just a certain something. Between us unicorns. Some things other ponies wouldn't understand."

Twilight holds her breath, hearing her heart picking up in her ears. She's caught in Rarity's gaze, unable to look away.

Thankfully, Rarity does it for her. Twilight lets her breath out and follows Rarity's eyes. Fluttershy is pouting a little on her seat, looking away.

"Oh, Fluttershy!" Rarity overdramatically leaves her makeup and settles down, hugging and cuddling against the yellow pegasus. "Don't worry about that latecomer. You'll always be my number one mare."

Fluttershy nestles into Rarity's arms with a smile, contentedly sipping her juice. Twilight just watches them with a dopey smile of her own, her heart thoroughly warmed. It's something else she's been learning lately – how strong a friendship can get over time.

*And those two have been friends for...*

She doesn't even know, really. Years?

*How much longer until I graduate to cuddling like that?*

She stares as Rarity and Fluttershy share a quite tender nuzzle, suddenly very aware of the feeling of make up on her face. For some reason she can't even begin to untangle, she tears her eyes away.

"Sorry, Twilight," Rarity says. "Spa and tea party sisterhood. It is quite sacred."

"I know." Twilight rolls her eyes, still smiling.

"I think she's at least an honorary member by now," Fluttershy whispers.

"Of course she is!" Rarity pats a hoof on the nest of cushions, beckoning Twilight over.

Twilight gets up and joins them, feeling just a little cheesy, but happy to be included. She sinks into the plush cushions next to Rarity, not quite joining their snuggle fest.

"Fluttershy, when did you move to Ponyville?" she asks.

"Hmm?" Fluttershy looks over with a loud slurp at her straw. "Just a few years before you."

"And we've been the best of friends ever since she did." Rarity nuzzles her one last time. Then she puts on a look of grave concern. "I'm so sorry again that I didn't find a date for you tonight as well."

"Oh, no..." Fluttershy cringes obviously, crushing her empty box in her hooves. "No, that's okay."

"So rude and selfish of me. Setting myself and Twilight up with two dashing earth pony stallions, and leaving you out in the cold."

"Dashing?" Twilight cuts in. "I don't even know if they are. This is so strange – it's my first date, and it's a blind date. It's so..."

"Exciting, isn't it?" Rarity nudges Twilight with a hoof. "Like unwrapping a present. Who knows what manner of handsome hunk you'll be presented with?"

Twilight looks down at the cushion, feeling a familiar wave of nervous awkwardness wash over her.

*What if he's not handsome? What if he is? Does it even really matter?*

She tries to picture her date, or at least what she hopes her date will be. Nothing really comes. She can see herself and Rarity out for dinner, chatting and laughing and having a great time.

*But it won't be like that... we'll be busy getting to know someone new. Right?*

Maybe he'll be nice. Maybe he'll be interesting.

*Too scared to accept?*

She smiles and remembers a pair of green eyes. Just like Applejack's.

"...and mine has the most darling little stripe of white running down his snout. A real natural set of colors. His family must be from Trottingham."

"Huh?" Twilight realizes that Rarity has been droning on.

"Of course I didn't see yours, but he's most likely similar. I must say, there's something quite appealing about the more rustic colors one finds with earth ponies sometimes. Subtle... subdued. Understated. It really accents their *earthy* charm."

Rarity giggles smugly while lightly elbowing Fluttershy. Twilight just raises an eyebrow while Fluttershy does her best to not react at all.

"Oh, will you listen to me go on? I really am becoming my mother. Ugh," Rarity says to Twilight, making a show of shuddering. She turns back to Fluttershy. "Speaking of big, handsome earth ponies... did you stop by Sweet Apple Acres today?"

Fluttershy's eyes pop open wide. "Um... yes," she says.

"Wonderful! Tell me everything. Did you see him?" Rarity scoots closer to Fluttershy somehow.

Twilight rolls her eyes, despite what she was thinking a moment ago.

"No... I just talked to Applejack," Fluttershy mutters, hanging her head low. "He was sleeping."

"Sleeping?" Twilight says. "In the middle of the day? I figured he would be out working with Applejack."

Both her friends turn to her with blank faces.

"Working? Darling, I thought you knew that he's been... Ah!" Rarity jumps in place.

"He was napping!" Fluttershy blurts out, nodding and grinning unnaturally. "Because... he was working so hard! I mean Braeburn." Fluttershy narrows her eyes at Rarity.

"Oh?" Rarity blinks a few times. "Oh! Oh yes, yes indeed. Braeburn." She looks back and forth a few times. "Oh! Braeburn! Your other hot prospect." She bounces her eyebrows at Twilight.

Twilight forgets her confusion long enough to heave a long, eye-rolling sigh.

"Uh... did you speak with Braeburn? When he woke up, that is," Rarity asks Fluttershy.

"A little bit. He's kind of loud. But he's nice," Fluttershy says.

"Did you ask Applejack if he's... available?" Rarity says while shooting Twilight a knowing look.

"Tell me you didn't," Twilight says.

"Um... I... didn't?" Fluttershy says with a big, fake smile.

"Good girl! And...?" Rarity practically squirms on her seat. Twilight just puts a hoof to her forehead and shakes her head.

"She thought I liked him. I told her I didn't, and she said she believed me, but she didn't believe me..."

"Ha! Oh – sorry, Fluttershy, that's just so silly of her, considering... um... something."

Twilight stares at them both, squinting a little.

*What in the world...?*

"But he is single. I think," Fluttershy says.

Twilight's thoughts derail completely, and she perks up more than she would've thought possible.

"Aha! I saw that!" Rarity crows in triumph.

She feels herself turn bright red as she tries to pretend that Rarity saw nothing.

"So you do like him. I thought so – it looked like you two were really hitting it off, as it were."

"No! No... come on. I mean, he's nice and all," Twilight says.

"He is nice. Quite the charming gentlecolt," Rarity says.

"You don't like earth ponies... like that?" Fluttershy asks.

"No! I... well... I don't know," Twilight says.

"Well what kind do you prefer?" Rarity asks, looking strangely concerned.

"Uhhh..."

*Alicorns? Of the royal variety?*

She gets a rather naughty smile and opens her mouth to say it, but stops short when she sees Fluttershy.

"Um... I've never really thought about it. It's more about the pony, isn't it? You know, who they really are? Inside?" she says instead.

"Oh, yes, naturally. That is what's really important, after all," Rarity says, looking a little uncomfortable. Fluttershy just nods a few times in approval.

"And Braeburn – he does seem nice. But I don't really know him," Twilight adds.

"Remember when he stayed with us in Appleloosa?" Fluttershy joins in. "That was nice of him."

"Yes, during that silly battle," Rarity scoffs. "What a bunch of brutish nonsense."

"Rainbow Dash said he was just being a big chicken," Twilight remembers.

"Well of course *she* said that." Rarity glares. "Applejack had to practically tie her down to keep her from running off. What was it Applejack said about him?"

"She said he's like me. Wouldn't hurt a fly," Fluttershy says.

"Yeah..." Twilight trails off, slowly recalling the whole thing.

*Gentlecolt to the core. That's what she said – runs in the family.*

The males, anyway. Applejack had been quick to point out that she had beaten up Braeburn and Big Mac, on several occasions. When they were all foals, of course.

"Huh," Twilight says.

"I think that speaks very highly of him, honestly," Rarity says with her snout in the air. "I should think you would understand, Twilight. With your skills you could have turned the tide of that whole thing. But you refrained."

Twilight nods very seriously. "Magic is never to be used for violence. Only in the most dire cases of self-defense would it ever be excusable," she recites.

Twilight and Rarity nod in unison, at nothing in particular.

"...Or maybe he is just like me. A big chicken, I mean," Fluttershy says.

"Oh, stop that. That's mean. To both of you," Rarity says as she strokes a bit of Fluttershy's mane. "Besides, unless our good friend here is planning on traveling to Appleloosa anytime soon, this is all a moot point. We have some other males that we shall dazzle with our beauty and poise!"

Rarity hops up from the cushions and goes back to her makeup with a flourish, humming tunelessly.

*Huh... beauty and poise.*

Twilight feels eyes on her and turns to see Fluttershy giving her a weird look. She turns back and realizes that she had been staring at Rarity, letting her eyes linger while the white unicorn delicately applied eyeliner.

*I... wait... huh?*

Again, her eyes kind of linger on their own – Rarity is levitating a small mirror close to her face, concentrating on the detail work, and Twilight unconsciously strains to catch a better glimpse of her eyes in the reflection. There's something fascinating about the...

Rarity meets her stare in the mirror. Twilight freezes again and almost gulps loudly. Rarity puts the mirror down and turns around.

"I hope I'm not... oh, this is silly." Rarity hems and haws, chewing her lip and glancing away. "You must be so nervous. I'm sorry, I'm just so excited about tonight. You do want to go out with me, don't you Twilight?"

"Huh?" Twilight jolts, right on the edge of breaking out into cold sweat.

"Tonight. With our dates. I don't want to pressure you into anything, I just..."

"No! I mean, yes! Yes, this is a good idea! I'm excited," Twilight nods furiously.

"Good! Good, I just want you to have fun tonight." Rarity goes right back to her mirror.

Twilight quietly lets out a breath. Again, she feels someone's stare and turns to see Fluttershy, this time cocking an eyebrow at her. Fluttershy raises her juice box, not looking away, and goes to sip at the straw.

"Hmm? Oh." The box is empty. Fluttershy deflates a little.

Twilight stares down at her hooves, feeling a weird mix of feelings she can't put a hoof on.

*What is going on with me?*

"Maybe I am a little nervous," she says out loud.

"I'm nervous and I'm not even going," Fluttershy says.

"That's perfectly natural – for Twilight, anyway," Rarity says, not looking over from powdering her snout. "But darling, I'll be there with you. You have nothing to worry about. We're going to have a lovely time!"

Twilight smiles a little, feeling some confidence well up out of nowhere.



"Maybe your date will be really nice," Fluttershy says.

Twilight smirks, snorting something just on the edge of a chuckle.

*Maybe he'll be a tall, dark, moon goddess.*

"Maybe he'll be well-read. Intelligent. Wouldn't that be interesting?" Rarity suggests.

"Yeah..." Twilight trails off.

*Maybe he'll be...*

She sees a dashing young stallion in a cowboy hat, lasso in his teeth. His open vest ruffles in the wind, back-lit by an adventurous desert moon.

*...interesting?*

She shakes her head, coming back to Rarity's Boutique. Fluttershy is still giving her a suspicious look, so she pretends to casually look at nothing and finds herself watching Rarity again.

*Or maybe he'll just have poise.*

• • •

It's dark out, again, and again Twilight is looking up at the moon. She almost wishes Luna had been watching her tonight – it would save Twilight the trouble of writing about it.

She walks with Rarity, slowly ambling down one of Ponyville's side streets. Neither of them has said a word since they ditched their dates. Twilight can still see the stunned looks on their smug faces as Rarity very pointedly bid them goodnight.

They are alone – most of the houses they pass don't even have any lights on. It was already late when they met the two stallions for dinner, and the meal stretched on and on.

They keep walking. Their hooves make soft *thuds* on the grass, and crickets chirp all around them. At long last, Rarity breaks their silence.

"I'm sorry," she says.

"It's not your fault. You didn't know," Twilight says, smiling.

"I didn't. He seemed perfectly normal last night, but this was just horrid. I feel awful, dragging you along for such a disaster."

Twilight laughs a little. "Rarity, it's fine. This is all about learning, right? Well I learned a lot tonight."

Rarity sighs. "Learned a lot about what can go wrong, perhaps. I swear I haven't met anyone so boorish since the Gala."

"This is a lot like the Gala. I mean, just because everything went wrong doesn't mean we didn't have some fun," Twilight says. Rarity just keeps walking, looking at her hooves. Twilight is trying to think of something else that might cheer her up, but Rarity speaks again before she can.

"It was funny when you started making up words and he pretended to know what they all meant," Rarity says, smiling weakly.

Twilight turns away, trying to hide her frown. She isn't exactly proud of having done that, but...

*It was kind of funny.*

She remembers being so *mad* at him. He had asked her what she did in town, and they talked about the library, and then he mentioned that new history of Canterlot that just came out...

*SUCH a good read!*

For just a few minutes, she had thought that maybe, just maybe, he was nice and interesting and she might like him. But it had quickly become obvious that he hadn't even read it.

*Or any book, for that matter.*

She wearily shakes her head at the memory of his awful attempts at posturing. Then she shakes her head more as she remembers the obnoxious bragging, the chauvinistic comments, the clumsy joke about her haircut...

*Maybe Fluttershy was right about pegasus stallions – no, come on, don't think like that. He's just one jerk.*

She snaps herself out of it and looks over. Rarity is still walking beside her, frowning. Probably going over her own memories of the evening. She looked so happy earlier, before. Practically glowing.

"It was amazing when your date finally realized you were making fun of him. That face he made was priceless," Twilight says, forcing a smile.

"It didn't stop him from making that... *lewd* proposition," Rarity says.

They both pause, looking at the stars as they walk.

"Yeah, they were pretty awful. I wouldn't have agreed to that even if I had liked them," Twilight says. "Is that normal? Do all stallions expect that on a first date? It seems too fast."

"It is much too fast, and not acceptable at all."

"Okay then. Good to know."

"It's not even too fast. Most ponies would *never* agree to that kind of group activity."

"Oh," Twilight says, looking away.

"I mean, can you imagine? Us, making love to those dolts, all in the same room? In the same bed?"

"Yeah, that would be, uhhh... bad. With them," Twilight says, forcing images out of her head.

Rarity says nothing. She's back to watching her own hooves, almost dragging them on the wet grass. She looks completely miserable.

"You look really good tonight. Your hair is very pretty. You should wear it like that more often," Twilight says. Rarity is wearing her hair up for once, pulled back on top of her head in a pile of loose coils.

"Thank you, dear," Rarity says. "I'm just so, so sorry. I know you haven't dated before, and I wanted this to be special for you. For us. I feel like I've gone and put you off the whole idea."

"Don't be silly. I've got Luna to look forward to, after all," Twilight says. A slow smile spreads across her face, her head filled with long, imaginary nights spent talking with an all-knowing goddess.

Rarity slowly smiles as well, her posture recovering. "I so envy you, you know. I used to be so sure I had my dream stallion figured out. And then the Gala happened and... well it happened, anyway," Rarity says, sinking back into a frown.

Twilight's chest aches a little at the sight of it, far eclipsing how disappointed she was by their dates. Sure, they were rude idiots, but she'll never see them again. But for some reason, Rarity looks heart-broken.

"That was a while ago. You're still upset about it?" Twilight asks.

"Not really," Rarity sighs. "I just feel like I don't know where I am any more. I was starting to give up hope that I would ever find my one-in-a-million, true love gentlecolt. But then you came along with your new mission and I felt it again. All those hopes I had pinned on that stupid Prince. I just know there's someone out there, somewhere, who can live up to them."

"Well, I envy you, too. I'm so lost unless I'm thinking about Luna. I couldn't even tell you if I like mares or stallions. But you're so sure of what you want."

"Hmm... I suppose so, in a general sense. I'm not so sure of the details these days," Rarity says. They stop walking. Carousel Boutique looms in front of them, almost glittering in the starlight.

"Well, this is me. I feel awful just calling it a night, after such a disappointing dinner," Rarity says.

Suddenly it feels like the night was very short. Twilight tries to think of a polite way to invite herself in. She stares at Rarity's expertly styled mane, the elegant curls layered on each other perfectly, a few delicate tendrils hanging down around her friend's face. It's a beautiful frame for a sad, lonely painting – her friend heaves a resigned sigh, still staring at the grass.

*Poor Rarity...*

"Are you going right to bed?" Twilight says. "I'm not really tired."

"I suppose I am rather 'up' myself. Do you want to come in? I still have these chocolates the rude one gave me. We could at least make a night out of those," Rarity says, levitating the ribbon-wrapped box from out of her purse.

"That sounds nice," Twilight says.

Rarity unlocks the door of her boutique and leads Twilight through the lower floor. Twilight glances around at the dark store, not recognizing anything. Moonlight pours in through the large windows and makes strange shadows across and around the dress forms, unnerving her a little. She's relieved when they finally make their way upstairs and into Rarity's private room.

Rarity uses her magic to quickly light a few candles, and gestures towards her extravagant canopy bed.

"Just make yourself comfortable. I'll be a moment."

Twilight flops down on the bed, sighing. It's plush and soft, and she sinks deep into the blankets. She turns to see Rarity taking off her outfit, her horn glowing, the laces on her back undoing themselves. She stares as the silky cloth slides off of her friend's body, then jerks her eyes back to the blanket, feeling embarrassed.

They usually don't wear anything at all. Why should she feel strange watching Rarity undress?

Suddenly her own saddle feels heavy and chafes at her back. She shucks it off, tossing it on the floor next to the bed. By the time Twilight is disrobed, Rarity is gracefully settling near her on the bed, wearing a fluffy pink bathrobe Twilight has seen before.

"Is that...?" Twilight starts to ask. Rarity is pouring them each a glass of dark red wine, and she levitates a glass over to Twilight.

"Just a simple little Marelot. One of my favorites. It's divine with chocolate," she says as she sets the box of chocolates between them.

Twilight grasps the glass with her magic and takes a small sip. It's sweet, with just a little bite of alcohol in the taste, and leaves a pleasant burning on her tongue.

"Mmmmm," she moans.

"Oh you must try them together. Trust me." Rarity smiles at her, biting into one of the chocolates and moaning a little herself.

Twilight floats a chocolate up to her mouth and bites into it, the taste mixing with the lingering burn of the wine. "Mmm!" she moans again. "Wow."

"Isn't it lovely? He may have been an oaf, but it seems he had a good eye for chocolate."

"Mmmmmhmm." Twilight is barely listening as she downs another wine-and-chocolate combo. But then something snaps her to attention.

"Mmmmm," Rarity moans loudly as she sips some wine, mixing it with chocolate in her mouth.

Twilight's ears twitch and burn. She freezes, still holding the glass up to her lips, sneaking a peek to the side as Rarity chews.

Rarity moans again, a little quieter. But it's still... something. Not dainty or theatrical, like Rarity usually sounds. It pools in Twilight's ears, running hot down her neck and between her shoulders.

*That's probably what she sounds like when she's...*

"My, that really is lovely," Rarity says.

"Heh, uh... yes. Yes it is," Twilight averts her eyes, trying to focus on her own glass.

They spend a few moments just enjoying dessert, contentedly chewing and sipping. The only sounds are the crinkle of chocolate wrappers and the occasional muffled moan. Twilight silently gives thanks for having food and drink to ward off awkward silence. Her mind is strangely blank, buzzing with some kind of tension.

Finally, Rarity refills her glass and turns to Twilight.

"Can I ask you something?" she says.

"Mmm?" Twilight says, her mouth full of chocolate.

"Why did you come to me first? For advice. About dating," Rarity says.

Twilight swallows and clears her throat. "I asked Rainbow Dash, too," she says.

Rarity pauses, considering this. Before she can say anything Twilight continues.

"But you're right, I was going to ask you before anyone else."

"Why? You think I'm... experienced, don't you?" Rarity says.

Twilight thinks for a moment. Was that really the reason?

*Right? I mean, I didn't even really think of that until after.*

But that's still why. Somehow.

*Of course it was. Wasn't it? Why else would I go right to...?*

She looks up and gets lost for just a second in the pale curve of Rarity's neck disappearing into her elegantly styled mane. Her eyes wander over, and she panics a little when she realizes Rarity is staring at her, still waiting for a response. Rarity raises her eyebrows.

"Well, you do seem to know more about romance than any of our other friends," Twilight says quickly, trying to fill the silence. "And you're the only one I've heard really talk about it before. I guess I did just assume. Is that bad? I didn't mean it in a bad way."

Rarity takes another drink, frowning. She doesn't seem to notice the slight blush Twilight can feel on her own cheeks.

"Everyone assumes that about me. Because of my looks, I suppose," Rarity says.

"I didn't mean to offend you," Twilight says.

"You didn't. I know you mean well, Twilight." Rarity drinks again, not quite frowning any more.

"Was I wrong? I never really asked about you."

"As a matter of fact, you were wrong. I've never dated much, and when I did it almost always went like tonight. And I can't tell you anything about making love because I've never done it."

Twilight snaps her head up from her wine glass. "Really?" she says. "I mean... really?" she asks again, much quieter.

"Really." Rarity gulps down more wine. "You keep looking up to me for advice, and I want so badly to help you. But all I know of love are my silly dreams and my silly romance books and too many dates with dumb colts more interested in my rump than anything else." Rarity glumly swirls what little wine is left in her glass.

"But isn't it normal to have done it... by our age? I thought I was strange."

"I suppose it is. But you know I won't ever settle for anything but the best. And I just haven't found the best yet." Rarity sighs, eyes downcast. Twilight is suddenly gripped with the desire to reach out and stroke her mane, touch her, feel her, comfort her somehow.

*DO something!*

Kiss her!

*WHAT?*

Twilight almost jolts in place. She's not entirely sure where that came from.

*What am I...? Just say something! Make her feel better!*

"You know, that's not actually why I came to you first," Twilight says.

"Oh?" Rarity perks up.

Twilight draws her hoof along the rim of her glass, choosing her words.

*Because after Princess Luna, you're the most beautiful...*

Do NOT say that.

*Most refined? Approachable? Loveliest mare in Ponyville?*

What is *wrong* with me?

*I want to run my hooves through your hair while you run your tongue down my...*

Twilight closes her eyes for a second, hard.



"I guess I just feel comfortable with you," she says. "Talking with you. I knew we could talk about this and it wouldn't feel awkward. You've always given me such good advice before, and... what you think is really important to me."

*There. That sounded pretty good.*

"Oh Twilight!" Rarity smiles at her, her eyes shining. She scoots over on the bed and nuzzles Twilight's neck. Her silky mane brushes against Twilight's snout, and Twilight takes in a sharp breath of surprise, inhaling the scent of some kind of fresh fruit. Probably just fancy, expensive shampoo.

"If you were a stallion, I'd kiss you! None of them ever seem to care about what I think," Rarity says. She's sitting right next to Twilight now, and Twilight can feel her fuzzy bathrobe rubbing against her body. Her heartbeat picks up a little. There's something exciting and terrifying about how close she is, the feel of Rarity's warm body against her.

"Heh... well if I was a stallion I'd take you on a nice date. And I wouldn't make any lewd proposals," Twilight says.

"That's a shame. There's a time and a place for everything." Rarity finishes her glass.

Twilight is amazed to find her mind racing, wondering when and where exactly one should make a lewd proposal.

"Thank you, Twilight. I must admit I was quite put out earlier. You've made me feel ever so much better," Rarity says, refilling her glass yet again. "I'll stop being so gloomy and serious now. We should be having fun! Like one of your slumber parties."

"Well it's just the two of us. This feels more like a date than a party. It's better than earlier, anyway," Twilight says.

"Ha! Well you know I treat my mares right," Rarity boasts, sipping more wine.

"But it can't be a date, because we would be... I don't know, kissing I guess. Heh heh. None of that at slumber parties with friends, right?" Twilight says, folding her ears back and blushing a little.

"Well I wouldn't be so sure of that," Rarity says matter-of-factly.

"Huh?" Twilight's ears perk back up, and her heart skips a beat.

"When I was a filly, I swear *every* sleepover would end up with my friends and I talking about colts and playing 'spin the bottle' and practicing kissing with each other. Frankly, I'm surprised it wasn't in your book."

"Oh." It was in the book, but at the time Twilight had been too embarrassed to do anything but skip over that chapter. She hadn't believed it to be true, in fact. Why would someone just kiss their own friends?

"So you – with other fillies?" she asks.

"Of course. Plenty of times. It's funny, looking back. I think I kissed my friends more than I've kissed anyone else."

"Well, that's... interesting," Twilight says.

"You never did? Oh, of course you didn't. It's just a silly thing fillies do with their friends sometimes. We all grow out of it."

"Oh," Twilight says. Her face feels hot, and then there are words coming out of her mouth, all on their own. "Because I thought maybe... I mean... since I never got to try."

She freezes again, completely astonished.

*What? WHAT?*

Rarity stares at her, half-listening, looking a little dazed. Then it hits her, and her eyes go wide.

"Haha, Twilight! How very forward of you!" Rarity smiles, downing the rest of her wine in one gulp.

"Sorry! Sorry, forget I said anything." Twilight turns away, right on the edge of panic.

"No no, this is a good idea," Rarity says, floating both their glasses to a nightstand.

"It is?" Twilight's heart just about stops.

"Of course it is. Just a little fun. I've done this dozens of times. And if it will help you, all the better. Now come here." Rarity shifts her weight, turning her body a few degrees so they face each other head on. Twilight tenses up, trying not to stare too intensely at her friend.

"Um – oh! Hey," Twilight says as Rarity puts her hooves on Twilight's shoulders. She glances away.

"I'll be the male first, and then you can try. There's really not much to it." Rarity scoots closer. Twilight can feel her friend's breath on her cheek, smell the sweet sting of wine. Their horns are almost touching.

"First you take your lover in your arms, like so. Then you look them right in the eye and hold that for a moment, that's critical. Twilight?"

Twilight turns her head, and their eyes meet. Rarity looks at her, into her, for what feels like forever. Her big blue eyes are so soft, lids half-closed, just staring. Twilight's heartbeat is roaring in her ears.

"Then you just..." Rarity closes her eyes and leans forward. Twilight's eyes shoot open wide as their lips touch. She quickly closes her eyes and opens her mouth just a little, feeling Rarity do the same. She shudders as Rarity's tongue lightly caresses the edge of her lips, barely poking into her mouth. Rarity's hooves caress her withers, holding her in the kiss.

Rarity breaks the kiss, and her forelegs slide away. Twilight opens her eyes, trying hard to keep from panting.

"There! A classic kiss. Simple, really." Rarity smiles at Twilight.

"Wow," Twilight whispers out. Her head is buzzing. Her horn tingles.

*My first kiss!*

With a not-moon-goddess, anyway. It was so different from Luna. Luna's kiss was overwhelming, otherworldly. It's hard to even remember what it really felt like. Dreamlike.

Kissing Rarity was the complete opposite. It felt hot, wet, *real*, flesh against flesh and saliva mingling. It was *amazing*.

"Twilight?" Rarity says.

"Huh?" Twilight shakes her head, coming back to her senses.

"Are you alright?"

"Yes. Yes! I'm fine. I'm very fine. That was... that was really something."

"Yes, well, I do have that effect on ponies," Rarity says, giggling. "I believe it's your turn now."

"My turn?"

"To kiss me."

Twilight's ears droop as her eyes go wide. Her stomach suddenly goes weightless, floating around inside her chest.

*Pull it together! This is fine. It's all fine. Just practice.*

Right. Practice.

"Right... Right! Okay. So, I just..." Twilight scoots forward, placing her trembling hooves on Rarity's shoulders. One hoof darts higher on its own, caressing some of Rarity's mane. It feels smooth and soft, she just wants to bury her face in it.

"Stroking the mane! Very nice, Twilight," Rarity says.

Twilight blushes. She's holding Rarity now, their snouts almost touching. They stare into each other's eyes. Twilight freezes up, completely lost in the moment.

"Good, good. Now the kiss." Rarity closes her eyes and purses her lips.

Twilight tries to move her neck and finds herself stuck in place somehow. Her hooves tense around Rarity's shoulders, feeling the fine hairs of her white coat. Rarity waits, completely still. Twilight forces one of her hooves to move and it takes off, stroking at the back of Rarity's head, running through her friend's glorious purple mane.

Rarity pops one eye open.

"Is something wrong?" she says.

"No! No, nothing," Twilight says, neck still frozen. "I'm a little nervous, I guess."

"Darling, please. This is just you and me. You have nothing to worry about." Rarity resumes her kissing pose.

"Could you... do me a favor?" Twilight asks, wincing.

"Anything, Twilight," Rarity says, not opening her eyes.

"Wouldyoumindputtingyourhairdown?" Twilight says.

*What? Are you crazy? She's going to figure out –*

What, exactly? Figure out what?

*This is PRACTICE. Just practice.*

Rarity slowly opens her eyes, smiling. She looks right at Twilight, not moving her gaze at all as she magically floats the pins out of her hair. The coils of mane fall around her face in a mess, and she whips her head side to side. Her mane dances around her, some of the hair even whipping Twilight in the face. Twilight bites her lower lip to keep a squeal in. Rarity stops and bats her eyes at Twilight.

"Is that bet– mmmfff!"

Twilight lurches forward, hungrily pressing their lips together. She forces her tongue into Rarity's mouth, holding her arms tight around her friend's neck, squeezing closer.

"Mmmm?!" Rarity makes some alarmed noises. Her whole body tenses up.

Twilight ignores it, caressing Rarity's tongue with her own. She moves a hoof into Rarity's long locks of hair, stroking it as she presses their snouts together hard. She feels Rarity's muscles slowly relax, feels Rarity's tongue start to respond in kind. They hold the kiss for long seconds, massaging their tongues together.

Finally Twilight breaks the kiss and releases Rarity. They're both blushing and panting, looking down at their hooves.

"Well! Twilight. That was..."

"Sorry! Sorry, I just... got caught up. In the kissing."

"I should say so."

Twilight fumbles with her hooves, unsure of what to say.

"That was excellent. Especially for such a beginner," Rarity says.

"Oh?" Twilight dares to look her friend in the eye.

"Indeed. Very passionate. Although I must say it was a bit rough for me. I usually prefer mine to be more gentle."

"Oh."

They both sit in silence. Twilight stares at Rarity's mane, trying to resist just leaning over and smelling it.

"Well?" Rarity says.

"What?" Twilight winces again.

"You may try again. If you would like. For the practice," Rarity says, looking far too composed.

Twilight feels butterflies in her chest. She starts to move forward but halts.

*Just practice just practice it's okay everything's okay.*

Rarity flashes her a coy smile, her hair waving. Her eyes send shivers up Twilight's back and neck.

*Do it do it she wants you to do it!*

Twilight leans forward, nuzzling Rarity's neck, moaning a little as Rarity's dangling locks slide over her face. She wraps her arms around her friend's shoulders again, hugging her close. She breathes deep and feels strands of hair cling to her nose, taking in that same, sweet, fruity smell from before.

Twilight feels Rarity slide her arms up onto her back, one hoof stroking her mane, the other resting on her withers. She kisses Rarity's neck, relishing the feel of warm, supple skin under her soft coat.

"Ah!" Rarity gasps. Twilight feels her friend's chest shift with the sharp intake of breath.

Twilight kisses Rarity's neck again and again, moving up and down. Her face is surrounded by Rarity's soft, thick hair, and it's driving her crazy. She feels that pressure again, building in her whole body, concentrated between her legs. She moves up, planting a kiss on the base of Rarity's ear. Then, completely on impulse, she gently bites the ear, nibbling on the warm rubbery flesh.

"Oh, Twilight, that's lovely," Rarity moans. Twilight feels light kisses on her own neck. Rarity darts her tongue out with each kiss, leaving a trail of wet spots up Twilight's neck. Twilight shudders, feeling heat flushing all over her neck and forehead.

Suddenly Rarity takes Twilight's face in her hooves and pulls her up, face to face. They kiss immediately, each fighting to slide their tongue into the other's mouth, mashing them back and forth. They break away and freeze, staring at each other.

"That... was much... better," Rarity says between heavy breaths.

"It feels... so... *good*," Twilight says.

"It's been so long... since I've done anything like this," Rarity says.

They slide their arms off each other, just sitting again, catching their breath. Twilight notices now the growing wetness between her legs. She looks at Rarity. Her friend is pretty disheveled, hair a wavy but attractive mess, face flushed.

*KISS HER MORE*

WHAT is going on here? I can't, I... what about Luna?

*She wants you to do this!*

But I don't love... not like that!

*But I want her. I WANT her. Right NOW.*

Twilight pants even faster, lust coursing through every vein.

"Twilight, you look positively ravenous. You look... haha... you look like you're going to pounce on me at any second," Rarity says.

She feels a sudden burst of courage. That pressure is coiling up inside her, demanding, driving.

"Well, maybe I am. Is that – I mean, is that... do you...?" Twilight scoots forward, resting her hooves on Rarity's.

"Um..." Rarity looks away, biting her lip. "You know I'm not like... that."

Twilight's heart sinks. She starts to stammer, trying to think of something, anything, to change her friend's mind. Rarity raises her head and their eyes meet again – she freezes Twilight with a determined look.

"Usually," she says.

She grins and dives forward, and Twilight is lost again in warm, wet pleasure. Twilight rolls to her side, pulling Rarity with her, locking together belly to belly. They hold a long kiss. Twilight runs her hooves through Rarity's hair, pressing her body against her friend as hard as she can. The furry trim of Rarity's bathrobe tickles her skin. She can feel the heat of their loins mingling between them, increasing as Rarity squeezes harder against her, pulling at Twilight's hips with her hooves.

Rarity begins feverishly kissing up and down Twilight's neck, occasionally dipping down onto her shoulders and chest. Twilight moans and pushes her face into Rarity's mane, kissing the top of her head and the base of her horn, gently rocking her hips against her friend. Her hooves move around almost frantically, rubbing all over Rarity's back and neck, and without even thinking she starts sliding the bathrobe down Rarity's shoulders.

"Twilight... I... I..." Rarity cradles Twilight's face in her hooves, looking at her with watery eyes. She nuzzles Twilight's face with her own. Twilight feels her legs part as Rarity slides her own leg between them, rubbing their crotches together. She can feel wetness, not her own, running onto her leg, and she squeezes Rarity tightly with her arms and thighs, chewing on her ear.

They lie like that for what must only be minutes but feels like hours, eagerly pawing and kissing and grinding against each other. Twilight is tingling all over, slowly going mad, every moment of delicious friction winding that pressure between her legs tighter, until she just can't take it any more.

"Rarity!" she says, pulling her head back so they can look at each other.

"...Yes?" Rarity says, chest heaving.

"Would it be okay if I... looked at you?" Twilight says, gripping Rarity's bathrobe in her hooves. Rarity looks shocked for just a moment, but it slowly melts into a smoky gaze.

"You wish to gaze upon my... most private beauty?"

Twilight forces herself not to roll her eyes. "I've never seen anyone else's," she says.



Rarity leaves their embrace and sits up, magicking her bathrobe off and tossing it onto the floor.

"Very well. But please be respectful. My body is a temple, Twilight."

She poses calmly, her nose up in the air, eyes closed, forelegs folded. She straightens her hind legs, lifting her rump. Then she raises her tail, swishing it invitingly over her haunches.

Twilight moves over and sits behind Rarity, staring directly at her exposed sex. Her eyes slowly slide over the bounty before her, taking in her friend's finely-toned flanks, her nether lips, shining with moisture, the pert little anus just under the tail base. Rarity swishes her tail again, brushing Twilight's snout.

"I trust you are impressed?" Rarity says, smiling at Twilight over her shoulder.

Twilight just mumbles some vague noises. She leans closer, nose almost touching Rarity's folds, and sniffs gingerly. The tangy smell of her friend's arousal overwhelms her and she shudders, mouth watering.

*Kiss her kiss her KISS HER DO IT*

She closes her eyes and gently presses her lips against her friend's most private place, sticking her tongue out a little.

"Twilight!" Rarity's whole body jumps and she slams her rump down, curling her tail around defensively.

"Sorry! I'm sorry!" Twilight yells. The taste was just like the smell – her body is screaming for more. "Too far?" she asks.

Rarity sighs, slowly lifting her haunches again. "...No. It felt amazing. You... you startled me," she says reluctantly.

Twilight stares again. The taste lingers on her tongue. Somewhere, in the back of her head, a small voice is trying very hard to observe the details, to note the pink inner folds starting to poke out, parting Rarity's opening just slightly.

Twilight barely hears it. Her head is buzzing with lust, and all she can think about is touching her, tasting her, making her moan.

She closes her eyes and plants a kiss on one of Rarity's haunches, relishing the twitch of the muscle and the small gasp her friend gives. She moves all over Rarity's rump, kissing the firm flesh, then runs her tongue up the inside of both thighs. Rarity's tail swishes back and forth, whipping Twilight's horn, and the feel of the silky hair over Twilight's hard point makes her hips shudder.

"That's much better," Rarity's voice floats to Twilight out of nowhere. Her whole world is the flesh in front of her. Twilight reaches her hoof down between her legs and moans as she starts rubbing herself off, just as she's been practicing.

She pushes her snout into Rarity's mound, running her tongue up and down over the lips. Rarity's wetness soaks into her nose, her mouth, her tongue.

"Mmmm." Twilight's moan is muffled, her mouth full. Her eyes squeeze shut, hard.

*This is AMAZING. She's so...*

Delicious? That can't be right – there's no word Twilight can think of for it.

"Ah! Oh! Twilight!" Rarity says. She lays her head down and flexes her hips up, giving Twilight better access. Twilight licks between Rarity's lips, pushing her tongue in just slightly, savoring the slick, velvety insides of her friend.

"Mmmm!" Twilight moans louder, pushing her hoof down on her own clit, rubbing the small nub in little circles. She's learned to love that sensation when alone, and adding the taste of Rarity to it is pushing her over the edge quickly. She starts panting, she knows she's close to climaxing. It's so easy to come by touching that spot. She's started to think of it is an instant pleasure button.

*Of course!*

She stops licking, eliciting a disappointed moan from Rarity. She examines Rarity's folds, looking down, where the slit ends. She pushes her snout in again and searches with her tongue, moving down, away from the hole, feeling for...

"AH! THERE! There! RIGHT there!" Rarity's whole body shakes and she pounds the bed with her hoof. Her usual affected accent is gone, she's almost screaming in a voice Twilight has only heard before when Rarity was angry.

Twilight tickles Rarity's nub with her tongue. The hard little piece of flesh feels almost like her own, maybe a little bigger. She rubs her tongue back and forth over it. Then she sucks at it, trying to take it into her lips.

"Ah! Aaaah! AAAAAAHHH!" Rarity screams, reaching a high pitch that rings in Twilight's ears.

Twilight's knees buckle as her hips spasm. She's right on the edge, twitching, shuddering, just barely holding her balance with her spare hoof. The other is furiously rubbing at her crotch.

She can't quite get her lips around Rarity's nub. Rarity's tight folds keep getting in the way, frustrating her. She wants to bring a hoof up, to part the lips and dive right in, but hers are occupied. She pushes on with her tongue, clumsily dragging it all over Rarity's most sensitive spot.

"Oh! Oh! Oh Twilight... Twilight, Twi..." Rarity gasps out, rocking her hips gently. Twilight feels herself edging closer, rising higher with every sound of pleasure Rarity makes, and the sound of her own name being moaned out is even better. She flicks her tongue furiously all over the lips protecting Rarity's clit when another bright idea comes to her.

She concentrates on her own horn, feeling the magic ebb to life. It's difficult to focus, her mind is fuzzy, drunk with her friend's scent and sounds. She stops licking for a moment and, with a telekinetic hand, parts the delicate lips in front of her.

Rarity is fully exposed now. Twilight can see every wet inch of her. She smiles and dives in again, running her tongue quickly up and down the exposed slit before taking the clitoris in her mouth, sucking greedily.

Rarity yells out some very un-ladylike things, her legs and hips shaking. Twilight presses hard on her own spot, her hoof dripping onto the bed.

"Hng – uh – wha – Aaaaaaaahhh!" Rarity grunts nonsense and then cries out, a long, piercing scream that winds down into a squeal. Twilight feels the muscles of Rarity's sex spasm and clench. Something hot and thick squirts onto her snout.

"Augh!" Twilight grunts as she comes, her eyes rolling back into her head, everything forgotten but the waves of pleasure racking her entire body. They both collapse, gasping for breath.

Twilight lies there, panting, drenched in sweat. Her tail flicks around every now and then. She has no idea how much time passes, just lying there, mind completely blank, hot pleasure tingling in every cell of her body. It's very nearly the most intense thing she's ever felt. Distantly, it reminds her of when she lost control of her magic, many years ago.

Suddenly she feels hooves and arms wrapping around her from behind. Rarity is snuggling against her, nuzzling her neck, cooing softly.

"Hi." Twilight smiles lazily, turning her head towards Rarity.

"Ha ha, good eve– oh!" Rarity freezes as she sees Twilight's face. She smiles uneasily and levitates a towel from the side of the bed. She quickly wipes Twilight's snout off.

"My, how embarrassing!" she titters, tossing the towel to the same fate as her bathrobe.

"What was that?" Twilight asks.

"Nothing! Nothing at all." Rarity goes back to nuzzling her, sighing contentedly.

Twilight decides she's too tired to push for answers. She relaxes in Rarity's arms, finally catching her breath, her sweat cooling against her coat.

"That was simply *marvelous*. I would offer to... service you, but it looks like you've learned to take care of yourself," Rarity whispers in her ear.

"Well, I had excellent stimulation. Way better than those books," Twilight says. They both giggle.

"We don't have to... tell anyone about this? Just some fun. Between friends. Our little secret. Right?" Rarity says.

"Of course. If that's what makes you comfortable," Twilight says, dazed and floating.

"Not even Luna? I know how you are with those letters."

"But... that was my first time. Having sex. I feel like I should tell her."

"Haha... Twilight. That wasn't really sex. I mean, I suppose, in a manner of speaking, yes, it was technically sex. But we're just friends."

Twilight comes down hard and fast from floating in afterglow, trying to process what Rarity is saying.

"Not... sex? Rarity we just... I mean, I just... that was pretty sexy," she says.

"Yes, but like you said – just some fun between friends," Rarity says.

"I didn't say that, you said that."

"And you agreed."

Twilight ponders this for a moment.

*Wait... what DID just happen?*

Is this love? Do I love Rarity? No, I can't, I love...

*Luna! Oh Princess what have I... wait, hold on...*

This is exactly what she asked me to do!

*Ha! Haha! I did it!*

But it doesn't count if I can't tell her...

"Well?" Rarity says.

"Huh?" Twilight says.

"You were just staring off into space."

"Sorry, I..." Twilight squeezes Rarity's hooves tightly against her chest.

*She knows about me and Luna. Can't she understand?*

"What are you so worried about? Luna isn't going to tell anyone," Twilight says.

"Twilight, this is very private. I know I can trust you, but I am *not* comfortable with other ponies knowing about my sex life. I'm sorry."

*But I have to tell her...*

I have to betray Rarity?

*Never!*

Twilight turns to look over her shoulder, giving Rarity a determined smile. "Alright... this one's just between us," she says.

"Promise me," Rarity says, looking deadly serious.

Twilight kisses her gently on the nose. "I promise. You want me to Pinkie Pie swear?"

"Don't be facetious," Rarity snaps. Twilight frowns, shrinking away from Rarity.

"Sorry." Rarity's face softens instantly. She pulls Twilight close again. "I just... I don't want anypony getting the wrong idea. This was special, Twilight. For a lot of reasons. I want it to be just for us," Rarity says. She pulls the sheets over them.

*Just for us?*

Twilight's never really been held like this by another pony – not as an adult, anyway. It's warm and wonderful, snuggled with her back against Rarity, feeling someone else's heartbeat, their breath on her shoulder.

*This IS special.*

Rarity nuzzles against her. Twilight can feel her satisfied sighs of breath. She can even feel her smiling.

*Never...*

"What if I just tell Celestia?" Twilight says with a cheeky grin.

"Ha! You wouldn't dare," Rarity scoffs.

"You're right," Twilight mutters. She pulls Rarity's forelegs even tighter around her and snuggles in close, heaving a contented sigh of her own.

Celestia's sun has just set. The last bit of pinkish light is fading over the horizon, and ponies everywhere are lighting lamps outside their homes and closing up shops.

Twilight feels like she's been floating in clouds all day. She trots down one of Ponyville's roads, humming tunelessly, smiling. Everything is wonderful – every meal a feast, every pony her friend, every book the best she's ever read. She'd dragged herself home early that morning – Haha yes Spike, Rarity and I just had a little sleepover, yes I know you wish you had been there – and collapsed in bed for hours. She woke up feeling like a new pony.

The previous night has been replaying in her head over and over again. She never imagined it would all feel so *good*. And she hadn't even had anything done *to* her, really. It made the solo act look like the pale imitation it was, something lame and hobbled. A last resort. Maybe it didn't get her any closer to Luna, exactly, but it's obviously worth learning about.

*Luna!*

A giddy thrill rises through her chest for the hundredth time that day. What it must be like to do... that... with the Princess of the Night! Twilight sighs and looks dreamily up at the sky. Last night plays in her head again but it's the Princess in place of Rarity, swishing her mane in Twilight's face, lifting her haunches, inviting her to...

*Rope it in, you silly filly. Until you get home, anyway.*

That particular scene has quickly taken top place in her mental list of fantasies, jockeying for first with the actual memories of the previous night. She's already trying to decide which one to focus on later, when she gets home. Well, why not... both?

Why not... lying in bed, moonlight pouring in the window. Luna is snuggling Twilight in her forelegs, kissing her head and cheek. She looks down and Rarity is nuzzling her thighs, licking gently at her...

She shakes her head.

*Public! Walking in public. Plenty of time for that later.*

She finally arrives at her destination: a slightly grubby fried food stand, one of the only places in Ponyville open all night. Of course, there's a line at the window, and she happily waits.

She remembers the look Spike had given her when she announced where she was going. She snickers quietly to herself. He had asked her if she was alright, said she was acting way too "chill." She laughs again. Chill.

Why shouldn't they get a bunch of greasy take out? Who cares what day of the week it is, or how late? Sex is a thing, and it is amazing, and life is wonderful.

She reaches the front of the line, and abandons all restraint. A deluxe fried daffodil sandwich, please. Extra cheese. Like, way extra. Several sandwiches' worth of cheese. And a large order of hay fries – extra crispy, just the way Spike likes them. And smoothies! Smoothies for all!

She stands nearby, waiting for her order. The stars are coming out. She can't wait to get home with her food, can't wait to see the look on Spike's face. She really should treat him to stuff like this more often. He can stay up late tonight, she decides. And then she can settle in for some good reading, all night.

It sounds just perfect.

*Unless Rarity's not busy...*

She gets a devious smile, hearing Rarity's moaning breath in her ears. They hadn't talked much in the morning. Rarity seemed eager to get to work, just a little...

*Cold?*

No, just busy. Brusque. She gets like that. When she's busy.

*Just for us...*

She can almost feel her friend's embrace, sighing as she remembers falling asleep in another pony's arms. She tries to picture herself nestled against Princess Luna, feeling her heavenly breath against the back of her neck... and feels strangely guilty.

*How could you?*

What? How could I... do what?



*Cheat on her like that!*

Which one?

*It's fine. Rarity's my friend. Just my friend. Luna asked me to do this.*

She stares down at her hooves, still feeling a weirdly sourceless pang of remorse.

*She asked you to do this. And it felt AMAZING.*

The pang disappears. Her sneaky smile returns.

*I can't wait to do that again! It felt so GOOD...*

"Well hey there!"

She jumps and turns to see a yellow stallion beaming at her.

"Braeburn?"

"Evenin' Twilight."

He looks tired but fresh, like he just showered up after a long day. In fact, that must be it. His mane is still wet.

"Hi! I didn't know you were still around," she says.

"Train leaves first thing tomorrow," he says.

"Oh. So what are you up to?"

"Just thought I'd pick up some food 'fore I ship outta town. AJ and Big Mac keep sayin' this stand here makes the best darn hay fries in Equestria. Thought I'd see for myself."

"You walked all the way out here alone?"

"Yeah, well, the family's mostly fussin' over Mac still. AJ almost walked out with me but she passed. I don't much blame her, we put in a lotta work today."

"Is Macintosh okay?"

"Aw, of course he is. 'Scuse me for a moment? I'm powerful hungry." Braeburn walks away and gets in line.

Twilight puzzles over this new development.

*I wonder what it would be like to...*

She blinks a few times, a little shaken by where she knows her mind was about to wander.

*Well why not? I mean...*

Step one: Find a nice stallion.

*And what do we have here?*

She stares at Braeburn as he waits in line, trying to not be too obvious about it. He is kind of dashing. It wasn't something she'd really considered, least of all back when they first met. But she does find him kind of cute, now that she is thinking about it, with his jaunty cowboy hat and flowing locks. He seems nice enough. He is part of the Apple family, after all.

*Step two?*

Flirt with him! But how?

*Okay, just... just talk. I can do this. Twilight Sparkle, we are go for step two.*

Braeburn places his order and joins her. He smiles at her as he walks over, sending warm fuzzy feelings through her chest. They trigger a swell of nervousness in their wake. It's almost as frightening as it is thrilling.

*Okay, he IS cute.*

She smiles back, hoping to return the effect.

"Hoo boy, doesn't that smell just make your stomach growl?" he says.

"What's the matter, you don't have hay fries in Appleloosa?" Twilight asks.

"Not to speak of. You come here often?" he says.

"Not really. Not here. It is good, though." Twilight tries to downplay how often she does order out, hopefully veering the conversation away from any mention of cooking.

"It looks good. I tell ya, I do miss the late night eatery. Seems like everything in Appleloosa closes at six sharp."

"Well, it's not like Ponyville is a bustling metropolis. This is pretty much the only option at night. I miss that about Canterlot sometimes."

"You've been to Canterlot?!" He gawks at her.

Twilight folds her ears down a little. She usually tries not to drop that bit of info, out of fear of bragging. It just slipped out. "...I grew up there," she says.

"Doesn't that beat all. Must really be somethin'. AJ told me a few bits about it, but I can't imagine what the real thing is like."

"Where are you from? Before Appleloosa, I mean."

"My pa's farm outside Fillydelphia. Way out, deep in the sticks. Never spent any time in a city, honestly. Ponyville's one of the bigger places I've seen."

A gruff pony at the stand calls out both their numbers. They pay for their food, and Twilight levitates several paper bags into a satchel on her back.

"That's, uh... you must have quite an appetite for such a little filly," Braeburn says, looking at her order compared to his one bag. He winces at his own sentence. "I mean...! Uh... that is to say..." he stammers.

*Aww, he's nervous, too!*

"I'm bringing some home for Spike. You remember my dragon?" she says.

"The little purple fella?"

"That's the one."

"He's your... pet, or somethin', right?"

"Assistant."

"Huh." Braeburn just stands there. Clearly, magical dragon assistants are something beyond his realm of experience.

"Are you going to walk those fries all the way back to Sweet Apple Acres?" Twilight asks.

"I guess so." Braeburn looks around. There aren't any tables or anywhere to sit nearby. "Thought I might just go sit in the park or something."

"Why don't you come back to the library with me?"

Braeburn smiles again, an honest, foalish kind of grin. "That sounds nice. Thank ya kindly, Twilight."

*Well, that was easy.*

For some reason she had thought flirting with guys would be awkward and difficult.

*Is that really what's happening here? Flirting?*

She can't really tell. It's not at all like those dumb romance novels, or that awful date. They're just talking. It all seems so natural. Like she's just hanging out with one of her friends.

She leads the way. Braeburn keeps stride with her, holding a brown paper bag in his mouth, the bottom of the bag slowly getting dark with grease.

"So... you were working at Sweet Apple Acres today?"

"Hmmf bmmmg," Braeburn says around the bag. Twilight opens her satchel with her magic and takes his food, stuffing it on top of her own.

"Thanks." He flexes his mouth, sticking his tongue out. "I'm mighty jealous of you unicorns sometimes. Carrying everything in your mouth isn't the tastiest thing to do."

"Well, there are lots of things earth ponies can do that I... hey!" She feels her bag being pulled away, sliding over her head before she can react. Braeburn has the strap in his teeth, and he expertly slings it over his back in one smooth motion. Twilight just stares at him, a little shocked by the sudden invasion of personal space. Braeburn notices her stare and smiles sheepishly.

"What kind of colt would I be if I let a pretty filly like you carry her own bag?" he says.

"That's a little old fashioned," she says, still not sure if she liked that.

"Well, you know the Apple family."

She fires up her horn, floating the bag off his shoulders and back onto her own. "Thanks, but I can carry it. I'm not big on that traditional mushy romance stuff."

"I was just mindin' manners. Who said anything about romance?" He cocks an eyebrow at her.

She blushes.

*Darn, he got me... no, wait – he called me pretty before!*

She looks at him and indeed, he's grinning at her, like he's read her mind.

"Sorry. It was a nice gesture." She pauses, not sure if she should divulge the next part. "I'm a little wary of stallions right now, I guess. I had a really awful date last night."

"Awful date? You, uh, are you... seeing someone?" Braeburn asks.

"Not him, that's for sure," she says. She sees Braeburn sigh and relax a little. She can tell he's trying to hide it, but she notices, and it gives her a little thrill.

*Hey, this IS kind of fun!*

"He didn't try anything... untoward, did he?" Braeburn says.

"No, not really. He said some untoward things. Definitely not old fashioned."

Braeburn snorts and glares.

"Not that it's really any of your business," Twilight says with a wry smile.

"No, I know. But..." he trails off, snorting again. "Makes me madder than a rattlesnake in an apple barrel. Colts not treatin' fillies with respect. Ain't right."

Twilight smiles harder. Coming from anypony else those words would make her eyes roll right out of her head. As if all mares need a male to protect them! But for some reason she finds it adorable this time.

"...You're cute," she says quietly.

"Huh?"

"And we're here!" she says before Braeburn can sort out her last words.

"You live in a tree?" Braeburn stares openly.

"Welcome to the Ponyville Library!" Twilight opens the door, leading him inside.

• • •

Twilight chews absent-mindedly at what's left of her sandwich. It's cold, and the cheese has congealed into a solid, plastic-y chunk.

*Might have overdone it on the cheese.*

She drops the last bit of food back in the bag and pushes it away, turning back to the mess of papers in front of her.

Braeburn is still talking. She's only half-listening at this point, reviewing her notes. He certainly does go on. Not that that's a bad thing. All she has to do is push him along with a question now and then and he's off, ranging far and wide.

By now Twilight has enough notes to send revisions to four flora and fauna associations in Canterlot, as well as a rough outline for what could become a definitive history of Appleloosa and the Westward Expansion. Not to mention a good start on known buffalo tribes, with notes on customs and language.

It's like being in school again. Except this stuff is new, as far as she knows. She could get books published from Braeburn's ramblings. Unfortunately, it had taken her a while to get him going. He had been all too eager to ask her about Canterlot, the incident with Nightmare Moon, all about her. She had let Spike explain most of that. Before the little guy fell asleep, anyway.

"...So anyway, that's how my second cousin started the Sierra Neighvada gold rush," Braeburn says.

"You mean Cortland?" Twilight asks.

"That's the one."

She checks her sketched out Apple family tree. The name is correctly placed. Sorting that particular puzzle out has been a delightful challenge. She knew Applejack's family was prolific, but still.

"Twilight?"

"Mmm-hmm?" She doesn't even look up.

"You... uh... I ain't boring you or nothin', am I?"

She looks at him, still levitating several stacks of paper. "What?" she says.

"I've never seen someone take notes on what I was saying," he says. He looks a little confused, like he hadn't noticed before.

"You talk almost as much as Pinkie Pie. Except what you say isn't complete nonsense."

"Pinkie Pie... your friend who did the song and dance number?"

"Yes." Twilight groans at that memory.

"Oh." Braeburn drops his eyes, looking disappointed. Twilight winces and puts the papers down. He speaks again before she can think of anything to say.

"I know I got a bit of a motormouth. Folks are always tellin' me to can it in. Shoot, every day I've been in Ponyville, AJ's asked me why I can't be more like Big Mac." He looks at the papers all around Twilight. "Yer really that interested in what I'm jawin' on about?"

"Sure I am. It's interesting stuff," she says.

"Huh. Doesn't that just take the apple cake. Not sure anyone's ever told me that before." Braeburn stares into space, chewing it over.

Twilight looks around the library. Between her notes and the leftovers from their take out, the place is a bit of a mess. Spike is passed out on a thick cushion, snoring every now and then. She refuses to look at the clock. It's been hours, easily. If she doesn't know what time it is, they don't have to bring it up, and he won't have to leave, before...

She sweeps her papers to the side, consciously trying to disengage from study/interview mode. She'd fallen into it as they talked, knowing it was happening but mostly powerless to resist. The whole time, in the back of her mind, a voice was reminding her that

Braeburn could probably help her with a different kind of research. She steels herself and hits him with what she hopes is a seductive smile.

"Oh shoot, look at the time. I gotta be on that darn train at six," Braeburn says.

*Nooooooooooooo!*

"Oh... leaving so soon?" she says, still smiling.

*Is it working? This is how Rarity does it, right?*

She has no idea what she looks like, and figures she probably just looks goofy.

"Well, it is after midnight. I'm mighty sorry to keep you up so late," Braeburn says, standing up. Twilight gets up as well, sidling nearer to him.

"No, it's no problem, this was fun. I was really glad to have you over," she says, staring into his eyes.

*Come on, take the hint already. Am I hinting enough? How do I hint more?*

"I'd love to have you out to Appleloosa again some time," he says, smiling too. Is he nervous?

*He looks nervous again.*

Is that good?

"Well, it's not exactly close," she says. "Is that it? This is goodbye?" She steps closer to him.

"Fraid so. For a while, anyway."

"But I don't know when I'll see you again."

She fixes his eyes with her own, and he freezes.

*Aha! That's how it's done!*

His smile fades, she can see the gears turning in his head. He shifts on his hooves. Suddenly he looks determined. He looks her right in the eye, leans forward...



*This is it!*

...and halts, pulling back. He grins, blushing a little.

*Oh, for Celestia's sake!*

Without thinking, she darts forward and quickly kisses him on the lips. His jaw drops, and he stares at her in surprise. She's surprised, too.

*What was that? I did that? Who is this crazy mare, whose body I'm stuck in?*

"Shucks, Twilight. That was, uh, I mean... not, uh..." Braeburn stammers.

"Not old fashioned?" she says.

"Yeah, I suppose." He chuckles.

"Well you chickened out," she says.

"What?!"

"You wanted to kiss me but you chickened out," she says smugly.

"An Apple stallion don't chicken out from anything!" Braeburn scoffs.

"Chickened. Out." She emphasizes both words.

"I'll show you chickened out..."

He lunges forward, locking lips with her, and a heady rush of adrenaline courses through her body. He slides his tongue against hers. It's bigger and rougher than Rarity's, and he moves it around clumsily, compared to her friend. The brim of his hat nudges against her horn, rubbing the fluting, and her haunches twitch at the contact.

Something makes a grumbling noise to her left. They both jump and break away from each other. Spike is rolling on his cushion, making weird snorting noises.

"Rar... Rarity... mmm," the little dragon mutters, not opening his eyes. Braeburn looks at Twilight with a cocked eyebrow.

"Rarity? Ain't she another friend of yours?" he whispers.

"Long story," she says quietly.

She looks back and forth from Spike to Braeburn.

*Well, this isn't gonna work.*

Braeburn is just standing there with hope in his eyes. She swears she can feel how badly he wants her. It's a strange new feeling – she had done her best to ignore male attention in the past. But here, now, it's exciting her.

*Just go for it. Do it. This is your chance!*

"Come with me," she says. She walks past him, watching him over her shoulder. His face is a mask of dumb shock, mouth hanging open. He obeys her silently. She leads him up the stairs. Both of them tread softly on the wooden steps. He's probably staring at her flanks. But that's okay.

They enter her bedroom. She closes the door softly, and turns on a few lights with her magic. Just a few. Not all.

"Gosh, you don't have enough books downstairs?" Braeburn is gawking at the shelves all around him.

"This is my private collection," she says. She nods towards another, smaller set of stairs. They climb up into her bedroom proper. Between the starlight filtering in through the window and the lamps downstairs, the room is bathed in dim light. Twilight breathes a sigh of relief that Spike cleaned up and made the bed earlier.

"So... uh... this is a pretty fancy place you got here." Braeburn shifts on his hooves, looking deeply uncomfortable.

She magicks his hat off, floating it over to a dresser. She walks up to him and quickly kisses him on the cheek, brushing her snout through his mane. The hair, like his tongue, is rougher than Rarity's, and it tickles her nose.

She smiles at him, again with a look that she hopes is enticing. He stares back, smiling... uneasily? Is she doing something wrong here? She can still feel his desire, see it in his eyes. What's holding him back?

"Something wrong?" she asks.

"No! No... I mean... you sure this ain't a little... fast?" he says.

She can't help a voice in her head making an *awww* noise. He's straight out of one of Rarity's books.

*Fortunately for him, I'm not.*

"Maybe it is. But we won't see each other again for... I don't even know. It's now or possibly never," she lies. It wouldn't be all that hard to go out to Appleloosa again.

"I don't wanna be takin' advantage of anypony," he says, stepping closer to her.

"You're not. I want this." She steps in too, their lips almost touching. His face changes completely, all apprehension gone. He grins eagerly at her and then she closes her eyes out of instinct as he closes in. He kisses her hungrily, pushing her back onto her rump.

He's more aggressive than Rarity. And he doesn't smell as nice. But it's still exhilarating. Twilight wonders how doing the same thing can feel so different. Braeburn is holding her tightly in his arms, clumsily rubbing his tongue along hers, not letting her tongue in at all.

She's waiting for an opening, but every kiss leads to a new kiss. He keeps chaining them together, pausing only to press his mouth into her again, almost stern. She goes along with it for a while. It's not bad, but that pressure is starting to wind up in her again, and she's eager to act.

She pushes his chest with her hooves, breaking his latest kiss. A thin strand of saliva connects their lips, and Braeburn bashfully wipes his mouth with a hoof, breathing heavily. He looks like he's about to apologize for the spit, so Twilight starts kissing his cheek, brushing her face into his thick strands of mane, savoring the feeling. She moves down, kissing along his neck, and he moans, hugging her tightly with his forelegs.

She feels him nuzzling the side of her head, feels his lips searching for something before they close around the edge of her ear. His teeth clamp around the cartilage and she gasps.

*Wow, that is lovely!*

She lets him chew on her ear while she nuzzles his neck. Every nerve in her body is tingling, and every small hair of his coat brushing against her is heaven. She feels that lustful blur start to overtake her thoughts again, her efforts to observe and analyze slowly fading away.

He releases her ear, and she shudders as she feels his hot breath drawing away. She grabs the collar of his vest with magic and, with a sly grin, drags him over to her bed. He sits on the edge, looking at her with something like wonder. She props her hooves up on his knees then leans into him, kissing him while she unbuttons his vest and slides it off his arms.

She doesn't use magic on purpose – she drags her hooves over his broad chest and thick arms, feeling the firm muscles there. She drops the vest over the side of the bed and pushes him down, lying on top of him. She rests her arms on him, their noses inches away.

She stares into his bright green eyes. He lies there, panting, nostrils flaring, focused entirely on her, waiting. She feels amazing, beautiful, powerful. She knows he's complete putty in her hooves, he'd do anything for her right now, and she's never felt anything like it.

She leans forward to kiss him and pulls back at the last second. He tries to raise his head but can't get high enough with her arms pinning his chest. She giggles, but he wraps his arms around her back and rolls over, pinning her under him.

*Maybe I was getting a little ahead of myself there...*

He looks down at her with a smug grin and kisses her hard, pressing her head into the blankets. Her arms are pinned between their chests. She can't really move, all she can do is squirm and flick her tail and kick her legs a little as he kisses her again and again, then runs his tongue up her neck. She moans and feels herself getting wetter every second.

She can feel him too, something hard and hot resting on her belly. She thinks it feels big, but it grows as she squirms against it, sliding along her coat, pulsing with his heartbeat.

*Oh dear Princess, that thing is supposed to go inside me?*

He bucks his hips against her, grinding their bodies together, and it grows even more.

She finally squeezes her arms out from under his chest and wraps them in his mane, pulling him down. It's so thick, it's amazing, it feels like rope bunched up in her hooves. She rubs her face in it and bites on a hunk of light brown hair, her whole body shuddering under his delightful weight. He replies by nibbling on her neck, choking out a moan while she pulls his hair. She suddenly feels sticky wetness rubbing into her coat high on her belly.

He sits up, snorting and stomping one hoof. His eyes are wild, almost feral, and he motions up with his snout, like he wants her to do something.

*Is this it? Am I supposed to just turn around now?*

She looks down and can barely see his exposed self. It's hard to make out detail in the dim light.

"Wait." She props her hooves against his chest, holding him.

Braeburn shakes his head, the feral intensity fading away a bit. "What?" he pants out.

"Can I see it? It's my first time."

"*What?*"

"Just hold on one second." She lights up her horn, turning on a lamp next to the bed. Braeburn squints in the new light.

"Wait wait wait." Braeburn doesn't move, her hips are still pinned to the bed. "You've never done this before?"

"No." She smiles at him. Not with a stallion, she doesn't say.

"But you're so... so..." He hangs on the last word, then changes his mind. "Really?"

"What were you going to say?"

"Uh... enthusiastic? Good? I'm just surprised, is all. In a good way, mind you."

"You've done this before?" she asks him.

*Of course he has, why did you say that?*

"Uhhh... well, yeah," Braeburn says, glancing away from her. She suddenly remembers the question Rarity had brought up before.

"Oh! Oh gosh, I'm not... coming between you and anyone. Am I?"

"No, no, nothin' like that. We split up," Braeburn says.

"Oh. I'm sorry," she says, automatically.

"It's fine. She didn't much like the idea of movin' out into a desert, is all."

They both pause, averting their eyes.

*Wait a minute... this was really hot a second ago.*

Did I kill the mood?

*Do something, quick, before it gets awkward!*

She grabs his face and kisses him quickly, softly biting his lower lip as she pulls away. She instantly feels him twitch against her belly, and when she opens her eyes that wild intensity is creeping back onto his face.

"Her loss," Twilight says.

"Wow," he says, grinning madly. "You are quite the filly."

She grins back and her horn glows, pulling him up into the air.

"Whoa. Whoa now!" He flails his limbs around helplessly before she puts him down, sitting at the head of her bed. She pulls his head and chest up and spreads his back legs, holding him in a somewhat awkward position.

And there it finally is. For all the suggestive positions in Dash's magazines, they never actually showed genitals. Now the mystery organ is right in front of her, and she scoots closer, eyes fixed on it. She moves her head side to side, contemplating it from different angles.

Her eyes rest on a heavy pair of balls, pulled tight against his body. Then her gaze climbs up the shaft. There are obvious veins pulsing against the skin, she wasn't expecting that. She examines the flat head, gasping a little at how much it flares out, wondering what that will feel like going in.

"Why is it wet?" she asks. The head is slick with something.

"It does that. When you're ready to... uh... do the deed."

"Huh," she says, a hoof to her chin. Rarity's books had all shied away from that kind of detail. She reaches a hoof out and tentatively pokes it. It wobbles like a stick on a spring, quivering. Braeburn's whole body twitches at the contact, she can feel it in her horn.

"You uh... you gonna start takin' notes?" he says, chuckling.

Twilight ignores him. She runs her hoof up its length. It's all smooth skin, no hair at all, just like Rarity's... well, just like other private parts. Braeburn grunts and his cock visibly swells. This piques Twilight's interest and she starts stroking him vigorously, using a hoof on either side, fishing for reactions.

Braeburn doesn't disappoint. He gasps, and his organ pulses under her touch.

"Er, uh... Twilight?" he says.

"Mmhmm?" She doesn't look up, too focused on her experiments.

"Think you could let me go?" He chuckles again.

"Oh! Sorry." She releases her magic and he relaxes a little, holding his sitting position. He reaches a hoof up and strokes her hair. She keeps massaging him, fascinated by the feel of it, but his reactions lessen, and her new toy stops pulsing so much.

*Well, that won't do. Got to add more stimulation...*

She leans forward and runs her tongue up his shaft, stopping just below the head.

"Oh goddess!" he says. His whole body jerks.

*Now that's more like it!*

She laps at him with her tongue, feeling Braeburn press his hooves against the back of her head. He's shaking all over. She keeps licking. It's such a simple action, but it's obviously driving him crazy.

What next? She wavers between going higher or lower and randomly settles on higher. She stops licking and looks at it. That sticky substance gives her pause, so she rubs her hoof on it first and licks that. It's thick and salty, not good, but not too offensive either. She gives his head a swift lick, running her tongue across the top.

"Oh you've gotta be kidding me!" Braeburn says. She looks up and he's looking down at her, jaw hanging open.

"What?" she says innocently. "Does that feel good?" she asks, knowing the answer.

"This is heaven. I am dead, and this is heaveeeooooohhhhhmyyyyygodddddddd!" Braeburn says, trailing off into a moan as Twilight goes to work on his head. She licks it clean, then takes it into her mouth, sucking on it. Braeburn grunts again, squeezing his hooves against her head.

She looks up at him and their eyes meet.

*Long, loving eye contact, and me with his cock in my mouth. Isn't this just romantic...*

Braeburn seems to think so. He's sweating and shuddering, his face contorting, it almost looks like he's in pain.

She feels the head twitching in her mouth, feels his breathing pick up. Is he going to finish already? This is too easy. It's like he has a huge, easily found clitoris.

"Stop! Stop stop oh god stop!" he gasps out.

"Mmm?"

He grunts and pulls her head away. She watches a thick thread of saliva stretch and break, then fall glistening along his shaft.

"What's wrong?" she asks.

"I've never... done that..." he says between breaths.

"What, not old fashioned enough?" she says, smiling. He grabs her shoulders and pushes her back, leaning into her.

"Shush. I need you. I need to take you right now." Intense again, his eyes burning. It thrills her. She feels sudden heat in her loins and her heart thumping in her chest. He moves around and mounts her from behind instantly, strong and sure. She sighs as his weight pushes her down. Her tail lifts on its own, pure instinct, and she feels the tip of him pressing against her lips, moistening against her slick crotch.

She feels him nuzzling into her mane and turns to look at him over her shoulder.

"Just... start slow, okay?" she says. Her voice wavers a little more than she would like.

"Of course."



He kisses her ear and pushes slowly. Twilight gasps as he enters her, the head spreading her apart. He pauses, then forges ahead, sliding in another inch or two. It hurts a little, but in a good way, like stretching a muscle. She moans as he stops, then pulls back, leaving just the head inside her.

*Wow, this is GREAT!*

She feels full, feels a deep instinct sighing in satisfaction, but screaming for more. She squeezes with her crotch muscles, bearing down on him. His head twitches inside her, god it feels good, and he snorts, loudly, right in her ear. He starts to push again and she relaxes, her body inviting him in.

He makes a few slow, short strokes, plunging in and out. She moans loudly and wiggles her hips, brushing her tail against his stomach.

*More, come on, I'm ready, I want it!*

He thrusts deeper, she feels that delightful stretching deep inside her, it's so...

"Ow!" She cringes, her whole body tightening.

"Ow?" He pauses.

She flexes against him, wriggling her hips around.

*Just a little tight... and... there. Better.*

"Keep going!" she says through panting breaths.

He grunts and thrusts again, harder and deeper.

"Ow!" She digs her hooves into the bed, gritting her teeth.

*...Better?*

"You okay?" He stops again, quivering inside her.

Passages from anatomy texts run through her brain, mixed with the steamy pages of Rarity's novels.

*I can do this. It gets better.*

"I'm fine... keep going!" she pleads. She writhes against him, moaning to spur him on.

He pulls back and thrusts, diving in almost to the hilt now.

"Ow!" It feels like she's being fucked by a glass shard. She feels a sharp tearing in one spot, a few inches in, and everything past that is pain. He keeps thrusting, working it in deeper with each stroke.

"Ah! Ah! Ah!" She can't stop gasping in pain with each stroke. She pushes her head down, closing her eyes tightly, and bites the fabric of her sheets.

*It's fine, I can do this.*

It's supposed to hurt the first time, right?

*It still feels a little bit good... I think... maybe.*

He slams in all the way, his hips making a dull slap against her rump. She squeals in pain, squeezing tears out of her eyes. Is it over yet?

He pulls back, all the way to the head, and rams it home again. He starts thrusting wildly, picking up speed. Twilight screams through gritted teeth, muffling it with the bed, oh god what if I wake up Spike...

*I can't do this.*

"Owwww ahhhh Braeburn!" She turns, looking at him over her shoulder again. He's far away, eyes rolling back, mouth hanging open.

"Braeburn!" Twilight gasps out, glaring at him. His eyes focus a little, but he keeps going. Twilight feels panic rising in her chest and breaks out into cold sweat. She was in heaven seconds ago. Now all her nervous fear comes flooding back in.

*If he doesn't stop I swear I'll magic his rump across the room...*

"BRAEBURN! Stop!" she yells. He halts instantly, his eyes focusing again. She can feel tears running down her cheeks. His chest is heaving, sweat trickling down his temples. He stares at her, his face screwed up in dumb confusion.

"It hurts. A lot," she says.

"What if I just go real slow?" He flexes his hips, pushing just a little further into her.

She gasps in pain, wincing. It was fine there before, but the pain has spread.

"Oh!" His eyes shoot open wide, and he pulls out of her. She drops her rump and lets out a tense breath. Relief washes over her, but a sore ache remains between her legs. He stands over her, nervously grimacing.

"Gosh, Twilight, I... I didn't mean to..." He raises a hoof, obviously wanting to touch her but unable to bring himself to do it. "You okay?"

"I'm fine." She squeezes her legs closed, sighing slowly as the sharp ache fades to a dull one.

*Fine, except that we aren't having sex right now.*

Step 5a. Fail completely at a basic biological function that everypony else pulls off without a hitch.

*The books never mentioned this part, either.*

She curls her limbs against her body, feeling very small and cold without the cover of blankets. She glances up and Braeburn is still hovering over her, looking away, completely mortified.

*Hold me, you idiot!*

She rolls onto her side as she lights her horn up, dragging Braeburn into spooning against her back.

"Whoa!" He stiffens up. "Twilight, we don't haveta –"

"I'm sorry. I'm really, really sorry," she says.

"Sor– you... wha? I'm the one who's sorry." He loosens up and snuggles against her back, hanging a foreleg over her shoulders. He nuzzles against her gently.

She takes some deep breaths, feeling the last of the adrenaline in her veins ebbing away. He starts to lean his chin on her shoulder, to move in close, and she turns away. She can feel water welling up in her eyes, and she hides them against the mattress.

"It's fine, Twilight. Nothin' to be ashamed of," he whispers in her ear.

"I really want to. But it hurts," she says.

"Shucks, Twilight, you did fine. It's your first time, and y'all are little for a mare... heck you showed me some things I ain't never done before." He kisses her cheek.

"Are you still... I mean, I can still do you. Would that be okay?" she says.

"Don't you worry about me. You just relax now." He starts kissing her neck, and she sighs, happy to feel pleasure again.

She turns to look at him over her shoulder. "But aren't you still... erect? I don't want to just leave you –"

He silences her with a kiss.

"Relax," he whispers. He pulls with his arms, rolling her onto her back. She lets him get on top of her – he's proven himself trustworthy. He gives her a long kiss, barely using his tongue. Then he starts kissing all over her face, moving slowly. He kisses her closed eyes, then follows the trail of her tears, then moves down her neck. He kisses gently, brushing his lips along her coat. She feels that now familiar pressure return, eclipsing the pain.

He moves down further still, kissing up and down her chest and sides. Twilight sighs and smiles. It tickles a little. She runs her hooves through his mane again, following his head around. He moves down her belly, and that really tickles. She can't help but giggle as his wet lips caress her stomach.

"You know, in the old days, when a pony got hurt. You know what they would do?" he says, looking up at her. Twilight just looks at him with her eyebrows raised, waiting. He plants a few kisses up the inside of her thigh.

"They would find where it hurt..." he says, moving to her other thigh, nibbling gently. Twilight sighs, somehow feeling wet again.

"And then..."

He drags his tongue up her nether lips, and she gasps. He laps at her slowly, softly. She tightens her hooves around his hair, biting her lip.

*THIS is what I was doing to Rarity?!*

He keeps stroking upwards, moving from side to side and then diving down the divide, parting her slightly. She closes her legs around his head and squeezes a little, holding in a moan.

"Oh Braeburn," she mutters. Her eyelids droop. The aching fades away – the pleasure is too strong. It feels like he's massaging a strained muscle. She can feel her own flesh relax and loosen, warm relief flowing through her.

He's kissing her folds now, and she squeezes her legs harder. He goes back to licking, moving around in a circle.

"Ah!" she cries out, in joy this time. It aches, somewhere far back in her mind, but it doesn't matter.

"More!" she pants out. He lifts his head.

"It doesn't hurt?"

"Please!" She pushes his head down and he takes the hint, probing into her with his tongue.

*This is the BEST.*

It's incredible. It's the best thing... just... THE best thing. She can't even think of words, so she stops trying, just letting the pleasure wash over her. His rough tongue is massaging inside of her now, and it's just...

"It's so *good*!" she moans out.

He glances up at her, smiling like a maniac. Then he dives back in, running his tongue up and down her lips before sticking it between them. He twirls the tip of his tongue around her hole, and her whole body convulses. She moans again, louder, writhing her hips around.

"A little higher," she begs.

"What?"

"Higher!" She pulls his hair, rubbing his snout into the top of her mound. He starts licking obediently, flicking his tongue over that magic button above the slit.

"OH!" she screams, arching her back. Her eyes go wide. She's crushing his head with her thighs.

She was wrong before: *This* is the best thing.

"Don't stop! Don't stop don't stooooooooohhhhhh..."

He does what she says, rubbing with his tongue as hard as he can. Twilight is sweating all over, gasping for breath. She starts bucking her hips up, rubbing her folds against his chin. It interrupts his licking a little. She doesn't care, there's something inside her pushing, demanding, her hips are moving on their own. He soldiers on, pressing with his tongue.

She relaxes her thighs and yanks his head up, pulling his whole body.

"Whoa!" Braeburn says, wide-eyed. They're face to face now.

"Take me." She looks him right in the eye, panting.

"You sure?"

"Please!" She kisses him desperately. She can taste herself on his lips, it doesn't matter.

He starts panting. She can feel him against her belly again, rock-hard.

"Like this. Right now." She wiggles her hips under him. His face twists up in utter pleasure as he lowers his body onto her, stomach to stomach. He slides into her much more easily this time – she feels bigger somehow. He certainly isn't smaller. He presses in slowly, gingerly, stopping every inch. She feels a miniature version of the tearing pain from before, and winces.

"You okay?" he asks.

"I'm fine."

She is fine. The pain is nothing now, a distant echo. She just wants to feel him inside her, right now.

"Keep going," she says. She kisses his nose. He does.

He slides in to the hilt, and they pause for a moment, bodies pressed together. She closes her eyes and she can feel his breath in his chest, his heartbeat, the eager twitch in his cock as she nuzzles his snout, every motion he makes. He pulls back, and she clenches around him, feeling empty. He slides back in, and it is pure bliss. He strokes slowly and carefully, moving his whole length in and out.

He keeps that gentle rhythm for a few moments. Twilight opens her eyes, and he's looking down at her, watching intently. He looks almost worried.

"Braeburn." She strokes his mane and raises her head. "I'm fine," she whispers into his ear. "Take me."

He snorts and immediately speeds up, pumping into her.

"Augh!" Twilight cries out, hugging her arms tight around his neck. She stares up at the ceiling, then out the window, at the starry sky. It's not quite the soaring heights of ecstasy she felt when he went down on her, but it's still good. She moans into his ear with each stroke. He grunts each time he rams home, their stomachs making a dull slap as they connect.

She feels him inside her, twitching more, pulsing, alive. It can't be long now. He's been hard this whole time.

She whispers into his ear again. "Braeburn?"

He grunts.

"Don't... don't do it inside me, okay?"

He grunts again. She can't tell if he's agreeing or even listening.

"Braeburn..."

"AAH!" He neighs loudly and pulls out of her at the last second. She feels hot, sticky spurts landing on her belly. He holds himself over her awkwardly as he comes, his hind legs shaking. Finally, he spends himself, and falls to his side, groaning in pleasure.

She lies there for a minute or more, catching her breath. Then she looks down, assessing the damage. There's a mess of white streaks up her belly. Strangely, she doesn't fret over it at all – perfectly natural, if a bit messy. She levitates some tissues over from the side of the bed and cleans herself quickly. She sits up, looking further down.

Rarity's books were always talking about a girl's flower. Twilight hadn't seen the connection until now. It never looked like that before. She's really blossomed, with petals and everything.

"Huh," she says quietly. She starts to chew this over when she notices a red streak leaking out of her.

*Is that...?*

Curiosity turns to concern and then disgust as she sees the mess on her bed sheets. It's just a trickle now, but she must have really bled earlier. There are nasty-looking stains on her sheets in a circle around her rump.

But that meant he licked her while she was...

*Eww!*

And then she kissed him...

*EWV!*

She shudders a little. Credit where it's due, though – he must be braver than she thought before. She stares at the ugly mess. She can't remember the last time she did her own laundry, but she would need some kind of excuse. Spike can't see this. No pony should see this. She doesn't even want to see it.

And her favorite sheets, too. The ones covered in stars and moons.

She hops off the bed, feeling sore between the legs. She rips the sheets off with one quick pull of magic, rolling Braeburn off the bed. He yelps and lands with a thud.

"Sorry," she says, half-heartedly. She's busy scanning the bed, but nothing soaked through.

"What are you... oh." He stands up and sees the sheets. She drops them in a pile and blushes.

"Guess you weren't kiddin' about being a virgin," he says, laughing a little.

"It's not funny," Twilight says, digging around her closet for more blankets.



"Relax, Twilight. You just wash 'em. It's no big deal."

"I might just burn them."

"Hey! Hey now." He climbs onto the bare bed and beckons her. She levitates some more blankets over and pouts at him. He pats the bed next to him, smiling. She grudgingly climbs on next to him, and he immediately hugs her.

She resists at first, but he kisses her nose and she starts to relax.

"For your first time, that was really somethin'. Best lovemakin' I've ever had," he says.

Twilight rolls her eyes. "You're just saying that," she says.

"I mean it." He stares deep into her eyes. His eyes are green, a little lighter than Applejack's but the resemblance is startling. She flashes back, over a year ago, to a night when she was hanging off the edge of a cliff, and a pair of green eyes showed her what trust and honesty really meant. Again, the resemblance is startling.

"You weren't so bad yourself. When you... when you licked me," she sighs. "Oh, it was so good!"

"Well shucks, you gave me the idea." He smiles at her.

She smiles back and they kiss, sinking together into the bed. She hugs him close and snuggles her snout against his chest. He holds her in his strong forelegs, running his snout through her mane.

*I think this part might actually be the best thing.*

She's suddenly very sleepy. She can feel herself drifting off.

"Goodnight Braeburn," she says, pulling the blankets over them with magic.

"Goodnight," he yawns, "...Twilight."

She smiles as sleep takes her.

• • •

"What time is it?!"

Twilight jolts awake. There is movement next to her, and then the bed feels empty.

"Whurbluh huh?" Twilight mutters, her eyes creaking open.

"My train... aw hayseed and a half! Fritter's gonna tan my hide!"

"Oh!" Twilight snaps to attention, lighting a bedside lamp with her horn. Braeburn is on the floor, tangled up in his own vest.

She steals a quick look at the clock on her nightstand and does some math in her head. "You might make it if you run," she says.

"Alright I can do this... Ooof!" Braeburn trips over the pile of sheets on the floor, landing on his chin. He half runs, half crawls to the door. Twilight grabs his hat in her mouth and follows.

He runs downstairs and through the library, dodging around piles of books and paper. He throws the front door open, but stops and turns to Twilight. She floats his hat into place with a glow of her horn.

"Sorry, I gotta –" he says.

"It's fine," she interrupts.

"Write me?"

"I will." She gives him a quick kiss. "Goodbye."

"So long," he says. He hesitates, then kisses her back. He pulls away and looks at her longingly, then kisses her again. She starts to enjoy it but then pushes him towards the door.

"Go, you dumb foal!" she says with a smile.

He smiles back at her one last time and gallops out the door into the early morning light. She watches him go, standing at her open door. After a few seconds he disappears around the corner. Twilight doesn't move.

*And... that's it. He's gone.*

She wonders if she'll ever see him again. He's a good guy. She'll definitely write to him.

*Well... right after I write to Luna, that is.*

She snorts quietly. A triumphant smile rises up as she realizes that she truly is one step closer now.

*Yes! Can't wait can't wait cannot wait!*

She jolts on her hooves.

*What about Rarity?*

We're just friends.

*What about Braeburn?*

Are you kidding? He lives hundreds of miles away.

*But...*

No, that was just... a fling. One of those things normal, sociable ponies do sometimes. Right?

*Princess Luna. Eye on the prize. Beautiful, perfect, night-goddess Luna.*

She wouldn't ask me to do something... wrong.

She frowns and stares out at Ponyville slowly waking up, looking for anything else to think about. She's almost never awake this early. Do her friends actually wake up in the morning? Some of them have real jobs, after all. Applejack must be awake. That farm pony is probably up with Celestia every day.

Twilight spends long seconds just staring at the town. It looks deserted. Birds are singing loudly all around her. The sun is still under the horizon, but there is pale blue light, much different from sunset. A cool breeze blows in through the doorway.

She closes the door. She doesn't feel sleepy in the least. She starts walking back up to her room when a small snore grabs her attention.

Spike is lying on the same floor cushion, one arm hanging off the side. She smiles as she watches him sleep, his little chest rising and falling. She grabs him with her magic, lifting his whole body up slowly and moving him over to a huge, plush reading chair.

"Zzzmmm... huh? Twilight?" Spike opens one eye, stirring as he sinks into the chair.

"Shhhh." She grabs a blanket from a closet nearby and tucks it around her number one assistant. He instantly snuggles into it and starts snoring again.

"There you go," she says. She watches him for a few seconds more before retreating back to her room.

She settles in at her desk, preparing some paper and a quill. She looks over both shoulders quickly before levitating a box out from under her bed. She ignores the books and magazines, pulling some papers out from the side. She quickly leafs through the pile, finding her list. Chewing the tip of her quill, she looks it over.

#### Twilight's Plan to GET LUNA

##### Phase One

1. Find nice stallion.
2. Flirt with him – learn how to flirt.
3. Go on some dates. (Requires more research conc. How to date? Where to go?)
4. Fall in love? (See notes page seven and eight)
5. Have sex? (NOTE really?)(ALSO NOTE seriously?)
6. End the relationship (Eye on the prize!)
7. Doesn't that sound a bit shallow? (That's not even a step what are you writing go to sleep)
8. Find statistics on average length of relationships, usual causes for breaking up
9. (wordless scribbles, heart shape with "TS + L" written inside)
10. GO TO SLEEP CHEERILEE IS BRINGING THE FIELD TRIP TOMORROW

Well, that takes care of one, two, three, five... and probably six, too. Not that her little tryst with Braeburn could really be called a relationship. Could it? Numbers seven and ten are irrelevant now. Number eight was a dead end. She had already checked, and apparently the pony academics of Equestria hadn't found time to do such research. All she could find was anecdotes and guessing. Not good enough. She updates her list.

#### Twilight's Plan to GET LUNA

##### Phase One

- ~~1. Find nice stallion.~~
- ~~2. Flirt with him – learn how to flirt.~~
- ~~3. Go on some dates. (Requires more research conc. How to date? Where to go?)~~

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8. ~~Find statistics on average length of relationships, usual causes for breaking up~~
9. (wordless scribbles, heart shape with "TS + L" written inside)
10. ~~GO TO SLEEP CHEERLEE IS BRINGING THE FIELD TRIP TOMORROW~~

*Yeah, that looks about right.*

Unfortunately, pages seven and eight of her notes are just line after line of her own increasingly angry complaints about romance novels.

So... phase two? She's made love to a mare already, but...

*This was special. Just for us.*

She can't tell Luna about that.

*I'll just have to do it again.*

She sets about writing.

Phase Two

1. Find a mare (one who doesn't mind me telling Luna) and go on a date.
2. Have some sex!
3. Tell Luna about said sex.
4. Get some Luna (Yes yes yes!)

She pauses. Is that it? What about love? Well, she loves Luna. But the Princess had made her mission clear...

Twilight floats another paper out from the pile, a blue envelope that glitters slightly as it moves. She holds it to her snout and inhales, her head spinning a little. It smells of evening primrose – she had described it to Fluttershy, who had eventually identified it for her.

It was just sitting on her desk one morning. The letter inside was short, to the point, and made Twilight's heart flutter.

*My eager student,*

*I'm so happy to hear of your findings. I look forward to the night you can show me what you've learned.*

*Try to not overthink this, my Twilight. Let your emotions and sensations guide you. Do not be afraid to look for love anywhere, even amongst your friends. Is not true friendship just a form of love, after all?*

*Find love, make love, and be merry. You've taken your first steps into a larger world.*

*Your Midnight Princess*

*L*

Beneath the initials there is a stain of lipstick on the paper. Twilight rubs the letter against her cheek and shudders, immediately feeling embarrassed for doing such a thing. She puts her notes and the letter away, then draws up a blank piece of paper.

*Dearest Princess Luna,*

*I made love! It was amazing! We had a few... difficulties, but it worked out in the end. I never thought anything could feel so good! My stallion was sweet and kind, and I was so lucky to have found him. It was pure chance, really – we just sort of fell in together. Much less awkward than the formal date I went on.*

She pauses. She wants to explain her time with Rarity. It had been... different. Better? She's not sure. Twilight has so many questions. But she can't. She sighs, and continues.

*Unfortunately, he lives far away, so it looks like our night together was a one-time thing. I admit, I don't think I love him. I think my crush on you is still keeping me from really falling in love. Sorry? I'll keep trying. Is it possible to be in love with more than one pony at once?*

*I suppose I'll find out. I'm going to try to find a mare now. I'm really excited about this. I don't know if my love for you makes me think of mares more often, or if I think of you because I like mares. It's a silly question. You are in a class of your own.*

*Your Eager Student,*

*Twilight Sparkle*

It pains her to lie to the Princess, but it has to be done. She is excited, though. At least that part is honest. She folds the letter into an envelope and focuses on it. Again, the magic flows through her deliciously, touching her mind with just a glimpse of the majesty of a goddess. When she opens her eyes, the letter is gone, and she sighs in the warm afterglow of the spell.

Her mission accomplished for now, sleepiness sneaks back into her eyes. She collapses into bed. It was neat to see dawn for once, but it isn't something she feels the need to hang around for. She is asleep in moments, snoring loudly.

It was on almost this exact spot that Rainbow Dash landed in front of her, the morning after her mission began. That was weeks ago. The whole world is different now.

She trots on, making her way to Carousel Boutique again. Unlike that day weeks ago, nopony stops her, and she is at Rarity's home in just a few short minutes. A "Closed" sign hangs on the door. Twilight goes to knock, but her hoof freezes in mid-air. This is the first time they've really seen each other since that date.

*This isn't going to be weird, is it?*

We're still just friends, after all.

*But... does Rarity think about that night, like I do? Does she want to try it again sometime?*

Twilight smiles as some choice memories flash through her eyes.

*That would be okay. Very okay.*

She knocks on the door.

"Come in! It's open!" Rarity's voice calls out from inside.

Twilight lets herself in. The shop looks strangely empty. The dress forms are bare, the sewing table is clear, and Rarity is sitting at a design table sipping at a glass more full of ice than beverage.

"Twilight! I knew you would be early. So good to see you again." Rarity smiles warmly at her. "Come sit down! Can I get you anything while we wait?"

"No, that's okay. You look... not busy. For once," Twilight says as she settles onto a cushion next to her friend.

"Well, everypony needs a day off now and then. And I'm so glad we could set this up – it takes ages to get everyone's schedule together like this. Oh, this is going to be just fabulous!" Rarity says.

"You even got Applejack to take today off?" Twilight says.

"Ugh, I know. She was the last hold out, and it took forever to convince her. She can be so recalcitrant sometimes."



"I don't think she's ever even been to the spa."

"Yes, well, it would take an emergency for Applejack to do something so clean. That or my silver tongue." Rarity laughs smugly.

*I bet your tongue could convince a lot of ponies to do a lot of things.*

She starts to picture Rarity and Applejack in a very compromising position, but forces it back.

*Rope it in, girl... just a day at the spa.*

Everyone else will be here any minute now. Rarity is acting perfectly normal. Like nothing happened.

"Speaking of Applejack..." Rarity says with a glint in her eye. "She mentioned something peculiar while I was persuading her to join us today."

"Oh?" Twilight immediately knows what's coming but does her best to fake an innocent look.

"Oh yes. Apparently her cousin Braeburn almost missed his train back to Appleloosa – he disappeared the night before, and gave the whole Apple family a dreadful fright. Applejack said he had some story about getting lost while going out for food, but we both agreed it was an obvious ruse. Most peculiar."

"Yeah, that's uh... strange."

"You wouldn't happen to know anything about that, would you?"

"Um..." Twilight bites her lip.

"Ha! I knew it! So what happened? Oh, tell me everything!"

"He might have... kind of... stayed at my place," Twilight trails off, channeling Fluttershy. Rarity's jaw drops and she gasps in excitement. She looks like she's about to ask a thousand questions when there is another knock at the door.

"Oh, for heaven's sake... come in!" Rarity yells, looking a little annoyed.

"Alright, I hope y'all are ready to get this frou-frou nonsense over with," Applejack says as she enters the boutique. Her eyes perk up when she sees Twilight. "Well wallop my withers, Twilight! I was hopin' you would be here early. I have somethin' for you."

"For me? What is it?" Twilight says. Applejack rummages around in her saddlebag for a moment and produces a small, plain envelope. She drops it on the table in front of Twilight.

"Came with the usual mail from Appleloosa, with instructions to pass it on to you." Applejack winks at Twilight.

"Oh. Uh... thanks." Twilight slides it closer to herself, but leaves it on the table. Both her friends are staring at her.

"Well?" Rarity says.

"I'll read it later," Twilight says.

"What? I been waitin' all day to hear what that says. I mean, I'm pretty sure I know what it says, but still." Applejack nudges Twilight with her elbow, cocking an eyebrow.

"It's probably nothing. I don't even know who it's from," Twilight lies.

Both her friends scoff loudly.

"Come now, Twilight, this is positively thrilling. You must open it!" Rarity says.

"Yeah, what she said," Applejack says.

"Fine, fine." Twilight tears the envelope open with her teeth and starts reading the letter within. Of course, it's from Braeburn. She barely hears her friends as she reads.

"So... he was with her, wasn't he?" Applejack says to Rarity.

"Of course he was," Rarity says.

"Ha! Knew it," Applejack says.

Twilight's eyes get wider and wider as she scans the words. Phrases like "been thinking of you every moment" and "can't wait to see you again" and, "loveliest mare in all Equestria"

jump out at her. She blushes deeply and folds up the letter, hiding it on the table under her hooves.

*Oh dear Princess, is he in love with me? Aww... I think he's in love with me!*

This is it! I found love! But wait... he loves me. I don't love him back. Shoot. Does that count?

*This is bad.*

That was just a one-night stand, wasn't it? She can't get bogged down with Braeburn, nice as he is. She needs to find a mare so she can be with Luna. But what about him? How's he going to take that?

*What do I do? What can I do?*

Twilight comes out of her thoughts to see both her friends staring at her again, barely containing their laughter.

"So... did he go all the way and propose, or only declare his undying love?" Rarity says.

"Wait, wait, she doesn't know who it's from, remember? So who is it, Twilight?" Applejack says, snorting into her hoof.

"It's, uh... it's private," Twilight says, sticking her nose up in the air. Rarity and Applejack share a laugh.

"Shoot, Twilight, you and Braeburn... I never woulda thought that. I guess you're quite the catch for that goofball." Applejack punches Twilight's shoulder lightly.

"Hey! He's not a goofball. He's sweet," Twilight says. Rarity and Applejack laugh again, and Twilight folds her ears down, feeling her blush grow more intense.

"Aw, relax, we're just horsin' around. He's a good colt. I don't know what you two are thinkin' what with the long distance and all, but hey – like Granny always says, the heart wants what the heart wants," Applejack says.

"Indeed, they are quite adorable together," Rarity says.

"Actually..." Twilight says.

*Oh Goddess, how am I going to break this to Applejack?*

What if she gets mad?

"Is something wrong? It is from Braeburn, is it not?" Rarity asks.

"Yes, it is," Twilight says.

"What, is he comin' on too strong? You look kinda spooked," Applejack says.

"He says he wants to come out to Ponyville to see me again," Twilight says, looking downcast.

"You don't fancy him?" Applejack says.

"I like him. But not like that, no. I mean, this is a love letter. Like, romantic love."

"Oh my. He really is confessing his love for you?" Rarity says.

"In so many words, yes," Twilight says, staring glumly at the letter.

"Well, if you aren't interested... that's a shame, but it is what it is," Applejack says, looking a little disappointed but not angry. Twilight lets out a long breath of relief. "Can't force somethin' that ain't there. I guess you write him back and break the bad news, and I'll write him somethin' to help it along."

"Really? You aren't upset with me?" Twilight asks.

"Shucks Twilight, I know Braeburn. This wouldn't be the first time he fell a little too hard and fast for a girl. Besides, it ain't like you led him on or anything. Heck, I doubt you'd even know how." Applejack snorts and smiles.

*She knows!*

No, that's stupid, she doesn't know.

*Just play it cool.*

She puts on a fake smile for Applejack.

"It is a shame, really, Twilight," Rarity says. "He would've been the perfect stallion for you to try out. I suppose we shall have to keep looking."

"Try out? Whaddya mean, try out?" Applejack says.

Twilight's heart plummets into her stomach.

*Et tu, Rarity?*

"Oh!" Rarity's eyes go wide. "I meant, um, that is to say..."

"It's fine, Rarity. I was going to tell everyone today," Twilight cuts her off. That had been her plan, anyway. It had never crossed her mind that her tryst with Braeburn would last after his train left.

"Tell everyone? About what?" Applejack says.

Twilight takes a deep breath.

*Applejack is your friend. It's going to be fine.*

She'll understand. Right?

"I'm in love with Princess Luna," Twilight says.

Applejack freezes, her face completely blank. "Excuse me?"

"I'm in love with Luna, and she asked me to try some dating before we could be together," Twilight says. It feels good, putting it out in the open. She could swear her lungs actually loosen up and grow in size.

"Oh, so you two are really in love now? When did that happen?" Rarity says.

"Wait a sec. She wants you to date... other ponies..." Applejack squints at Twilight, "so you can date her?"

"Yes, that is the plan," Rarity says.

"Well that ain't right. If that's the case, I'm glad you aren't gettin' Braeburn mixed up in this," Applejack says.

Just lie. Just make something up and move on.

*Wait, are you crazy? Lie, to Applejack?*

That might be the logical thing to do, but...

"Umm, Applejack," Twilight hears herself say, horrified, "I might have... kind of... uh..."

Rarity interrupts her with a gasp. "You did not!" she says, smiling.

"Whoa whoa whoa." Applejack stumbles back a few steps. "Are you sayin' you two...?"

"Congratulations, Twilight!" Rarity gushes. Twilight winces.

"Don't congratulate her!" Applejack yells. She turns to Twilight. "What were you doin' messin' around with my cousin if you're in love with some crazy magic moon mare?"

"I'm sorry! I didn't think he would fall in love with me! I thought it was just a one-night thing," Twilight blurts out.

"A one-night thing, huh?" Applejack snorts angrily. "Did you tell him that?"

"...No," Twilight says.

"Why of all the low down, schemin' –" Applejack stomps a hoof.

"I'm really sorry! It just kind of happened, there wasn't time to discuss it," Twilight says.

"Wasn't time to...? What are you – how do you..." Applejack splutters before giving up on words and just grunting in anger.

"Now, Applejack, calm down," Rarity says. "I'm sure Twilight didn't mean to hurt anypony."

"You stay outta this!" Applejack barks.

"I beg your pardon?" Rarity gives Applejack a look that would fell a lesser pony.

"This ain't none of your business." She waves Rarity off with a hoof. "Twilight, you're gonna make this right. *Today*. You write him a letter just as soon as we're done with this girly nonsense and you tell him everything."

"Applejack! I am Twilight's adviser in love, and I can assure you this is very much my business," Rarity says.

"I'll tell you what's your business and what ain't, you –" Applejack says.

"Girls!" Twilight yells. Both of them look at her. "Don't argue. Please. Rarity, AJ's right. I really messed this up." Twilight stares down at the letter. She can feel Applejack glaring at her. "I just want to fix this now."

"Fix it? This ain't one of your science doohickeys, Twilight," Applejack says.

"Well, you said write him a letter. Will he be okay? I really don't want to hurt him. Is there any way I can do this without hurting him?" Twilight looks desperately at both her friends.

"Little late for that," Applejack says.

Rarity nods. "Sadly, that appears to be so. If he's really fallen in love with you, that is."

Twilight tears the paper out from the envelope and gives it another quick read. She frowns deeper and deeper as she reads it, and by the end she is slumped down into her cushion. Her stomach does a few loops as she looks pleadingly up at Applejack.

"I'm really sorry. To you and him. I didn't want this," Twilight says. She feels stinging in her eyes, fighting to not blink.

Applejack just glares at her, but after a few seconds she can't hold it any longer. She heaves a long sigh and sits, folding her arms underneath her.

"Twilight, you... I'm just surprised, is all." Applejack looks away wistfully. "You're one of my best gals. I guess I expected better from you."

Twilight winces, feeling like she's been kicked in the gut.

"You must understand that she didn't mean to," Rarity speaks up. "She's new at this, after all. She's never dated before."

"I ain't never dated before, and you wouldn't catch me doin' that!" Applejack yells.

"Really? You haven't dated?" Twilight asks.

"That ain't the point right now." Applejack glares her down again. "You promise me you're gonna make this right? As best you can, anyhow?"

"Of course! I promise," Twilight says. Applejack makes a gross hawking noise in her throat and spits on her hoof, offering it to Twilight.

"Ew! Must you really?" Rarity says.

"Yes indeed." Applejack doesn't take her eyes off Twilight. Twilight recoils a bit from the spit-covered hoof, but her resolve takes over. She has to make this right. She reaches for Applejack's hoof.

"Naw, you gotta spit too. Don't you know anything?"

Twilight looks dumbly at her hoof. She purses her lips and tries spitting, but just makes sputtering noises. Barely anything comes out. She takes a deep breath and tries again, dripping a wad of saliva down her chin. She wipes it off on her hoof and quickly presses it to Applejack's, grinning in embarrassment.

"I guess that'll do." Applejack wipes her hoof on her own coat and pointedly looks away from Twilight.

*She's still mad at me.*

Is she going to hate me now? Am I going to lose a friend over this? Luna can't be worth losing Applejack.

*I have to say something.*

Twilight is just forming a sentence in her head when there is another knock on the door.

"It's open!" Rarity says.

The door bursts open and Rainbow Dash pounces into the room. "What's up, ladies?" She poses, flaring her wings out.

Pinkie Pie comes bouncing in after her, followed by Fluttershy. They all exchange the usual greetings before Pinkie Pie's head starts shaking around. Her eyes go wide, and she gasps, staring at Twilight.

"Everyone! I think something big happened to Twilight!" Pinkie Pie yells.

"Is this another one of your weird predictions?" Rainbow Dash says.

"No! This one already happened! It's – hmm..." Pinkie Pie grabs her own head, feeling the vibrations running through her poofy hair.



"Oh no..." Twilight groans and hides her eyes.

"Ooooh! Wow! Twilight had some –" Pinkie Pie pauses as the head shaking goes away. Then she grins at Twilight, waggling her eyebrows. "Hee hee, Twilight, you got laid!"

"Whoa! Really?" Rainbow Dash says.

"Oh... you mean...?" Fluttershy looks shocked.

Rarity and Twilight look to Applejack. Applejack sighs again, rolling her eyes.

"Cat's outta the bag now. Go ahead and tell 'em," she says.

"Wait, REALLY really? Pinkie is right?" Rainbow Dash says.

"How do you do that?" Twilight glares at Pinkie Pie. "And why isn't it ever something good?"

"What, it wasn't good?" Rarity asks.

Twilight folds her ears back and mumbles her answer. "No, it was," she says.

"Who was it? Come on, tell us!" Rainbow Dash says.

Twilight looks at Applejack. Her friend is still glaring at her, but she doesn't say anything.

"Twilight?" Fluttershy says. "If you don't mind me asking... it was Braeburn, wasn't it?"

"Ha! Twilight and Braeburn! You are too much sometimes, Fluttershy." Rainbow Dash laughs.

"Actually, it *was* Braeburn," Rarity says. Rainbow Dash drops her jaw, staring at Twilight.

"Wow... I wonder what that was like?" Rainbow Dash stares off into space, then grins wickedly. She sits down on the floor, pretending to read a book. "Hmmm yes, reading... I'm Twilight! Hey there, Braeburn!" Rainbow Dash says, looking at Pinkie. Pinkie catches on quickly and giggles.

"I'm Braeburn! Aaaaaaapplelooooooosa! Watcha readin' cutie?" Pinkie bounces over to Rainbow Dash.

"*Egghead's Guide to Sensual Steamy Sexin'*," Rainbow Dash says in a snooty tone, pretending to close the book.

"Sounds fun! Let's do it!" Pinkie mounts Rainbow Dash like a stallion, ramming her hips into Dash's flanks. Fluttershy squeaks and covers her eyes.

"Oh yes! Books! Science! Sarcasm!" Rainbow Dash yells.

"Apples! Desert! More apples!" Pinkie Pie yells with each thrust.

"Nnnnnnnahhhhh Princess Celestia!" Dash yells out, writhing in fake pleasure.

"Woooooo Appleloosa!" Pinkie slams Rainbow Dash one last time and they both collapse in a pile, laughing.

Twilight and Rarity just glare at them, unamused. Applejack's face is a mask of confused horror. Fluttershy is quivering, peeking out from under her hooves.

"Are you two quite finished?" Rarity says.

"Yes we finished! Weren't you listening?" Pinkie says, causing Dash and Pinkie to laugh even harder.

"Alright, I've had just about enough o' this. Let's do what we're doin', my time's a wastin'." Applejack gets up and walks out the door, leaving it open behind her.

"What's her deal?" Rainbow Dash asks, still tangled with Pinkie Pie on the floor.

"We'll explain on the way," Rarity says, also getting up. Twilight slowly gets up as well. Her legs feel heavy. She can't help but hang her head as her friends make their way outside.

"There there, Twilight. She'll come around. Just give her some time," Rarity says, patting her shoulder.

"And Braeburn?" Twilight says, not looking up.

"Well, you said you wanted to learn about love. Sometimes breaking a heart is part of that. I've broken a few myself, I should think."

Twilight looks up at her. "And you're okay with that?"

"Of course not, it feels just awful," Rarity says.

"Oh," Twilight says. For some reason she feels a little better. Only a little.

• • •

Steam washes over her head. Her hooves are resting in a pool of cold water, fed by a waterfall running down the wall next to her. Cool mist and hot vapor rise all around her, mixing in the air.

Twilight sighs, stretching her back. Her friends are all in the sauna with her, all of them sharing her look of bliss. Normally she can't stand the smothering heat of a sauna for more than a few minutes, but this room is different. Somehow, every time she starts to overheat a cooling mist washes over her. As soon as she's bored of that, the steam returns. It's like the room is reading her thoughts.

She sighs again and sits. It feels like she's melting into the water, completely relaxed. Twilight closes her eyes and listens to running water and the hiss of steam.

"Rarity?" Applejack breaks the calm, and they all look at her.

"Mmhmm?" Rarity looks lazily at Applejack. Her hair is wrapped up in a ridiculously big towel.

"We been here for a few hours now," Applejack says.

"Mmm," Rarity says.

"And I been through some girly shenanigans," Applejack says.

"Yes, well that is the point."

"I was gonna give you a hard time about dragging me here."

"Of course."

"But this? This is nice."

All of Twilight's friends voice some kind of agreement, but they quickly quiet down again. Twilight steals a look at Applejack, who is right next to her and uncomfortably close. It's a small room for six ponies to be in.

That was the most her friend has spoken since they arrived. On their way over, the whole group had been brought up to speed on Twilight's mission, for lack of a better word. Applejack had pointedly stayed out of the conversation, and she's been sullen and quiet since then.

*Maybe it's just regular grumpiness about going to the spa. Maybe she isn't still mad at me.*

"What?" Applejack says suddenly.

"I didn't say anything," Twilight quickly looks at her hooves.

"Well yer just starin' at me. What is it?" Applejack says.

*No, she's still mad at me. I've got to do something.*

"I just feel so bad about Braeburn," Twilight says.

"Let it rest, Twi. Nothin' more to say about it."

"You're not mad at me?"

"Of course I am."

Twilight is at a loss. Applejack lightly punches her on the shoulder.

"Relax, Twilight. You're still my gal. But that doesn't mean I can't be sore at ya when you do somethin' bone-headed."

"Geez, lighten up, AJ. She said she was sorry, didn't she?" Rainbow Dash says.

"That ain't the point. What she did was plain ole' dishonest, and I hope she never pulls somethin' like that ever again." Applejack glares at Twilight, who nods weakly. "And that's beside how much my poor cousin's gonna be broken up about this."

"So what? How he carries it is up to him," Rainbow Dash says.

"Is that right?" Applejack says.

"Sure." Rainbow Dash shrugs her shoulders.

"Rainbow Dash, that sounds very... um..." Fluttershy fails to find the word she wants.

"Dasheriffic?" Pinkie Pie says.

Applejack snorts. "Dasheriffic sounds about right," she says.

"She has a point, you know. Braeburn is a grown stallion, I'm sure he can take care of himself," Rarity says.

"Alright!" Applejack yells. "Remember that time we went to the spa and I was actually startin' to enjoy it, despite myself? How's about we talk about somethin' else? Ain't nothin' more to discuss on this matter."

The circle of friends goes silent. Twilight frowns and keeps staring at Applejack.

*Do they sell "Sorry I seduced your cousin and broke his heart" cards?*

"Something else, huh?" Rainbow Dash arches her eyebrows and gets a mischievous look on her face. "So... Twilight. You've had a guy now." Dash glances at Applejack, who just narrows her eyes. "You ready to try out the other side?"

Twilight hedges on changing the subject – are they really just going to move on?

*Well, Applejack did say she didn't want to talk about it anymore...*

"Yes, that's still the plan," Twilight says.

"Oh my!" Fluttershy gasps. "Are you really going to date a girl?"

"Hold up now!" Applejack says. "You tellin' me after all that you're just gonna go gay?"

"She's just trying it out, Applejack," Rarity says.

"How do you even know you like mares? You ever been with one?" Applejack says to Twilight.

"Honestly? I... uh..." Twilight unconsciously looks at Rarity, who is staring at her in muted horror. She changes tack. "I haven't tried it yet. But I fantasize about it. A lot. Way more than being with guys. I was starting to think I was like that," she says. Rarity relaxes.

"Oh. Well that... uh... huh. So... you and Braeburn was just, like a... I don't know..." Applejack looks puzzled.

"But you still enjoyed being with him, did you not?" Rarity asks.

"Well, yeah," Twilight says.

"So you think you like both?" Rainbow Dash says.

"Don't be stupid, you can't do that," Applejack says.

"Sure you can! I do!" Rainbow Dash says.

"You do?" Applejack says.

"Yeah, I'm a player," Rainbow Dash says smugly.

"Well I knew you were into mares but..." Applejack looks even more puzzled. "I never thought that was a thing before. Liking both, I mean. Y'all knew about this?"

Everyone else nods.

"I've known since we were friends in Cloudsdale," Fluttershy says.

"Don't worry Applejack, I just found out," Twilight says. "And I think I might be like Dash. I was starting to think I only liked mares until Braeburn. Now I don't know what to think. I still think about mares all the time. What if I'm... I don't know, mostly gay? What's that called?"

"It's probably called, 'being mostly gay!'" Pinkie Pie says.

"If you're looking for a formal term, nothing comes to my mind," Rarity says.

"Hmm." Twilight rests her chin on a hoof, thinking.

"Oh!" Pinkie Pie bounces in the water. "Why don't you just use a number? Like, on a scale from one to ten, I like stallions THIS much," Pinkie Pie says.

"Pinkie, that's brilliant!" Twilight's mind races. "Although it really should be one through nine."

"Aw! Why not ten?" Pinkie says.

"Because if it's one through ten then two of the numbers will express a perfect median, which is redundant, not to mention inefficient, and..." Twilight trails off as she realizes

everyone is staring at her. "Sorry. So... one through nine, with one being into mares, and nine being completely into stallions."

"One should stand for straight," Rainbow Dash says.

"Why?" Twilight says.

"Because it looks like a dick," Dash says. Rarity groans.

"So does nine!" Pinkie says.

"What?" several of them say in unison.

"You just have to turn it a little." Pinkie cranes her head to the side.

"Anyway! One through nine, with one being completely gay, and nine being completely straight," Twilight repeats. "I guess I would be a three, or a four maybe. Oh, this is perfect! It's so exact."

"How do you know? If you haven't tried it yet, I mean?" Fluttershy says. Again, Twilight can't help but look at Rarity, who freezes momentarily.

"You're right, this is just a rough estimate. I'll have to recalibrate once I have more evidence to go on," Twilight says.

"Neat! We should call it the Twilight Scale! Oh, but I helped – the Twilight and Pinkie Scale!" Pinkie Pie says.

"Ha ha, no," Twilight says. "I mean, I'd rather not have my name on it. Let's just call it the scale. What about you girls? If you don't mind me asking, that is." Twilight looks to her right. Fluttershy is next to her, opposite Applejack.

"Who, me?" Fluttershy shrinks a little, but only a little. "I don't know. I've never done anything like that with anypony. I don't really know what to say."

"What, you never think about love?" Rarity says, cocking a knowing eyebrow at Fluttershy.

"I guess I do. I do want to find somepony. Someday. And when I dream about love, it's always a stallion."

"Of course it is!" Rainbow Dash says, smiling. "Back in Cloudsdale, when we were fillies, Fluttershy had a crush on, like, EVERY stallion..."

"Rainbow Dash!" Fluttershy yells. Dash just laughs quietly.

"So you're a nine. That's fine, I would guess that most ponies are. Perfectly normal," Twilight says.

"Oh... normal? Um... thanks," Fluttershy says.

"What about you, Rarity?" Twilight looks to the next pony in the circle.

"Easy. I'm a nine. But you probably all knew that already," Rarity says. Now Twilight cocks a knowing eyebrow, but Rarity ignores it.

"Oh... kay... Pinkie Pie?" Twilight says.

"Hmm." Pinkie Pie scratches her head. "I don't know! Depends on the day of the week, I guess!"

"Huh. So... a five?" Twilight says.

"Naw," Pinkie says.

Twilight just gives her a confused look. "...Moving on. Dash, you're comfortable being a five?" Twilight says.

"Oh yeah. A five. I like that! This scale is really something, Pinkie." Dash nudges Pinkie Pie.

"And that just leaves you, Applejack," Twilight says.

"I think I mind you askin', after all," Applejack says. All four of her other friends make disappointed noises.

"Come on, AJ! This is neat. We never talk about this stuff," Rainbow Dash says.

"Fine, fine. I guess I'm into stallions," Applejack says.

"But you said you haven't really dated anypony," Twilight says.



"So? Doesn't mean I don't think about it. I guess I'm more like Fluttershy than I thought," Applejack says.

"*You fantasize about love?*" Rarity says.

"Well, not love so much, honestly. I'm a busy mare, I got a farm to run. Never really gave much thought to findin' a mate."

"Wait, so...?" Rainbow Dash says, listening closely.

"I put in some long hours buckin' and plantin'. The mind does wander sometimes. There's a lot of days I find myself achin' for a good stallion. I just wouldn't know where to find 'em."

"...Aching?" Rarity says.

"Yeah, you know. It ain't really my head or my heart talkin'. Sometimes the rest of me is just screamin' for a nice big bundle of handsome who could really lay it down, if you know what I mean." Applejack splashes a hoof through the water.

"Whoa." Rainbow Dash grins.

"Oh... wow..." Fluttershy covers her smile with a hoof and looks away.

"Wow, Applejack. I never thought you... uh... thought about that." Twilight can't help smiling a little herself as some interesting images flash through her head.

"Hey, well, ain't nothin' to be ashamed of. That's just the equine condition."

"Indeed. So you're a nine, then?" Twilight says.

"Looks that way. I don't ever think about buckin' with a mare, so yeah."

Twilight chews this over. None of her friends said anything less than five – that leaves herself as the one most interested in mares. Is that weird? How common is it, really? How come nopony has written a book about this? Well, that's obvious, actually – it's not exactly easy to get this kind of information. These are her closest friends, and they're only just now talking about this for the first time.

"So, all you nines," Rainbow Dash asks, "You've never thought about being with a girl, even once?"

"Eep!" Fluttershy blushes. "Sorry, sorry..." She pauses, taking a deep breath. Twilight swears she can see Fluttershy silently mouthing the word *assertive* a few times. "Maybe just once. Or twice. I read about it in a book once..."

"Fluttershy!" Rarity gushes. "How bold of you to admit. I must confess that I've read about it as well, but that's as far as I'm willing to go. Personally, I'm all about the dashing gentlecolts."

Twilight gives Rarity a confused look, but is surprised to notice Rainbow Dash glaring at her as well. No pony else seems to notice.

"Well, I ain't never thought of that kind of stuff. Never really crossed my mind. Guess I actually have somethin' in common with Rarity, for once." Applejack chuckles. Twilight is glad to see her smiling.

"Ha! I can't imagine we would be interested in anyone similar. How droll. At any rate..." Rarity gets up out of the shallow pool of water. "Would you girls like to continue this later? I think we've been in the sauna long enough. I could use some ice water."

They all murmur some kind of agreement. Twilight is the first out the door – the steam was starting to get to her, after all. She lets herself out into the spa's large main room, and freezes, still holding the door.

There are ponies on massage tables or in tubs of mud and water all over the room. Everypony stops talking and looks at Twilight as she walks out. *Everypony*. Both of the spa sisters blush and look away as their eyes meet Twilight's. Every customer is looking at her with a mixture of shock and awe.

She can't recall the names of most of them – just mares she's seen around town. But near the sauna, sitting on cushions getting hoof cleanings, are three she recognizes. The mare with the puffy orange mane is Carrot Top, next to her is the one with the really pretty mane – Bon-Bon, is it? Twilight is pretty sure her name is Bon-Bon – and next to her is Cheerilee, gawking in awe at Twilight.

"Oh! Twilight!" Cheerilee, like the spa sisters, goes red in the face and looks away as Twilight looks at her, but she quickly pulls it together and looks back. "Hi," she manages to say.

"We were all wondering just who was in there," Carrot Top says.

By now the rest of Twilight's friends have made their way out of the sauna, each one freezing like Twilight as they realize the whole room is looking at them.

"Whoa! They could –" Rainbow Dash says.

"Hear us?" Pinkie Pie finishes.

"Oh hayseed," Applejack says. Fluttershy dives behind Rarity, hiding.

"Perhaps we should... uh... call it a day?" Twilight says, backing towards the exit.

"Quite," Rarity says. They all turn and make for the door, trying to ignore the tittering and hushed talking that flairs up the moment their backs are turned.

Twilight wills the magic in her horn to life, lifting another box and floating it out into the library. She lifts two at the same time, then goes for three. It's still easy. Her magic has been steadily improving, even after leaving Celestia's tutelage. Unfortunately, the door is quite small, so three at a time looks to be the limit for now.

It's a shame. She's been looking for something to take her mind off the letter to Braeburn. Despite her promise to Applejack, she still hasn't sent it. She was up all last night agonizing over it, writing it and re-writing it. Even after hours of frustration, she couldn't bring herself to finish it.

"I can't believe it! My own room!" Spike says, slowly dragging a box that Twilight could easily lift. "I don't think I've ever had my own room before!"

"Well, you are getting awfully grown up. Look at those spines!" Twilight says. Spike looks exactly as he has for the past year. He stops dragging the box and runs a claw through his spines.

"Maybe soon I'll be big enough to impress Rarity." He poses, flexing his adorable little muscles. "What's that, Rarity? Oh yeah, you know, big awesome dragon muscles, no big deal. What's that? Why yes, I'd love to be your date to the Gala this year!"

Twilight giggles, shaking the boxes she's levitating. "Keep it together, Romeo. We've got a lot more stuff to move if you want to move in by tonight."

"Right! Right." Spike goes back to dragging his box, giving it his all. The box crawls across the floor. Twilight's never seen the little dragon work so hard.

Her reasons for suggesting this were pretty selfish at first. Between her night with Braeburn and her... solo explorations, Twilight had come to the conclusion that she needed a little more privacy. It wouldn't do to have Spike in a little basket at the foot of the bed while trying to make love to Luna, after all.

Then she had remembered that there were whole rooms in the library just full of junk she'd barely even looked at, gathering dust. Once all this junk had been shoved in the basement, this particular room would be Spike's.

"You think we could have a party once it's ready?" Spike says.

"What, like a housewarming party?" Twilight says.

"Yeah! We can invite all our friends... and Rarity! To Spike's Spectacular Roomwarming Party!"

"You should get Pinkie Pie on that." Twilight smiles, then something occurs to her.

*No, he's just a kid, I shouldn't ask him.*

But he is always talking about Rarity. Just what is going on in that little dragon brain of his?

"Spike, can I ask you something?" Twilight says.

"Sure, Twilight."

"Why do you love Rarity?"

"Aw geez, Twilight, come on. You're just gonna make fun of me again."

"I won't this time, I promise. Really. I mean... you know she's a unicorn, right? And you're a dragon? Don't you think that's a little strange?"

Spike stops his work and pauses, staring into space. "That's okay," he says.

"That's okay?" Twilight raises an eyebrow at him.

"Yeah, I don't care. She's amazing. I don't care if it's strange."

"Oh... kay... well why her?"

"Oh, that's easy! She's beautiful, and smart, and gorgeous, and talented, and pretty..."  
Spike counts his words on his claws, rambling on.

*Maybe this is normal for dragons.*

I really wouldn't know.

*Or maybe I damaged his brain by raising him around ponies.*

She frowns at that thought.

"...and kind, and generous of course." Spike finishes his list.

*Ha, he's so adorable. So childish. I ask him why he loves her and he just lists a bunch of generic good adjectives.*

"She's a little older than you, too. Don't you think that's strange?" she says.

"I told you, I don't care. Every time I see her it's like... she's just so perfect. She's so amazing. I just want to make everything nice for her and be with her forever. I want to make her happy." Spike is staring dreamily into space. He snaps back to reality. "You really aren't gonna make fun of me?" He glares at Twilight.

For once, Twilight can't think of a sarcastic quip. "No, Spike. That was actually really sweet."

"You won't tell Rarity what I said, will you?" Spike says, suddenly looking terrified.

"Of course not. Although she would probably like what you just said."

"Really?"

"Sure. I wasn't kidding, that was sweet. You really are a little Romeo sometimes."

Spike puffs his chest out for a moment, beaming. Then he stops, looking confused. "Well what about you, Twilight? I never hear you talk about anyone you like," he asks.

"Whoa. Really? You want to hear about who I like?"

"Why not? I always talk about Rarity. Besides, I don't think you have anyone like that. Other than your books, maybe." Spike snorts.

"Ha ha ha," Twilight deadpans. "Well, for your information, my little assistant..."

Spike's jaw drops. Twilight hedges on whether she should tell him or not.

*Well, why not?*

He seems to get this stuff a little bit.

*I tell him everything else. This is bonding!*

"I do have a crush on somepony. I think I might even love her," Twilight says.

"Her?" Spike says.

*Whoops! Too much? No, go with it, he has to find out sometime!*

"Uhhh... yes, Spike, her. Sometimes, two ponies love each other who are the same gender, and..." she starts to explain, feeling heat in her ears.

"Yeah, I know all about that stuff, Twilight."

"What?!" Twilight's jaw drops. "How do you know all about... that stuff?"

"Pinkie Pie told me."

"Oh."

*Going to have to have a talk with Pinkie.*

"You don't think that's strange?" she says.

"I'm a dragon who likes a pony. Whatever." Spike shrugs. "So who is it? Is it one of your friends?"

Twilight gets a wicked grin. "No, it's Princess Luna."

"Whoa!" Spike does a double take. "The Princess? And you make fun of me for liking Rarity!"

"Yeah, I guess that's not really fair."

"So why do you like Princess Luna?"

"Oh, that's easy! She's beautiful, and powerful, and lovely, and mysterious, and..." Twilight trails off.

*Now who's being childish?*

You can't come up with anything better than that?

*Can't I?*

Twilight's mind races.

*Why do I love Luna? Every time I think about her I get all excited and light-headed. And she's beautiful... and stuff... and... I sound exactly like Spike. And I laugh at him when he talks about Rarity.*

Well, what else is there to it?

*Have I done anything with Luna?*

We talked in Canterlot... ugh, I was so drunk I can't even remember what we talked about. Do I even know her, really? Sure I do, she's the Moon Goddess... I know about her... I know her sister! She isn't anything like her sister... is she?

"You okay, Twilight?" Spike says.

"Huh?"

"You were doing that thing you do. You spaced out."

"Oh... I was just thinking, Spike."

"Thinking about Luuuuuuuuna?" Spike jeers.

"Heh heh... yes, actually," she says.

*Maybe I really shouldn't make fun of Spike anymore.*

"Come on, let's get this finished up." She goes back to floating boxes out of Spike's soon-to-be bedroom.

"Okay." He goes back to his Sisyphean box. "Hey... when my room's done, you think Rarity would hang out in here with me?"

Twilight actually drops the boxes she's holding, startling Spike.

"Heh... sorry. You, uh... you should ask her," Twilight says.

*He couldn't have meant... no, that's all in your head.*

For just a moment she had seen it clearly – Spike and Rarity lying in bed, basking in afterglow. Spike was smoking a cigar and wearing a glorious mustache while Rarity gazed lovingly at him.



*He's just a kid.*

# What is wrong with me?

"Hey, do you hear that?" Spike says, pausing.

"Hear wha—" Twilight says, but Spike shushes her. Twilight perks her ears up, and then she does hear it.

"Oh no, not again," she groans.

"Whoa! Whoa! WhoooooooooooooooooAAAAAAAAAAAA!" Rainbow Dash's voice grows louder and louder before a brilliant blur comes flying in through an open window. She crashes into a bookshelf, spilling the contents everywhere, then rebounds into a stack of boxes on the floor. When the dust clears, Rainbow Dash is sitting in the middle of a wasteland of mess, shaking her head. Twilight groans.

"Dash! We've talked about this before. The door is right there!" Twilight says.

"Eh. Doors are for chumps." She jumps to her feet, flicking dust out of her wings. "Besides, I'm getting better. Just gotta go a little slower next time."

"Yeah, this time you didn't mess up EVERY book in the library," Spike says.

"Heh... yeah, I'm working on it, Spike," Dash says.

"I guess we better start cleaning this up. Are you going to help?" Twilight asks.

"Nope! I need to talk to you about something. Let's go get some lunch," Dash says.

"It's almost dinnertime," Spike says.

"Like I said, lunch. Come on, Twilight, my treat."

Twilight feels her stomach growl. She can practically hear it echoing off the bookshelves around her. "That sounds nice, actually," she says.

"Oh! Oh! Let's go to Horsia's!" Spike says, hopping up and down.

"Hold up there little guy." Rainbow Dash waves a hoof. "Me and Twilight need some grown-up talk time."

"Grown-up talk... what do you mean?" Spike says.

"Uh... girly grown-up stuff. Makeup or something, I don't know," Dash says.

"Whaaaaaat? No fair," Spike says.

"It's fine, Spike. I'll bring something back for you. You just keep working on your new room, we'll clean up this other stuff when I get back."

Spike groans loudly and makes a big huffy show of getting back to work. Twilight giggles – she can tell by the wagging of his tail that he's still happy about the food.

"Here, Rainbow Dash, let me show you something," Twilight says as she opens the front door. "Oooooooh! Wow! What brilliant mind invented such a contraption?" She swings the door back and forth on its hinges, looking amazed.

"Yeah, yeah, laugh it up." Dash struts outside. Twilight follows, giving one last glance back at Spike.

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Twilight picks at her salad absentmindedly. Most of it is still on her plate.

*Guess I wasn't as hungry as I thought.*

She's been watching Rainbow Dash wolf down her food for the past few minutes. It's almost impressive. The pegasus attacks her meal with the single-minded intensity of a vicious predator. As Twilight watches, she takes a momentary break and flags down the waiter, asking for another coffee.

*How does she stay so skinny?*

Twilight had caught herself staring at Rainbow as they walked over here – well, as Twilight walked. Rainbow Dash couldn't stay on the ground for more than a few moments. She kept fluttering up, spinning in lazy circles around Twilight, exuding energy.

*She's got a great body.*

Dash is definitely her most athletic friend – AJ might be stronger, more solid, but Rainbow Dash has the tight, firm muscles of a creature built for speed.

*What would it be like to sleep with someone like that?*

Twilight's head is about to take a few guesses as to that question when Rainbow Dash burps loudly.

"Well, that was attractive," Twilight says.

"Scuse me." Dash gives her a meek look.

Twilight surveys the table now that Dash seems finished. Her side is a half-eaten salad. Dash's side is an empty plate with several empty side dishes, and a few cups of coffee. Dash gulps down the latest one, sighing with satisfaction.

"How do you do it?" Twilight asks. "That's a pegasus thing, isn't it?"

"What, all this?" Dash looks around at the aftermath of her lunch, as if she has no idea how it got there. "Flying burns a lot of calories, Sparkles. You never read that in one of your books?"

"I have read it, it's just weird to see it in action. You don't look like you eat the way you do."

"Yeah, no such thing as a chubby pegasus pony. Food, coffee, sugar, energy drinks, you name it – we gulp it down."

"Huh. Lucky I guess."

"What, are you worried? You look great. Especially for a girl who sits in a library all day. Or maybe that magic horn of yours burns the calories, too."

*Does my horn burn calories? How do I not know this stuff?*

"Thanks, I guess," Twilight says.

*Wait a minute, did she just call me pretty? I think she did!*

"So. Anyway," Dash says. "All that stuff you were talking about yesterday. The scale, who likes mares and who doesn't, that stuff."

"Yes?"

"That scale is really great, by the way. Clever. I dig it a lot."

"Well that one was mostly Pinkie Pie."

"Yeah. Ah, Pinkie..." Dash gets a faraway look for a second. "I wanted to ask you about... well, you. Since I'm supposed to be helping you find a mare."

"Right, right. Sticking to the plan."

"Eye on the prize, exactly," Dash says, then perks up, remembering something. "Oh, and the whole Braeburn thing. I wouldn't beat yourself up over it. So you had sex once – big deal. You two aren't married or anything. You gotta keep moving!"

Twilight suppresses a wince. She's been trying hard not to think about that, after her failure to write the letter. "Can we not talk about that?" she says.

"Perfect! That's the spirit! Just move on."

*That's not really what I meant, but fine.*

"Alright, so moving on... you sure you're really up for this? Dating a girl, I mean?" Dash asks.

"Oh yeah. Very sure."

"Really? How do you know?"

The sound of Rarity moaning her name plays in Twilight's ears. She sees Rainbow Dash, from her very first real sexual fantasy, writhing on a bed.

"I... uh... I guess I find mares attractive. Like Luna. And I think about them. Instead of stallions," Twilight says quietly.

"Ah, you do clop to mares! Good, I thought so."

"You thought so?" Twilight raises an eyebrow.

"Yeah, I had a feeling about you," Dash says.

"Huh," Twilight says, not sure how to take that.

"But you've never tried it?"

Twilight can almost feel Rarity's silky mane on her snout. She shakes her head. "No, no. I mean, not unless the one kiss with Luna counts."

"You sure?" Dash pins her with a very serious look. "Because I'm trying to help you out, Twi. You gotta be up front with me."

*Up front? Of course...*

If I had just been more up front with Braeburn...

*But I promised Rarity!*

What to do...

*Compromise!*

"Alright, fine. I have tried out a mare before. But you can't tell anypony, and I can't tell you who it was," Twilight says grudgingly.

"Lemme guess... Rarity?"

Twilight's jaw almost hits the table. She looks around nervously, expecting everypony in the restaurant to be looking at them. No one is listening. Hardly anyone is there.

"How did you...?" Twilight says.

"I knew she was gonna do that." Rainbow Dash pounds the table with a hoof.

Twilight's head spins. She hears Pinkie Pie's menacing "FOREVER!" somewhere in the back of her mind. How in all of Equestria did Rainbow Dash know...?

"Okay, what *exactly* happened with you and Rarity?" Twilight asks.

Dash looks away, fidgeting a little. "What do you mean?" she says.

"What do I mean? The weird comments, the looks, and now I find out you know about me and her. What is going on?" Twilight says.

Rainbow Dash opens her mouth to speak, but thinks better of it and just sits there.

"Dash. You were just telling me to be up front. Come on," Twilight says.

"She asked me not to tell anypony," Dash says.

Twilight feels her glare soften. "Yeah... she did that with me, too," she says.

They both pause, looking at the table.

"It's not like any of us are gonna judge her!" Dash says suddenly, throwing her hooves up in the air. "We're her friends! You and me are real open about this."

"I guess she tries to be more private about this stuff," Twilight says.

Rainbow Dash snorts. "Yeah, when it comes to *her* privates. She's more than happy to gab about ours."

"That's not really fair. I asked her to talk about my love life," Twilight says. Rainbow Dash just snorts again, crossing her arms and sulking.

*Wow... There's whole dimensions to my friends I never knew about before.*

She's seen Dash angry before, but not like this. She seems almost hurt.

They both sit for what feels like a long time.

"Dash," Twilight says finally, "It's okay if you don't want to talk about it. I won't pry."

Rainbow Dash looks at her and softens a little when their eyes meet. She takes a deep breath. "Do you want to talk about it?" she says.

"I have to admit, I'm really curious now," Twilight says.

Rainbow Dash sits still for a few seconds more, then gets her usual determined look in her eyes.

"Okay then. But we better order some more food. It's a long story."

"Rainbow Dash?"

"Zzz huh wha-?" Rainbow Dash snorts and opens her creaky eyes.

"Rainbow Daaaaaaaaaash!"

Is that Rarity's voice waking her up? By now she's is used to being woken up by Pinkie Pie or Applejack. This is new.

She climbs up to the top of the small cloud she was using as a bed, scanning the ground groggily. There, far below, stands the little white unicorn. Rainbow Dash snorts and flops back down into the soft, white vapor.

"Dash! I know you're up there! Would you come down for a moment, please? I need to talk to you," Rarity's voice floats up from below.

Rainbow Dash lets out an angry sigh and rolls over. This was such a soft cloud, too. It even had a natural kind of bowl shape, perfect for napping. She stretches her wings and back, and smacks her tongue a few times for good measure.

"Dash!" Rarity's voice again, getting annoyed now.

"I'm comin', I'm comin'! Keep your bridle on." Dash rubs at her eyes with a hoof, rubbing out those little green crunchy things that always appear in the morning. What are those, anyway?

*Should ask Twilight sometime.*

She drops off the side of the cloud and glides down in a lazy circle. Rarity is standing on a small hill below, trying very hard to look nonchalant.

Rainbow Dash floats down near Rarity and hangs in the air above her. "What's up?" she says, stifling a yawn.

"So sorry to interrupt," Rarity says in that weird sing-song accent of hers. "You're not too busy to chat for a moment, are you?"

Rainbow Dash just gives her a deadpan look before yawning again. She stretches her back, losing altitude, and lands in the grass next to Rarity.

"I just wanted to ask –" Rarity begins, but Dash raises a hoof, silencing her. Rainbow Dash can feel Rarity's glare as she stretches some more, taking her time. She shrugs her shoulders, flares her wings out, then kicks out each leg one by one.

"Are you quite finished?" Rarity asks.

"Yeeeeeeeah," Dash says, rolling her neck back and forth.

"Good, good," Rarity says. She pauses, looking like she can't remember what she wanted to say. "How are you?"

"Sleepy," Dash says.

"Ah ha ha, of course," Rarity laughs diplomatically. "As long as I have you up, I just wanted to thank you again."

"...Again?" Dash blinks her eyes hard. What the hay is Rarity talking about now?

"Yes, again! Why, last week in Cloudsdale, you saved my life! And even after I was so awful to you. I don't think I could ever really repay you."

"Oh yeah, that," Rainbow Dash says, yawning again. "I already said, don't worry about it. No big deal." She looks around, becoming more alert. "You woke me up just to thank me again?"

"Well no, I wanted to do something special for you. I thought maybe I could take you out somewhere nice. My treat, naturally."

"What, you mean like a fancy restaurant or something?"

"Whatever you like! This is my gift to you, Rainbow Dash."

"Huh. Well that's cool." She sets to thinking.

*A free night out, anywhere?*

"How about that new pub? The one over on Stirrup Street?" Dash says.

Rarity makes a gagging noise for a moment, but quickly regains composure. "Eugh... The Basement? I've heard it's very... uh... low class," she says.

"Well I heard it was awesome! Let's go tonight."



"Tonight? There?" Rarity can't hide her look of horror now. "Wouldn't you like to make plans for something more extravagant? We could stop by the spa, take in a performance perhaps, dine at a real restaurant... and we could take some time to properly prepare. Make a real night of it."

"Prepare? I'm ready now." Dash flicks her wings again, working out the sleep. "Besides, I'm not really interested in all that other stuff. No offense."

"So – I offer to take you anywhere you like, and you want to go to..." Rarity halts, treading carefully over the next few words, "...a grungy pub. Tonight."

"Yeah, that sounds good," Rainbow Dash says. "You sure you can handle it?"

"Handle it? Of course I can handle it. This is my gift to Rainbow Dash, and if that's what Dash wants, then we'll go to the pub," Rarity says. "I need some time to get dressed. What say you to meeting at six?"

Rainbow Dash just snorts and laughs. "Six? For the pub? What are you, crazy? I'll stop by your place at ten."

"Ten?! As in, ten o'clock? In the post meridian?"

"Meridian?" Dash says.

"Evening," Rarity says.

Rainbow Dash just nods.

"That's a little late for getting started, isn't it?" Rarity says.

Rainbow Dash rolls her eyes, giving Rarity a look that wonders if this is a good idea or not.

"Ten it is! Ten is fine. That's plenty of time to get ready. I'll look extra fabulous, I suppose," Rarity says with a fake smile.

"Right, you do that. I'll catch you later." Rainbow Dash is already scanning the sky, planning her route after take off. She spreads her wings and coils her body for a leap...

"Rainbow Dash?" Rarity says.

"Huh?" She almost stumbles, but recovers with one strong flap of her wings. Rarity is giving her a really strange look.

"I don't know... I'm just happy I could do something for you, I suppose. I'm looking forward to it."

"Oh... kay... I'll see you tonight," Rainbow Dash says slowly, then springs into the air before Rarity can say any more. She barely hears whatever her friend says in parting – probably French or one of those weird fashion industry things she's always saying – as wind whips through her ears. The ground shrinks away at breakneck speed. In seconds she is alone in the sky, flying free.

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Rainbow Dash pushes the door open and struts inside. It's a small room, and she feels a small tinge of...

*low ceiling underground can't fly get out now*

She pushes it away effortlessly, a practiced habit by now, and takes in The Basement.

"Aw man, this place is sick! Ponyville needed this kind of bar," Dash says, glancing behind her. Rarity is frozen in the doorway. She's looking her usual fabulous self, and she's put on a very casual-chic saddle for the night. Even Dash thinks she looks pretty good.

"It's rather dark, isn't it? And smoky," Rarity says, looking worried.

"Right? It's perfect." She's already nodding her head to the music, some kind of loud techno. The place is crowded – it's a Friday night, Dash remembers – so she has to flap her wings and float above the crowd to get a good look at the place.

*Gilda would like –*

She dismisses the thought instantly. Through the haze of smoke she can see the DJ penned into the corner by her spin table and speakers, right next to Equestria's most cramped dance floor.

"Whoa!" Dash lands and turns to Rarity, who has worked up the courage to actually step inside. "Did you know Vinyl Scratch was playing here?"

"Who?" Rarity says. Dash groans. "Is somepony going to show us to our table, or...?"

Dash groans again and rolls her eyes.

"Oh. This is THAT kind of place, isn't it?" Rarity says. Dash is about to say something, but clearly the look on her face has some effect on Rarity.

"I mean..." Rarity says, thinking. "It's cozy. It's got a sort of rakish charm, I suppose," she says, giving a weak smile.

Rainbow Dash starts making her way to the bar, staying on the ground to keep her head out of the smoke that clings to the ceiling. She can hear Rarity behind her, a trail of "Excuse me" and "Pardon me" following in her wake. They get to the bar and Dash squeezes in between other customers, pulling Rarity with her.

"So, just making sure. You're paying?" Dash yells over the music. Rarity says something but it's lost in the general hubbub of the place. Dash points to her ear and Rarity yells back.

"I said it was my treat!"

"Awesome!" Dash starts looking over the various bottles lined up behind the bar. Where to begin? Rarity says something but she misses it.

"What?" Dash yells.

"Do they have a wine list?" Rarity asks.

"Pffffft Hahaha!" Dash pounds the bar with a hoof. A few ponies around them are laughing as well, and Rarity gives them all a cutting look.

"Very well. Bartender?" Rarity calls out, batting her eyes. A gruff stallion behind the bar comes over to them instantly. Dash is a little amazed at the fast response for a place like this.

*Well, with two hot fillies like us of course he's over here fast.*

"Can you make a Cosmopolitan? Manehattan style?" Rarity asks.

"Sure thing," the bartender says.

"Oh man, a Cosmo? I love those! Make it two!" Dash yells.

They get their drinks – Rarity does pay, without any fuss – and cram themselves around a small table against a wall, crowded in on every other side. They clink glasses and Dash gulps down almost half her drink. Rarity timidly sips at hers, looking around warily.

"I didn't realize Ponyville had such establishments," Rarity says.

"What?" Dash yells.

"This place. I didn't know Ponyville had places like this," Rarity says, louder this time.

"What about The Red Bit?"

"That's hardly the same. I've heard they actually serve food there."

"You haven't been?" Dash gulps down more of her drink, barely tasting it.

"I don't actually go out much. Not for late nights, anyway." Rarity fiddles with her straw.

"You don't?" Dash says. "I mean, I never see you out on weekends. I guess I always thought you were at, like, I don't know, fancy restaurants or something."

"Dear, this is Ponyville. Not exactly the most bustling hub of culture. And with my work schedule..." She sips at her drink some more.

"Huh." Dash finishes her drink. "Well then this is your night to party! Let's go hit the floor." She flares her wings out, drawing glares from ponies sitting behind her. She pretends not to notice.

"Hit the... you mean dance? Ugh, it's so crowded. And I can smell the sweat from here. No, thank you."

"What? Come on! Have some fun!" Dash scans the small crowd, already picking out a cute girl to hit on. She almost never goes out really intending to try and pick up someone, but once the music is on and the drinks are flowing...

"You go ahead. I'll just hold our table," Rarity says.

"Really?"

Rarity nods.

*Well, suit yourself. I'm gonna have some fun.*

She jumps up and glides over everypony's head, feathers skimming the ceiling. When she lands next to the DJ's table, half the eyes in the bar are on her. She bumps hooves with Scratch quickly, letting her get back to work, then struts right out onto the floor. There's only room for about a dozen ponies – they're just teenagers really, barely old enough to drink. They were dancing, but they've slowed down in awe of Rainbow Dash.

*Yeah, that's how it's done... all eyes on me.*

One of the younger mares trots up to her. "You're Rainbow Dash, aren't you?" she says.

"The one and only." Dash winks at her.

"Oh... my... god!" The filly turns back to her friends and they huddle up, talking about her. Rainbow Dash. Her chest swells. She starts dancing without even thinking about it, with a confidence and ease that shine even brighter than usual.

She bumps the filly that was talking to her on purpose, hard. The young mare turns and squeals when she sees Dash beckoning her over. She hesitates, but her friends yell some encouragement, and Dash grabs her and pulls her closer.

They dance. Dash does her usual thing, just playing around. Her partner is clumsy, but enthusiastic.

*Man, she's so young. Is this her first time out? Does she have any idea what she's doing?*

The mare is following Rainbow Dash's lead completely, almost gawking at her. Dash rubs up against her partner here and there, and she can feel the poor girl tense up. She looks happy but she's probably freaking out inside. Rainbow Dash starts to get bored – there's no give and take here, just give.

*I wish Pinkie Pie was here. Why didn't I invite her? What's she even up to tonight?*

Her eyes wander and she sees Rarity at the other end of the bar, talking to... a colt?

*Some guy is at our table!*

He's not bad looking, but he definitely has a kind of punk look going on. Even from here Dash can see that the kid can't keep eye contact with Rarity – he keeps glancing all over her body, dragging his eyes over her flanks. Rainbow Dash snorts in amusement.

*Gotta get in on this.*

She waits out the rest of the song, humoring the younger mare. When the music pauses, her partner is just staring at her, breathless. Dash bumps her on the flank and winks at her again before taking off.

*Yeah that's right leave 'em wanting more pick up on that again later...*

She lands back in her seat with a graceless *thud* before she notices it's just Rarity at the table again.

"Aw... I missed him?" she says.

"Oh, you saw that?" Rarity smirks.

"Did you shoot him down? He was kind of cute."

"I suppose. And quite bold, for such a young buck. But not my type. And *such* an amateur."

Rainbow Dash laughs. "Yeah, I could tell. I'm shocked one of these foals actually had the balls to come up to you."

"Eugh... he had plenty of those, I should say. After his friends egged him on for a few minutes of course." Rarity looks around the bar, scanning faces. "They are all rather young, aren't they?"

"Right? Bunch of kids. Just out of school, probably." Dash perks up – a well-muscled stallion is eyeing Rarity from a few tables over. "What about that one? He's more our age."

"Who, him?" Rarity discreetly examines him, pretending to fuss with her mane. "Ooh, he's alright." She only looks for a second before turning and giving Dash a sour look. "Ugh, more our age – has it really gotten that bad?"

Dash rolls her eyes.

*No way I'm getting dragged into a conversation about how we aren't young and beautiful anymore.*

Gotta keep Rarity's theatrics under control.

"Let's go chat him up," Dash says.

"Oh, no, I couldn't." Rarity laughs. "Besides, if he can't show enough initiative to come talk to me, then I'm not interested."

"Well if you don't want him, I'm gonna go make a play," Dash says, flaring her wings out.

*Should've got another drink, could use some more of those.*

"I beg your pardon?" Rarity cocks an eyebrow.

"I said I'm gonna make a play. Go say 'Hi'. See what he's made of."

"...For yourself?"

"Well yeah, since you can't show some initiative." Dash grins.

Rarity ignores the jab and slowly, carefully forms her next sentence. "Forgive me for asking but... I thought you were, um... of the other persuasion?"

"You callin' me a filly fooler?" Dash glares at her, faking an angry tone.

"I didn't say *that*, Dash, I would never. There's nothing wrong with it, and I always thought..."

"You always thought, huh?"

"Well you were just dancing with a mare! And you were dancing very sensually, at that."

*Ah, so she was watching. Might as well come clean.*

"Relax, I was just messin' with you," she says, smiling.

"So you do... date mares?" Rarity says the last part quietly. Dash isn't sure why.

"Yeah. But I like guys, too."

"Ah." Rarity goes to take a drink, then does a double take. Rainbow Dash can't help but laugh – seeing Rarity's eyes almost bug out of her head is too much. Rarity sort of laughs along, trying to keep up.

"My, my, that's very modern of you," Rarity says. "I suppose you were just having a laugh at my expense before?"

Rainbow Dash nods. "Everyone just assumes, you know? Like, as far back as I can remember."

"I'm sorry, I really shouldn't have..."

Dash waves her hooves. "Don't worry. I used to have a real chip on my shoulder about it. I would make a big deal about liking guys and get all angry. But then I was like, 'Hey! I like mares too. This is me. Screw what they think.'"

Rarity puts a hoof to her chin, thinking. Dash smirks – why's she being so serious all of a sudden?

"It's difficult, isn't it? Everypony sees the way you look or the way you act, and they just assume so much sometimes. We're just being ourselves – it's not up to us to fit in to what they assume," Rarity says.

"What, we? What are you talking about?"

"Well, I don't like to brag..." Dash snorts. Rarity ignores her and continues, "But I do take care of myself. And I know I look, on my worst day, simply stunning. But I don't really do it for them, you understand? I do it for me."

"Them?"

"Other ponies." Rarity loses her perfect posture momentarily, gazing down into her drink. Rainbow Dash thinks she looks sad... real sad, not that overblown dramatic stuff Rarity usually shows. Before she can say anything Rarity is back to normal and speaks again. "You know what that colt said to me? The one that was here just now?"

"Aw, come on. That kid, he's just an amateur." Rainbow Dash laughs.

"Well I'm not going to repeat what that amateur said." Rarity pouts, and Dash can't help but laugh some more. It couldn't have been all that bad.

"Lighten up, Rarity. You can't tell me you don't like the attention."

"I would like it if they were really paying attention to me, instead of what they think I am."



Whatever Dash was going to say next, it vanishes from her mouth. Her smile fades away. Something in that sentence has frozen her completely, and for some reason she thinks of Gilda again. She closes her eyes and shakes her head, clearing the memories away.

"I'm sorry," Dash says.

"Excuse me?" Rarity blinks at her.

"I said I'm sorry. And you better hold on to that one, I don't say that a lot," Dash says.

Rarity keeps blinking, her mouth hanging open. "Did I miss something?"

Dash feels a little light-headed.

*That was only one drink, right? Why did I say I was sorry?*

"I guess I assumed some things about you, too," she says, not thinking at all, letting the words tumble out on their own.

"It's fine, my dear – I think we both know what it's like. And I want you to know that it doesn't matter to me how you are. I know there are many far more interesting things about you," Rarity says, putting a hoof on Dash's shoulder.

"Ha! Yeah, I'm pretty awesome."

"Well, you had the good sense to save my life. I suppose that is... awesome." Rarity giggles at the last word, and Dash can't help but join her.

Rarity goes to finish her drink, and Dash stares at her. This was the last thing she was expecting out of the night. Out of their circle of friends, she'd never had any kind of strong connection with Rarity, and she hadn't exactly been excited about going out on the town with her. And now...

"You know what we need?" Dash says.

"Hmm?" Rarity says through her straw.

"Shots. And this round is on me. Yo, bartender!" she yells. She floats away, bypassing the crowd completely, and comes back with two small glasses of something clear.

"On you? I thought I told you that tonight is my treat."

"You can pay for all the rest, but I'm buying you this one. I owe you. Trust me."

Rarity gives her a puzzled look. "Well, if you insist." She looks down at the shot glass. "Ugh, I haven't done this in ages. Shall we drink to you and your sonic rainboom?"

"No, no, this one's to us. The real us. Not what other ponies think."

Rarity smiles at her, and they say cheers together. Rainbow Dash downs the shot easily, relishing the burn in her throat. Rarity gags and makes all kinds of dainty coughs, but downs her drink as well.

"Well! That takes me back." Rarity looks around at the ponies crowded around them. "Ha! I feel as young as these foals!"

"Good!" Rainbow Dash speeds away to the bar again and comes back, this time with a tray of shots.

"Oh my. What's all this?" Rarity says.

"THIS is us drinking to me and my sonic rainboom."

"I don't know Rainbow Dash, I was planning on getting up early and getting some work done..."

"Can't hear you! I guess we better do these shots." Rainbow Dash grins wickedly and makes two lines of glasses.

"You really expect me to drink all that?" Rarity says.

"Sure, me and AJ do this all the time. Unless you think you can't keep up." Dash grins wider, setting the trap. Rarity narrows her eyes and glares down the line of drinks, planning her attack.

"Let's do this." Rarity activates her horn, floating the glasses up.

"That's more like it!" Dash grabs her glass and that sweet burning flows down her throat and coils in her stomach. She tears through the line of glasses, racing Rarity. She's finished far before the white unicorn. Rarity has to pause to cough between each drink.

Dash smirks and does a quick scan of the bar while Rarity catches up. That mare she was dancing with is sitting over by the dance floor, talking with her friends. She's an earth

pony – what is it about earth ponies – and she keeps glancing over at Rainbow Dash. Their eyes meet and she looks away at first, then blushes and shoots a flirty look Dash's way.

*Aw, hell yeah! This might finally be my night.*

She grins back before turning to Rarity.

"There!" Rarity slams her final glass onto the table. "Ooh, my stars. That burns a little."

"Chasers! Good idea!" Dash flits back and forth to the bar again – that's right, her tab, the white unicorn – and then there are more drinks on the table.

Rarity sips eagerly at another Cosmopolitan and looks instantly relieved. "Ah! Much better. How nice of you to fetch the drinks, Rainbow. It's very, ha, chivalrous of you."

"Well, I got the means." She flaps her wings a few times.

"It seems you do." Rarity suddenly pouts. "Oh, wings! I do so miss mine. You know I always really envied you pegasus ponies before. I'm so glad I had the chance to see what it's like..."

"Yeah, it's pretty awesome. I mean, magic must be cool and all, but you can't beat flying."

Rarity just narrows her eyes.

"I'm sure Twilight wouldn't mind magicking you up another pair some time," Dash says, polishing off another drink. "Hey! Maybe she can make you some normal wings and you can try real flying."

"Real flying?"

"Yeah, you know, with speed!"

"Oh... so you would take me flying some time?"

"Sure, I could show you the ropes."

"Ha! The Best Young Flier in Equestria, showing me the ropes! What an honor."

Dash snorts into her drink. "You almost sound like that one filly. The little orange one, your sister's friend," she says.

"Scootaloo?"

"That's the one."

*Well of course she does.*

*I am the Best Young Flier.*

*I should've worn that crown out tonight.*

She gulps down more of her drink.

*man this stuff is good I can't believe I don't always drink this of course I don't always have Rarity paying for*

"It's just annoying!" Rarity leans far over the table, pounding a hoof. "I just want to be treated like a LADY! Why is that so hard?"

"I know, I know, it's like... why would you do that? Why would anyone do that?"

*I had no idea she could be funny she's funny when she drops that dumb accent it's not even an accent is it it's just how stuck up ponies talk*

"Careful!" Rarity says.

"Careful? Careful of what?"

"You're going to make a mess."

There is a sea of empty shot glasses on the table. Dash pounds a hoof on the flat wood, and they all clink together. They stare at each other for a moment and burst out laughing.

*She's lived here all her life of course she has you know who else has?*

"Why yes, I guess I have known Applejack a while now," Rarity says.

"Oh yeah? You got any dirt on her?"

"Well! Since you ask..."

*Oh my God that story was amazing I will never ever ever forget that and I'm gonna give AJ such a hard time*

"What about Fluttershy?"

"What ABOUT Fluttershy?"

"You grew up with her in Cloudsdale, didn't you?"

"Yeah."

"Well?"

"Hmm. How about... her first kiss?"

Rarity gasps, freezing completely, hanging on Dash's next words.

"A cloud."

Rarity claps her hooves to her mouth, laughing silently. "Oh that's mean! That's just mean, I shouldn't be laughing. That poor girl."

"I know, she..."

*Where is everypony else this is so much fun we should find them right now and talk like this we should always talk like this*

"I bet Twilight would be into that."

Dash laughs, dropping her glass from her mouth. It spills all over the table.

"And you said I was mean!"

"What? We all know it."

*Do unicorns all do that thing I bet they do that is totally a unicorn thing*

Dash grabs the filly she was dancing with before, practically tearing her out of the hooves of one of her friends. She's got that look of excited shock

*I love that look that is the best*

They're dancing now, rubbing close together, Dash nips at her ear and the filly turns bright red and leaves

*That's right little girl had enough fine go back to your friends*

Rarity is dancing with two stallions, two! That's not fair, she cuts in on one of them, they're all dancing together Rarity is jumping around like a maniac whooping her flanks off

*Man look at her go I bet she can really get down if she would just pull that stick out of her...*

"Dash! Dash I found you!"

"No, I found you!"

"Don't be silly!" Rarity sways on her hooves, bumping every pony nearby. "EXCUSE! ME!" She glares around her, then hugs Rainbow Dash.

*How in Equestria does she smell like that I must smell like cigarettes dipped in vodka dipped in sweat by now*

"This is MY table!" Rarity yells.

"Whoa, Rarity... maybe you should come down."

"Never! This is MY table, in MY bar, and I must SURVEY my HOLDINGS!"

"Ha, yeah!" Dash jumps up onto another table, spilling drinks everywhere. "This is my table!"

"We are queens of the night!"

"Uh, yeah! That too!"

"You! There!" Rarity points at a pony below her. "We will dance now!"

*Are they asking us to leave who do they think they are oh the bar's closing*

Dash steps outside and the cold night air slaps her in the face. She takes a deep breath and her eyes focus considerably, the spinning in her head slows down. The air is so crisp, so clean, it tastes like high altitude.

"I... am... absolutely *famished*," Rarity says next to her. Rainbow Dash's stomach gives a mighty growl.

They stand in line for hours and hours Dash could swear she had to leave the line to go to the bathroom like eight or nine times and then there is food and it's hot and salty and greasy and Rarity if you don't like the way I do ketchup then you can get your own order of hay fries alright fine fine I won't put any on this side hey is that the girl from the bar oh okay ignore me that's fine whatever I don't care I'm freakin' Rainbow Dash over here.

And then they're walking somewhere and it's cold but not too cold and it's so *quiet*.

Rarity stumbles on nothing and Dash catches her with a hoof on her shoulder.

"You alright there, girl?" Dash says.

"Yes, thank you. Sorry. So sorry. I don't usually do this," Rarity says.

"Really? You were quite the party pony tonight."

"Was I? Oh goodness, I hope nopony gets the wrong idea. I never do this. You don't think less of me, do you?" Rarity says, slurring less than before. The cold night air and the food appear to have sobered her up a little as well.

"Psssh, naw. Heck, I think I like you a lot more now."

"Oh, well thank you Dash. I like you too."

"You do, huh?"

"Well of course I do! You know, it's funny." Rarity turns to Dash as they walk, her eyes watering. "Before Twilight came here I didn't really know you. I could have sworn I would never have done anything like this with you, and I mean no offense by that. We just didn't really run into each other. She really brought us together."

"Yeah, I guess you're right." Dash thinks. She had met Rarity before, of course, but they hadn't hung out much. She mostly knew her as Fluttershy's other friend.

"We should really thank her sometime."

"I think she knows."

"You're probably right. But still. I have you as a friend now because of her. And you're such a good friend, Dash."

"I am?"

"Indeed." Rarity nuzzles Rainbow Dash's neck, clumsily, almost falling into her. Dash's heart picks up some speed at the warmth pressed up against her. She had gotten her hopes up a little earlier in the bar, dancing with a filly who seemed to adore her. But that had apparently fallen apart at some point, Rainbow Dash can't exactly remember when or how. She had been resigned to yet another night alone...

*Rarity is really pretty.*

Everypony in Ponyville knows she's pretty. Not my usual type, but pretty.

"Ah! It looks like this is me," Rarity says. Dash looks up to see the door of Carousel Boutique.

*That's where we were going? Man, when did that happen?*

"I suppose this is goodnight. I had a wonderful time, Rainbow Dash," Rarity says.

"Yeah, that was a good time." Part of Rainbow Dash wants to hold back, but the rest of her dives right on ahead. As usual. "You, uh... you wanna make it even better?" she says, arching her eyebrows at Rarity.

"What do you mean?" Rarity says.

Dash leans in to kiss her and Rarity instinctively shrinks away and turns her head. What was going to be a full-on kiss ends up being just a quick peck on the cheek, and even that startles Rarity into falling on her rump. Rarity just stares up at her, her face blank. Not even confused, just totally blank, working hard to keep up with events.

"Dash!" she says after a few moments of shocked silence.

"What?"

"What do you think you are doing?" Rarity says, picking herself up.

"You said you thought I was really pretty earlier."



"I did?"

"Darling, it's such a shame you don't let me design for you more often. You have such an amazing figure," Rainbow Dash, says, mimicking Rarity's voice.

"Well it's true. But I don't remember that," Rarity says.

"I do. I think. You said something like that," Dash says.

"Well, that doesn't mean I want to... kiss you."

"Why not? You don't even want to try it?"

"No, I... I mean, I don't want to sound closed-minded, but... I just, I've never thought about it before."

"Well think about it now. Aren't you going to invite me in?" Rainbow Dash flicks her tail, feigning impatience. On the inside, she's shaking in her horseshoes.

"You're putting me on, aren't you?" Rarity says.

"No way. This is for real." Dash leans in close to her, their snouts almost touching.

Rarity stares at her for several long seconds. Dash is getting more nervous, and starting to get worried she might show it. Rarity is completely frozen, and Dash wants to scream at her to just say whatever it is she's thinking.

"Alright," Rarity says.

"Alright?"

"Please do come in," Rarity says. Rainbow Dash gets a triumphant look in her eye and Rarity glares at her. "But I'm not saying anything's going to happen like that, I just... you can come in."

"Good enough," Dash says, walking through as Rarity holds the front door for her.

*This is it! Hoof in the door! She's curious. Just gotta work on her a bit, let her think it through.*

Rarity leads them through the darkened boutique into the kitchen in the back. She turns the lights on and pours them both a cold glass of water.

"What, are we stopping the party? You don't have any booze?" Dash says.

"Alcohol is the last thing I want more of right now. Here." Rarity floats the glass over to her. Rainbow Dash drinks it in one go. It's so soothing – she's really glad Rarity offered it so she could pretend to want a harder drink. When she puts the empty glass down Rarity is sitting at her kitchen table, hoof to her chin. She looks like she does when she's sewing, really concentrating, oblivious to the rest of the world.

"Wow. I gotta give you props, Rarity."

"...Props?"

"You really are thinking about it, aren't you?"

"Well why wouldn't I be?"

"I don't know, it just seems like most ponies don't."

"Hmm." Rarity looks at her, then down at the table, then back at her. She gets up, slowly and deliberately, and walks over to Rainbow Dash.

"So, I was think– mmm!" Dash starts to speak but finds herself silenced by a quick kiss – a pretty chaste one, really. It's over before Dash can react, and Rarity is standing in front of her, still wearing that look of concentration.

"You taste like that bar," Rarity says.

"So do you," Dash lies.

"That felt nice. I think," Rarity says.

"You think?"

"Well I... I don't honestly have much... to compare..." Rarity says. Dash leans in closer, forcing Rarity to shrink back until there's nowhere to go without picking her hooves up. She doesn't step back – Dash can't tell if it's because she's too nervous to move or because she wants what comes next, but she kisses her anyway.

Dash presses their lips together slowly, melting together. She smells *amazing* somehow, it's making Rainbow Dash's head spin... is it?

*Is that it, or am I less sober than I thought?*

She ignores any and all thought – Rarity's mouth feels hot and wet against hers, and she slips her tongue in. Rarity presses her hooves against Rainbow Dash's shoulders, pushing lightly but firmly, but Dash doesn't give an inch. She holds the kiss until she's had enough and breaks away, panting a little.

Rarity immediately looks away and stumbles backwards onto a floor cushion. She looks worried, and her tail is flicking around in agitation.

"You alright?" Rainbow Dash asks.

*She better be alright.*

That *mouth* – that feeling of their tongues flexing against each other...

Rarity doesn't say anything. She glances up at Rainbow Dash but can't meet her eyes.

"We don't have to do anything you don't want to. I can go," Dash says. She doesn't want to say it, but she feels like she's supposed to.

"No, it's just... I just..." Rarity presses her hooves to her head and closes her eyes, like she's trying to calm down. Finally she drops her hooves and glares straight at Rainbow Dash. "I'm not gay."

Dash's heart sinks. "No pony said..."

"But that felt nice!" Rarity says, almost angry. "I think I quite liked that. I think."

*Ha! She is into it! Looks like the Dash is getting lucky after all*

Rainbow Dash stalks a little closer to Rarity, resisting the urge to lick her lips.

"But... but I'm not like that!" Rarity says to herself, sounding more and more frustrated.

*Ugh, not this old song and dance. When is everypony around here just gonna loosen up a little?*

Rainbow Dash stops and just watches Rarity for a moment.

*I can help her.*

She's so keyed up. So confused.

*I can help her relax. I mean, it'll be fun for me too, but that's not the point – this is me doing my friend a solid.*

Right?

*Man she's got thick flanks I wanna just bite that right now*

"Look, this has nothing to do with what you're like." Rainbow Dash settles down close next to Rarity, their sides touching. She puts a foreleg around her friend's withers. "This is just you and me. Something that feels good between you and me. Something fun." She leans in a little closer.

"...Fun?" Rarity says, shrinking away a little. Only a little.

"Yeah, fun. Just some fun. Between friends," Dash says. She nuzzles Rarity's cheek and is delighted to feel Rarity shiver in response.

"I suppose... that sounds... Dash, I don't know what to say," Rarity says and turns her head towards Rainbow Dash. Her eyes are huge and shimmering, she's waiting.

*Is this it?*

Is this her inviting me in?

*Well, it better be*

Rainbow Dash darts in and kisses her. She doesn't shrink back this time. Dash plunges her tongue forward and Rarity actually responds a little, rubbing it around Dash's tongue hesitantly.

Rainbow Dash shifts her weight and leans forward more, ending each kiss with a new, deeper kiss. She feels her wings unfurling, slowly straightening out, pushing into Rarity. Rarity overreacts, rolling over onto her side, and now Dash is looming over her, mouths still pressed together.

*Why am I always the one playing the stallion?*

She's holding Rarity in her arms now, cradling her as they make out. Was that a moan? Rarity just moaned!

*Haha, Rainbow Dash is making a mare moan!*

She breaks the kiss and revels in her victory, staring down at her prize. Rarity is completely breathless under her, lying passive.

"I never... imagined..." Rarity pants out.

Rainbow Dash ignores her words and starts kissing her neck, running her lips through Rarity's smooth, soft coat. The flesh underneath shifts and quivers with each kiss, it's amazing, Dash can feel her pulse through her skin. Her wings are straining against her joints, so stiff it hurts, every feather splayed out to the max.

"Oh! Oh... oh my! Oh my!" Rarity says. Suddenly Dash feels a hoof running through her mane and a small peck on her forehead. She stops kissing and looks up.

"Hey! Welcome to the party." She grins at Rarity.

"Ha! I did it!" Rarity's voice drips with relief. She leans forward and kisses Dash on the lips, slipping her just a bit of tongue. Dash stares back at her, pleasantly shocked.

"I kissed a mare!" Rarity says like a giddy schoolfilly. Rainbow Dash smiles and shakes her head, then goes back to work on Rarity's neck.

"I, Rarity, kissed Rainbow Dash!" she says.

"Mmhmm," Rainbow Dash says into her friend's neck.

"I kissed a mare!" she says again.

"Mmhmm." Dash rolls her eyes and moves higher, searching for where the jaw meets the neck, massaging the supple flesh with her lips.

"This is... this is... oh, this is so urbane! So scandalous!"

"Mmm... hmm." Dash moves lower again, nibbling lightly where the neck meets the shoulders. Rarity gives a short squeal and squirms against the cushion, sliding their bodies against each other. Dash feels her pulse quicken and her wings strain even more, practically throbbing.

"Oh, this is just like those rumors about Sapphire Shores. Have you heard those?"

*When is she just gonna shut up already?*

Rainbow Dash nips Rarity's neck, hard.

"Aah! Gently, please!" Rarity shrinks away and gives her a hurt look.

Rainbow Dash smiles and bites again, softer this time. Rarity coos softly and flexes her neck up, pressing it into Dash's snout.

*Aw yeah... yeah, you like that don't you? That's how the Dash rolls, baby.*

She runs her tongue up Rarity's neck and stops in front of her face. Rarity is staring in awe – not at Rainbow's face. Past her. What is she looking at?

"Your wings. They really are lovely." Like she's read Dash's mind, she reaches a hoof up and runs it through the feathers of one of

*OH DEAR CELESTIA OF EQUESTRIA*

Rainbow Dash's knees give out instantly and she collapses onto Rarity, twitching and moaning. Nobody's touched her wings since

*Gilda*

Nobody's touched her wings like this not like this ever she's so gentle oh god I hope I'm not dripping all over her I hope I don't gross her out that feels so *good*.

"Well well... you seem to be enjoying that," Rarity says as she massages the base of the feathers, rubbing between them and around them.

"Oooooohhhhhhhhhhhhhhhhhhhhh..." Rainbow Dash groans, muffling it against Rarity's neck. She clamps her teeth onto some part of Rarity, whatever is in front of her, she can't even think.

"Ow! Dash! I said gently."

She lets go and just presses her face into that smooth white coat, she wants to squeeze, bite, yell, *something*, Rarity is massaging both her wings now and she's going insane. She bucks her hips down, grinding herself against Rarity.

"Oh... oh my, Dash, you're very... um..." Rarity falters and drops her hooves for just a second.

"Don't *stop*," Rainbow Dash gasps out. She presses her whole body down on Rarity tightly, nuzzling her neck.

"Sorry!" Rarity's voice floats down to her from somewhere and she feels those hooves in her feathers again, starting at the base of each wing and working their way out.

*Ohmygod she's not even a pegasus how does she know where to touch does she have any idea how good this feels?*

Rainbow Dash moans loudly, squeezing her eyes shut so hard it almost hurts. She keeps rubbing her face all over Rarity's neck, the hooves caressing her feathers are working their way slowly up and down the bases of her secondaries, perfectly in unison.

She has no idea what Rarity is doing anymore, she's not even fully conscious of being on top of another pony. She's just writhing on top of something warm and firm and soft, trying to press herself into it. The thing, that beautiful thing, whatever it is, starts kissing her on the forehead, slowly at first. The kiss grows more bold each time and she's barely conscious of a muzzle drifting through her mane, a sniffing nose tickling along her forehead.

"Ow!" Rainbow Dash snaps closer to reality, her eyes going wide. One of Rarity's hooves pressed a feather just a little too far to the side, and the pain was intense, if momentary.

"Sorry! Sorry." Rarity drops her hooves and looks up at her, concern in her eyes.

"It's okay." Dash looks away – it's *more* than okay, her haunches are still quivering from that intense pulling at her wing's leading edge. The pain passed in less than a second, but she's still feeling the effects elsewhere. She feels her tail flicking around, feels complete, blistering heat in her loins. She grinds her hips against Rarity again – a firm thigh under a soft coat drags against her crotch. She shakes all over.

*Soooooooo sensitive right now wow*

"Dash you're... you're getting me all wet," Rarity says.

"Oh yeah?" Dash arches her eyebrows at her.

"No, I meant..." Rarity starts to say but trails off as Dash nuzzles the side of her face, whispering in her ear.

"Don't stop! Please."

Rainbow Dash feels the hooves against her wings again and she loses herself completely, just squeezing Rarity tight with her forelegs and moaning. That pressure against the muscles of her wings, that lovely, lovely, pressure, moving side to side, hard and then soft again, hitting every spot just right.

She feels lips and a tongue tentatively caressing her neck, brushing through the fine blue hairs of her coat, and then out of nowhere a deep, guttural moan is rising out of her throat and her thighs squeeze together like a vise and she can feel herself clenching and a powerful spasm rocks her whole body, spreading out from between her legs.

"aaaaaaaAAHHH!" she yells out, winding up from a whisper and ending with a scream, right into Rarity's ear. A wave of the most intense pleasure courses through her body, her heart is going to explode, her wings are going to tear themselves off of her and go flying off by themselves. And then all her muscles go slack and she's just lying there.

Rainbow Dash pants heavily. Time passes. She's lying on something, and she feels it shift underneath her. She keeps panting, slowly coming down, her wings are drooping and folding in again.

Time keeps passing. Her breathing gets more regular. Feelings and thought start to come back, and she opens her eyes. Rarity is looking up at her, not smiling. She looks really disheveled... her mane is frizzed out in places, and her coat is sticky and matted with sweat. A little trail of what can only be drool is glistening on her neck.

*Was that me? Huh...*

"Are you alright?" Rarity asks.

*What a dumb question.*

She smiles deeply and can't contain the laughter that comes spilling out, weak, tired chuckles.

*That was incredible I didn't even know that could happen that was sooooo good!*

"Am I..." she interrupts herself with a chuckle. "Am I alright?! Rarity, that was amazing."



"Did you really...?"

"Heh heh... wing-gasm, I guess?" she says. Rarity's eyes go wide and she stiffens up. Rainbow Dash nuzzles into her neck again but Rarity just freezes in place. It's like snuggling up against a mannequin.

"Hey, relax," Rainbow Dash says. She kisses Rarity on the cheek and feels her friend loosen up just a little.

"That... that was...?" Rarity stammers out.

"Good? It was awesome!" Rainbow Dash rolls onto her side, pulling Rarity with her. She squeezes tight against the white unicorn with her forelegs, feeling her body relax into the embrace. The two of them just barely fit together on the floor cushion.

"I didn't expect you to... I didn't expect this," Rarity says, darting her eyes around, looking anywhere but at the filly hugging her.

"Me neither. But hey, let's make the most of it."

She kisses Rarity and it's like their first kiss – her partner doesn't really respond. She holds the kiss for too long, trying to coax some kind of reaction. She slides one of her hooves down, resting it right at the curve of Rarity's ample rump, and that gets something. Rarity's body twitches and she snaps back, breaking the kiss. They stare at each other for a moment before Rarity looks away, her cheeks flushing with color.

*Poor girl... why so nervous? It's cool, the Dash is here to make it all better.*

She slides her hoof onto the side of Rarity's hips, grinning at her. Rarity freezes again, Dash can feel her hooves tightening against her shoulders. She slides her hoof further down, caressing Rarity's lower belly, and she feels a tremble run through the flesh.

"Dash, what are you doing?"

"Making the most of it." She leans forward to kiss her again.

"Wait."

She feels hooves brace against her shoulders, holding her back. She leans back so she can really see Rarity's face. She looks... scared?

"Wait?" Rainbow Dash says. It's one of her least favorite words.

"Yes, wait. Just hold on. I need to... I don't know."

"Why wait?" Dash glares at her. "This is my – our night. And it's supposed to be your turn now."

"My turn?" The apprehension fades out of Rarity's face. Now she just looks indignant. "My *turn*?!"

"Yeah. You did me, now I do you."

Rarity's face does a weird roulette of different emotions, eventually settling on something not good. Rainbow Dash guesses it's somewhere between hurt and confused.

"I don't know if I'm alright with this," she says.

"What?" Now Rainbow Dash feels herself getting angry.

"I'm sorry, but I... this is all a bit sudden, isn't it?" Rarity says.

"Sudden? Who cares?"

"I care."

They both just glare at each other for a moment. Rainbow Dash still has her arms on Rarity but she has them extended far out, leaning away.

"I'm sorry," Rarity says. "I want my first time to be something really special. Something with a real connection..."

*Your first time are you serious?*

That thought is instantly pushed away by anger, rising up through her chest. She feels a torrent of curse words forming in her throat but just barely keeps it contained.

"Real connection? We didn't have a real connection? Earlier?" Rainbow Dash growls out.

"Maybe we did. But Dash I just... this is too fast for me right now. I'm sorry. Let's just take this slow."

*Take it slow?! How do you take a drunken fling with a friend slow?*

"Besides," Rarity continues, "I'm still not sure if I'm really into this whole gay thing."

WHAT

"What," Dash says flatly. It's not a question.

"I just feel really confused right now. I think I need some time to sort out my feelings."

*Oh like I haven't heard that a thousand times before.*

"Right, right, I get it," Dash spits out. She throws her hooves back and sits up, sulking. "You had your little bit of scandalous fun and now you're gonna run right back to stallions. I get it."

"What are you talking about?" Rarity says. Dash is impressed for just a second at how genuinely hurt Rarity sounds. She's way better at this than the others.

"Ooh, I'd like to take a trot on the wild side for five minutes! I know, I'll go make out with big, gay Rainbow Dash! Then it's right back to boring old hubby," Dash says.

"I don't have a... I didn't... hmph!" Rarity loses words for a moment. Then she gets a cruel glint in her eye. "And what, I'm supposed to believe this was something special for you? The moment I suggested we might not have sex, you're suddenly angry?"

"Hey, I got off! I'm just trying to return the favor!" Rainbow Dash flares her wings. She jumps off the cushion, hovering over the floor nearby.

"Of all the...! You just wanted to get into my flanks, didn't you? Just like all the others!" Rarity yells, tears welling up in her eyes.

*All the others? Is she crying? Man, she's really good at this.*

Rainbow Dash takes a deep breath and tries to get a handle on what's going on. Her head is spinning a little again. She takes stock:

Me: Angry and probably not getting any further.

Rarity: Glaring at me from the floor, is she really crying now no those are crocodile tears if I ever saw them you know she's good at those.

*Who the hay does she think she is, trying to make me feel bad? Does she have any idea how many times I've been right here, doing this same thing?*

"Screw this," Rainbow Dash says, fluttering over to a window.

"Are you leaving?" Rarity says, sitting up on the floor cushion.

"Yes." Dash looks back at her.

*Ask me to stay beg me to stay please please oh please*

"Fine," Rarity says, crossing her arms. "I suppose that saves me the trouble of asking you to leave."

Rainbow Dash scowls at her and slams the window open. She's about to zip outside when Rarity's soft voice stops her – it's not angry this time. Just sad.

"Thank you," Rarity says.

"What?" Dash turns to her, halfway out the window. Rarity isn't looking up at her.

"For saving my life," Rarity says.

Rainbow Dash feels something threatening to overtake her, some awful, sinking feeling in her stomach. She's afraid for a moment she's going to throw up.

*I thought I had sobered up what is this*

She flaps her wings and speeds out into the cold night air before it gets any worse. It feels good, *so* good, out and free again, skimming low over the rooftops of Ponyville. Freezing gusts of wind sting her eyes, that's why there are tears streaming down her cheeks, of course.

She banks sharply, setting course for home.

"So... that's the story of how Rarity tried to use me, too," Rainbow Dash says. She glares down at their table. It's crowded with a few more empty plates by now.

Twilight sips some coffee, trying to parse out all that she's just heard. "You just left?" she asks.

"Yup. Went home."

"Have you two talked about this at all?"

"Yeah, we ran into each other the next day. That's when she made me promise not to tell anyone."

Twilight mulls it over, when one word in particular catches up to her. "I don't think Rarity tried to use me," she says.

"No? Well what's with all the secrecy then?"

Twilight puts her coffee mug down and watches the brown liquid slosh around inside. "I don't know," she says. "But I really don't think that's what she was trying to do. In either case. Did she apologize?"

"Kind of."

"Kind of? What does that even mean?" Twilight says.

"Well she said sorry. But I don't think she meant it."

Twilight just sighs. "Did you apologize?" she says.

"For what? Don't tell me you're gonna take her side!" Rainbow Dash glares at her.

"I'm not taking anypony's side. I wasn't there." Twilight grabs her cup again and takes a deep pull from it. She doesn't want any more to drink, she just needed a second to collect her thoughts.

*What an awful mess.*

She feels bad for Rainbow Dash, but she's known the pegasus long enough to read between the lines a bit. She's missing a big piece of this story, but she can't just ask Rarity for her side. Then Rarity will know they both broke their promise to her.

*What to do, what to do...*

"It's not really a big deal," Rainbow Dash interrupts her pondering. "I think we're both pretty much over it. We get along fine now."

"No you don't."

"What are you talking about? Things are just like they were before. Between me and her, I mean."

*Not good enough. This isn't right.*

"I think you two need to talk about this," Twilight says. Rainbow Dash gives her a sour look.

"It's old news, Twi. She's moved on, I've moved on, don't worry about it."

Twilight just grimaces. Rainbow Dash and Rarity exist on opposite ends of her spectrum of friends – it just seemed natural before that the two of them didn't really spend time together unless it was through intermediary connections. Now that she knows the truth, Twilight feels a little stupid for not seeing it before.

Well, it isn't too obvious, she reasons. Of course her friends are going to butt heads sometimes – Twilight herself has had her own differences with some of them. Rarity and Applejack do it all the time. But with them it's loud and obvious. This was different – something quiet, festering under the surface. She might never have found out if Luna hadn't gotten her on this quest.

*What to do...*

"It's really fine, Twilight. I can see you getting all worried about it. It's not your problem," Rainbow Dash says.

"So you do think it's a problem?" Twilight says.

"I didn't say that," Rainbow Dash says.

"Yes you did, right now..."

"You know what I mean. Just don't worry about it. We're getting sidetracked, anyway."

"Sidetracked? What do you mean?"

"This isn't really what I wanted to talk to you about." Dash pokes at a bit of carrot left on one of her plates.

"It isn't?" Twilight says.

*That whole thing was a sidetrack? What could possibly be the main topic here?*

Twilight silently vows to come back to this, whether Dash wants to or not.

"We're supposed to be talking about you. And your thing."

"Oh. Right." Twilight finishes her coffee, trying to draw connections, some way to loop this back around to Rarity. "Well I still need to find a mare to date. Someone who doesn't mind me telling other ponies about it."

"Yeah, I figured. And you still want me to help you find one."

"If you don't mind."

Rainbow Dash leans forward and rests a hoof over Twilight's, cocking one eyebrow in a way that makes Twilight's eyes go wide.

"Well you're in luck. I'm free tonight," the rainbow pegasus says.

*WHOA... whoa, whoa, wait a minute...*

"Are you..." Twilight completely forgets her vow. "Did you just ask me out?"

"I did say I was gonna get you the hottest filly action around, didn't I?" Rainbow Dash flashes a smile at her. Twilight just smiles back, her mind reeling a bit. She thought she was used to Dash's bravado, but she feels a little weird now and... turned on?

She takes a long, hard look at Rainbow Dash. Her friend has that cocky smile she always gets, but there's the slightest hint of nervousness in her eyes. Twilight can't help but dart her eyes up to that wild, multi-colored mane and down over Dash's slim frame, tracing the curve of her neck and her firm, strong forelegs...

*Yup, definitely turned on all of a sudden.*

"I don't know about tonight," Twilight says, feeling her ears get warm. "But we could go on a date sometime. I'd like that."

"If by date, you mean you come over to my place and we get you one step closer to Luna." Rainbow Dash winks at her.

"Come on, Dash. You could at least take a girl out for dinner first," Twilight says. It's just a front – she's swooning on the inside. This is so refreshing, so *direct*, she can feel light, fluttery excitement in her chest with every breath.

"Okay, fine, we can be all romantic and stuff. What's wrong with tonight?" Rainbow Dash says.

"I've got a letter to write."

"Letter?" Dash's face says volumes about how lame that sounds.

"It's important. We could meet tomorrow night. How's that?"

"That'll work."

"Good. Hey, this is exciting!" Twilight giddily clops her hooves together. "My first real girl date!"

"How do you know we didn't have one just now?" Rainbow Dash cocks an eyebrow at her.

Twilight gasps a little. "Is that what this is? Are we on a date right now?" she asks.

"Naw, I'm just messin' with you. You're a real laugh sometimes, Twilight. Too easy!" Rainbow Dash chuckles.

Twilight smiles, but it fades away quickly as she remembers...

"What about Rarity?" she says.

"What about her?"

"I don't know. After this whole thing with Braeburn, I'm kind of scared. I don't want to hurt anybody."



"Hey, listen. She knows you're after Luna, right? And she knows you're looking for a mare to date."

Twilight just nods.

"Besides, she had her chance, and she decided she wanted to be all super secret. So now I get my shot at you. She didn't get upset when you did your thing with Braeburn, did she?"

"She actually congratulated me."

"See? She understands. No worries. I'll show you a good time, and by next week you'll be all up in Luna's business."

*Ah, Luna's business...*

Twilight starts to wander off in her head, but it doesn't quite come. Instead she sees Rainbow Dash in bed next to Fluttershy, doing some business of her own.

*Well, I'm a little preoccupied at the moment.*

Luna is far away and in the future – here and now is all about Rainbow Dash.

"You can still do that walk on clouds spell, right?" Dash asks.

"Oh, sure. Nothing to it."

"Cool. I'll pick you up around seven tomorrow?"

"Okay, seven it..." Twilight quickly changes her mind. "Actually, you don't need to pick me up."

"Yeah?" Dash gives her an amused look. "You gonna fly on up there yourself?"

"That's exactly what I had in mind."

• • •

Twilight trots around the basket of her hot-air balloon, checking the various ropes and weights hanging off of it. The lamp is burning bright, but the balloon itself is still heating up, so she has nothing to do for a few minutes but check it and re-check it and check it again.

"Twilight!" Rarity's voice jolts her out of her inspection. She turns to see her friend coming around from the front of the library. "Spike told me you were back here. And oh, the balloon! I haven't seen you use this thing in ages. Where are you flying off to?"

Twilight hesitates. Should she make something up? No, that's never a good idea. It should be fine – like Dash said, no worries. Right?

"I'm just going up to Rainbow Dash's house for the night," Twilight says, trying very hard to be nonchalant.

"For the night?" Rarity says. "You don't mean... for the night, as in...?"

Twilight stops checking her basket and looks her right in the eye. "That's sort of the plan, yes," she says. She can't quite figure out the face Rarity makes at that. Whatever it is, it's part surprised.

"Oh. I see," Rarity says.

"Is that alright?" Twilight asks.

"Of course it's alright. It's very expedient, I should say."

"Well, at the very least, she isn't going to mind me talking about it."

Rarity shifts her eyes around nervously. "Ha! Ha ha, yes... uh... very true. Ahem." She fake coughs into her hoof a few times. "Anyway... I wanted to ask you how you were doing. Otherwise."

"Otherwise?"

"Yes, I was going to ask what mares you were aiming for, but... what about Braeburn? Have you heard back from him yet?"

Twilight bows her head. "I only just sent the letter today."

"Today?!"

"I know, I know. It was hard to write."

"Well, as long as you actually did it. It's for the best, I think."

"Yeah..."

The lamp on the balloon burns loudly. The sack of cloth is slowly rising, filling out from within.

"Sorry, I didn't mean to get you down before your..." Rarity pauses, thinking. "Before your big date."

Twilight tries to look just curious – she doesn't consider herself to be good at this whole social masking thing, but she tries.

"Are you sure there isn't something you want to tell me about Rainbow Dash?"

"Whatever do you mean?" Rarity looks completely innocent.

*Clearly she's better at this than me.*

"Nothing. You just looked like you wanted to say something," Twilight lies.

"How about if I just say how happy I am for you?" Rarity says. Twilight doesn't know how to respond. She just feels warmth in her chest, like her heart is filling up. "You're well on your way to finding your heart's desire. I'm glad one of our friends is here for you for this next step."

Twilight looks at her friend. She really is beautiful – pink and orange light from dusk is filtering down through the leaves all around them, and Rarity looks just radiant. Twilight feels an aching urge to ask her about everything, promises be damned. She really is a great friend, but Twilight can't help but feel like the secrets between them are tainting it somehow. She doesn't want to feel sad for Rarity.

"Rarity..." Twilight knows she looks more concerned than she should, and tries hard to not sound condescending. "Are you okay?"

"Am I... I'm fine, dear. What are you talking about?" Rarity does look fine. Not a hair out of place, not a trace of bad emotion on her face. Twilight smiles at her.

"You've really been there for me lately. Just remember that I'm here for you, too. If you ever need to talk. Or anything," she says.

"I know, Twilight." Rarity points up at the nearly full balloon wafting above them. "Your balloon looks ready. I don't want to keep you."

*So it is.*

She takes one last look at Rarity, and in a sudden burst of impulse walks over to her. She darts in and kisses her once on the cheek before her friend can react.

"Wha... what was that?" Rarity's cheeks turn bright red and her eyes dart around. Twilight realizes she's checking to see if anypony saw them.

"Just a little secret. Between us," Twilight says as she climbs into the balloon's basket. The balloon is starting to strain at its anchoring lines, and Twilight starts untying them with her magic. Rarity is her usual composed self again.

"Good luck tonight!" Rarity calls up to her.

"You think I'll need it?"

"No. I'm sure everything will go swimmingly, and soon enough you'll be with your princess."

The balloon leaves the ground and drifts up into the darkening sky. Rarity is watching her ascend, smiling warmly at her. She smiles back and waves as she floats away. They hold eye contact for a long time, Rarity getting smaller and smaller as the seconds tick by.

"Oh, shoot!" Twilight snaps out of it as she realizes she's getting a little too high too quickly. She turns around and adjusts the flame with her magic. When she turns back around, the small speck of white that is her friend is walking away. She feels a small, irrational tinge of sadness.

*Is not friendship just another form of love?*

But it goes away the moment she looks up and around her.

It's breathtaking. Literally. The sun is almost finished slipping beneath the horizon, and all around her the clouds are glowing pink and orange. She's floating through something that looks like what would happen if you asked Pinkie Pie to paint a picture of the sky. Ponyville is far below her, rapidly sinking into darkness.

It's cold up here. She shivers in the wind and tightens a scarf around her neck. She closes her eyes and pushes gently with her magic, guiding the balloon towards her destination. It shouldn't take long.

She tries to clear her head, to think about nothing. She's been so tangled up in her own thoughts for the last few days. Finally finishing and sending the letter to Braeburn should

have been a relief – that's over with, at least. But instead the whole thing just weighs heavier on her. How will he take it? Will he be alright?

*Will I ever see him again?*

And now this whole mess between Rainbow Dash and Rarity...

*No, no, this isn't working.*

It's not your problem – not everything is your problem. Give them a chance to work it out.

*Try to get your mind off it, for tonight at least.*

Tonight... Twilight was only half-joking when she told Rainbow Dash she wanted to actually go out somewhere, but her suggestion had been ignored. And here she is, going along with it. She couldn't say no. Everything about this is thrilling her, once she gets her mind off her troubles. Rarity and Braeburn had just fallen into her lap. This thing with Rainbow Dash is so deliberate, so different. She hasn't even gotten there yet and she's already a little giddy with anticipation.

She shivers as a strong blast of wind buffets her scarf around. She's not really that cold. She realized at some point today that she was nervous, and she's been wondering why. She's a little experienced now, after all – she was beginning to feel like she was getting a handle on sex.

But this is different, isn't it? Rainbow Dash is... well, she's a little intimidating, Twilight finally admits. This is somepony who really seems to know what she's doing and what she wants. Twilight doesn't want to embarrass herself, or disappoint anyone.

*Just think of all you can learn from her.*

Rainbow Dash seems so carefree and confident.

*I could stand to be more like that.*

Especially with recent events... how does Dash do it? What goes on in her brain when it comes to love?

Rainbow Dash's cloud house floats into view below her.

*Never a better chance to find out.*

She turns her balloon's flame down and feels the wind change character around her as she descends.

She guides the balloon with her magic, docking gently. A quick glow of her horn forms another glow of magic around her hooves, and a passing feeling of vertigo tells her the spell worked – she can walk on clouds, if only for the next three days. She hops out of the basket and sinks a little into the clouds forming Dash's front porch. It's soft and cool, like warm snow, and she stomps around for a second like a little foal, giggling.

She looks up at the cloud house. She's never been here before. The pink sky is fading into black, and stars are just starting to fade into view. The cloud house itself is impressive – the rainbows cascading down the sides are glowing with their own light, shining multi-colored shades onto the columns adorning the home. She walks up to the front door, smirking at the crest above it displaying a large picture of Dash's cutie mark.

*Very modest, of course.*

Twilight giggles. She knocks on the door, feeling that anticipation well up in her chest. She isn't sure what's going to happen tonight, but it'll definitely be interesting.

The door opens. Rainbow Dash shoots her a smile that makes that feeling swell higher in her chest and... other areas. She smiles back.

"Welcome to Rainbow Dash's Pimp Palace! Come on in," Dash says, beckoning her inside.

Twilight rolls her eyes and steps through the door into a spacious living room. She doesn't think she could ever get used to a cloud home. The contrast between the furniture and the soft, puffy cloud underneath it is too dissonant. She keeps thinking everything is suddenly going to plummet through the floor.

Trying to ignore that nagging thought, she looks around. It's kind of a mess, really. For all the stately grandeur outside, the interior looks like a college dorm room. Empty cans and old take-out boxes are littered everywhere, and worn, tattered Wonderbolt posters hang on the walls.

"So!" Rainbow Dash says. "Uh... this is my place. Just make yourself at home for a minute, I gotta finish up in here." She glides through an open doorway, into what must be a kitchen.

"Finish up?" Twilight says. Only now does she notice the smell. It's interesting, and it does make her mouth water, but Twilight isn't sure if she would call it good. She follows Dash through the door and finds herself flabbergasted at what she sees.

"Are you... cooking?" Twilight asks. The kitchen is an even sadder sight than the living room. Dirty dishes, some looking almost ancient, are everywhere. Rainbow Dash is hunched over a frying pan with an intense look on her face, a spatula in her mouth. She's jabbing at something in the pan like it needs to die, quickly. Twilight feels a naughty thrill at watching her from the doorway. Her eyes follow that bright shock of a tail as it flicks around her friend's backside.

With a satisfied smirk, Rainbow Dash spits out the spatula and turns to Twilight. Twilight jerks her eyes up. Why is she worried about getting caught staring? It doesn't seem like Dash would really mind.

"Yeah, I'm making dinner," Rainbow Dash says.

"Wow. I didn't know you could cook," Twilight says.

"I don't usually. But you said you wanted to do things kind of romantic and stuff. So I was like, hey, what's more romantic than a hoof-crafted dinner?"

"That is pretty..." Twilight steps up to the stove, peeking over Rainbow Dash's shoulder, and her face falls at what she sees, "...uhhh, romantic. What is it?"

"Eggplant Parmesan." Rainbow Dash strikes a smug pose.

"Is it supposed to be all black like that?"

"I think so. Hey, you put the bread crumbs on after you cook it, right?"

Twilight is pretty sure that sounds wrong, but she can't bring herself to say so.

"Don't look at me," Twilight says.

"What, you don't cook?" Dash says.

"I tried a few times. Spike made me promise not to do it again."

"Ha! I can imagine." Rainbow Dash picks up the spatula again and stirs the eggplant around. It sizzles delightfully, but it looks charred and brittle.

"No offense – this is sweet, really – but those don't look very... uh..." Twilight falters, searching for polite words. There aren't any.

"Yeah, I think they'll look better once I get 'em all bread crumbed. You should see the ones from before!" Dash laughs. Twilight just frowns at her, cocking a curious eyebrow. "I forgot to... uh... put oil in the pan. Didn't turn out well," Rainbow Dash says quietly.

Twilight tries to think of what eggplant Parmesan is supposed to look like and her stomach growls. She looks at the mess on Rainbow Dash's stove and realizes there's only one pan with some blackened clumps in it.

"You didn't make any sauce?" she asks.

Rainbow Dash slaps a hoof to her forehead. "Aw, man! I knew I forgot something."

Twilight's stomach growls again, louder, as if in protest. "What about pasta?" she asks.

"Oh, I got that. In here." Rainbow Dash reaches under the stove and opens the door of an oven. There's a pan inside covered in something that looks crunchy and brittle, like hay fries.

"You put spaghetti in the *oven*?" Twilight says.

"Yeah, I don't like boiled stuff. Why?"

"Uh..." Twilight trails off.

*If you can't say anything nice...*

Maybe it'll be good... maybe Dash is inventing new techniques or something. Stranger things have happened.

"There's drinks and stuff in the fridge." Rainbow Dash nods towards her icebox. "If you want anything while you wait."

Twilight walks over and opens it up. There's a six pack of beer and a whole slew of condiments, but little of anything else. She digs through the rack on the door and finds a can of apple juice that looks like it's been there for a long while. Twilight isn't sure how she can tell that – it's just a strong hunch.

"Can I get you anything?" Twilight asks.



"Mmm mmh," Rainbow Dash says through the spatula in her teeth, shaking her head. Twilight floats the can out and goes back to staring at what's supposed to be their dinner. Rainbow Dash is focused on her cooking with an intensity one normally sees with an artist creating their masterpiece.

"Can I help with something?" Twilight asks, sipping at her drink.

"Naw, I got this. You go relax. I'll be done in a jiffy." Rainbow Dash doesn't look up from her stove. Twilight shrugs and goes back to the living room.

She settles into a couch made of cloud – so, so soft – and sips some more apple juice. She looks around the room, trying to play garbage detective. Clearly the small pile of goggles by the door are from when Rainbow Dash comes home from work. The empty bottles and cans on the table next to the couch are different types and flavors than those on the coffee table – breakfast as opposed to dinner, probably. The flight suit and pillow on the floor in front of the couch probably mean that Dash sleeps down here occasionally.

Twilight starts wondering where they're supposed to eat this dinner. She quickly clears the coffee table with her magic, sorting the garbage onto the floor by type. By the time she's finished, Rainbow Dash walks in carrying a large tray. She sets it down on the coffee table triumphantly.

"Ta da! Oh, hey, thanks for clearing a landing zone for me," Dash says.

Twilight looks over their meal. There are just two plates, each with a nest of brittle pasta and a few black, ugly lumps of eggplant. The only other thing on the tray is a sad, lonely flower sticking out of an empty soda bottle. Her stomach should be growling, but it's been shocked into silence. Rainbow Dash drops herself onto the couch next to her.

"So... pretty great, huh?" Rainbow Dash says.

"Um..." Twilight sniffs carefully at her plate. Again, her mind is racing for something diplomatic to say, and coming up empty.

"Yeah, pretty great dinner we have here," Rainbow Dash says. Neither of them make a move to eat anything. After a few seconds Dash turns to Twilight.

"Aren't you gonna try it?" she asks.

"After you." Twilight grins politely.

"Hey, you're the guest. Go crazy."

Twilight stares at the... food.

"Gosh, I don't know if I can. I mean, please don't take this the wrong way, but it looks..."

"...Terrible?" Rainbow Dash finishes her sentence.

Twilight folds her ears down and winces a little. "Yeah," she says.

Rainbow Dash puts a hoof to her chin. She regards her handiwork as if it were some kind of puzzle.

"I'll try it if you try it," she says.

Twilight's fake smile fades into a real one. "That sounds fair," she says.

"Alright... three... two... one... go!" Rainbow Dash says. Twilight leans down and bites into one of the black chunks that used to be eggplant, and instantly gags. She doesn't even get it into her mouth to chew – it's an awful combination of bitter, flaky burnt and cold, mealy, uncooked bread crumbs.

"Bleugh!" Twilight recoils, trying to scrape the taste off her tongue with her teeth. She turns to see Rainbow Dash doing almost the same thing, coughing out bits of crunchy pasta.

"Rainbow Dash?" Twilight says.

"Yeah?"

"I think this is the worst food I've ever seen," Twilight says.

"...Yeah?"

"I'm not trying to be mean. I'm actually kind of amazed. It's like some kind of epic tragedy on a plate."

"Ha, yeah."

"If somepony asked me to write a story about Equestria's worst cook, I could not have come up with something this bad."

"...Yeah." Rainbow Dash chuckles quietly.

"You might be an even worse cook than me, and that's really saying something."

"Yeah, you're probably right."

"So wait..." Twilight raises her eyebrows. "Are you seriously admitting that you aren't the best at something?"

"Who, me?" Rainbow Dash smiles at her, that trademark cocky smile. "Well, I'm the best at so many things. I guess it's only fair for me to be bad at something." Her smile drops away, and she looks almost worried. "Look, I don't really know what I'm doing in the kitchen. I know that. I guess I just wanted to try and make this kinda special for you. Something you would like."

Twilight feels her heart melting a little, overpowering any hunger she felt before. "No, I get it," she says. "I get what you were going for. I think it's really sweet of you."

"Thanks," Rainbow Dash says. "But you're still hungry, huh?"

"You don't have anything else?"

"Not really." Rainbow Dash looks thoughtful again. "How 'bout we just order in?"

Twilight smiles at her again. "That sounds nice," she says.

• • •

One short wait and a long dinner later, Twilight sighs contentedly on the couch. She takes another swig of her beer. It's some kind of sarsaparilla, cool and with a bite of ginger. Twilight relishes the bubbles on her tongue, letting them tickle the roof of her mouth.

She looks down at the aftermath of their meal. Her plate still has a half-eaten slice of grass-and-mushroom pizza that she doesn't intend to finish. Dash's plate is littered with leftover crusts. Twilight hates it when ponies don't eat the crust.

*Whatever. I was hungry, now I'm not, and it was good.*

Rainbow Dash finishes off her beer and drops it gracelessly on the table.

"Ahh!" She wipes her mouth with a hoof. "That was great. Pegasus delivery, huh?" She nudges Twilight with an elbow.

"Yeah, that was fast." She frowns a little as some niggling thought comes to the fore of her mind. "How do you send the order in without unicorn magic?"

"Huh?"

"How do you order when there's no unicorns around?" Twilight asks again.

"Uhh... you don't?" Dash says, shrugging.

"Huh." Twilight mulls this over for a second. It's the small things she never thinks of – she wonders sometimes what life without magic would be like, but she never hits on little details like that.

"Yeah, I just go pick it up usually. You're pretty useful, Twi – maybe I should have you over more often." She winks at Twilight.

"Well as long as you practice cooking a little before next time." Twilight smiles cheekily.

"Ha ha ha." Dash rolls her eyes, then suddenly looks serious. "Yeah, I hadn't really tried that before."

"Really? You brought out an unpracticed stunt for our date?"

"It was Pinkie's idea."

"Oh?"

"But then I asked her for some recipes and she gave me a bunch of stuff for making cakes and candy. So then I asked AJ, but she... well, she wasn't too helpful. For once."

"Oh." Twilight sinks a little lower into the couch.

Rainbow Dash sits up a little, belting out a cheesy approximation of Applejack's accent. "How can you go out with 'er when she's just fixin' to leave you fer that dang princess?" Rainbow Dash spins a hoof beside her head, sticking her tongue out.

"Oh..." Twilight turns away and takes a deep pull of her beer.

"Don't worry about it, Twilight. She just doesn't get it."

"I'm not sure if I get it, honestly."

"Get what?"

"You. I don't know, you're so casual about this. Is this how you always do things? Just... doing it with different ponies? No real relationships?"

"What, you don't get that? I thought that was kind of your thing lately." Rainbow Dash gives her a curious look that makes Twilight feel embarrassed for some reason.

"That... that's different."

"How?"

"I don't know. I mean, yes, I did kind of do that... but I didn't really mean to. I don't think. And I do love Luna. I think."

"You think?" Dash looks skeptical now, and it raises some questions in Twilight's head that she'd rather not think about tonight. But, since they are talking about it... maybe Dash can help her.

"How do you know? If you're in love, I mean. Real, true love," she asks.

"Pfff, that's fairy-tale stuff, Twilight." Dash waves a dismissive hoof. "That's all just foal crushes."

Twilight frowns, creasing her brow in thought. "A lot of adult ponies seem to think it's real enough. You think they're wrong?"

"Maybe. I don't really know. Mushy romance stuff isn't really my bag, honestly."

"Well, what is your 'bag' then?"

"I don't know... going out with ponies is fun. And doing stuff feels good. As long as nopony gets hurt, what's the difference?"

"You don't ever think about something more serious?" Twilight asks.

Dash opens her mouth to speak, but thinks better of it. She grabs her bottle with a hoof and goes to drink, but realizes it's empty and just stares at the wall for a few moments.

Twilight waits, letting her think, but soon loses her patience. She's just about to repeat her question when Dash speaks.

"I used to. When I was younger." She turns to Twilight, "I'm just not interested now, I guess."

"Really? You never want to settle down with somepony?"

"Yeah, sure, maybe one day. Later. If I meet someone good enough."

Twilight is at a loss for words. She can picture herself being with Luna, easily – for ever and ever and they both lived happily ever after. Before all this, she hadn't put any real thought into it, but there was still a weird, kind of abstract idea that of course she would find someone, someday. Everyone did, right?

"Hey." Dash's hoof touches her own, bringing her back. The blue pegasus must have noticed her slip into her own thoughts. "We're young, right? Live life to the max. Get all the kicks you can. Worry about that other stuff when it happens." Dash smacks her empty bottle against Twilight's with a loud *clink*.

"That sounds kind of lonely. Like you don't have someone special you really care about," Twilight says, wincing as it leaves her mouth.

*Jeez, when did I get so sappy?*

Rainbow Dash seems to share that thought. She just glares back at Twilight. "It's not like that. Just because I keep it casual doesn't mean I don't care. What, you don't care about Braeburn? Or Rarity?"

*Ouch... got me there. This round goes to Rainbow Dash.*

"Good point." She grabs her own bottle out of the air, winding down her magic. The beer left inside is warm by now. She just wanted something in her hooves to fiddle with. "This is all so confusing sometimes. I don't know what I'm supposed to feel."

Rainbow Dash touches her foreleg again and leaves her hoof there, looking tenderly into Twilight's eyes.

"It doesn't have to be confusing. Just take it as it comes, y'know?" Dash says. Twilight looks away – she feels her ears getting hot again, feels that rush of hormones start to kick in. She forces herself to meet Dash's eyes, and her busy mind slows down, grows quiet,

and starts to melt away. She's been keeping some very insistent urges pushed to the back of her head, but they're starting to get louder...

Dash smiles, like she knows exactly what's going on in Twilight's head.

"Like you and me," she continues. "We know going into this it's just for fun. Doesn't mean I don't care about you." She rubs Twilight's leg, her firm hoof throwing a delightful chill up the foreleg and down Twilight's spine.

"I care about you, too," Twilight says, feeling a little dumb. Dash scoots over and leans in close, and Twilight just tries out what she thinks is a demure smile. She hinted and hinted with Braeburn, but had to get a little bold to make anything happen. She's pretty sure she won't have to do that tonight.

They're sitting close together now, Twilight can feel Dash's breath against her cheek and the light tickle of feathers against her side. She levitates her bottle to the coffee table and turns to Dash – her face is right there, so close their lips are almost touching.

*Pinkie said rainbows were spicy... I wonder if Dash's mane...*

Twilight giggles at her own absurd thought.

*What is it with me and manes?*

"What?" Rainbow Dash asks.

"Nothing, nothing." Twilight snickers. She can't hold it in.

Dash just smiles and leans in closer. *That* stops Twilight's giggle fit. Their noses touch. Twilight feels that strange, tight lightness in her chest. She can feel her friend's nostrils flaring, feel her hot breath mingling with her own. Twilight closes her eyes and goes to purse her lips...

"Hey! I almost forgot!"

Twilight opens her eyes and Dash is already off the couch and floating in front of her. She just sits there, her eyes wide, that demanding, pressing urge still winding up in her chest and lower down.

"What?" Twilight says, sounding far more annoyed than she meant to.

"I wanted to show you something. You like star-gazing, right?" Dash says, like they weren't just about to make out.

Twilight arches her eyebrows, her annoyance forgotten. Star-gazing? Science? That's maybe the only thing that could take her mind off sex right now.

"Yeah, I thought so." Rainbow Dash laughs. "Follow me." With just a few flaps of her wings, Rainbow Dash rises up and shoots through the cloud ceiling, punching a small hole through it.

Twilight just sits there, staring up. Is this some kind of joke?

*First she teases me on the kiss and now on the science... is this whole date a prank or something? Is Pinkie hiding somewhere with a camera?*

Twilight looks around suspiciously, but Dash comes floating back in through the hole in the ceiling and lands in front of her.

"Heh... sorry. I forgot you can't fly for a second. Since you're up here, and all." Rainbow Dash rubs the back of her neck with a hoof, looking down. Then she crouches down in front of Twilight, flaring her wings out straight.

"Hop on," she says.

"Hop on?"

"Yeah, go ahead. Watch the wings."

Rainbow Dash holds her pose, and Twilight gets up. She takes a second to think about how to go about this. She's never flown before. Not like this. Is Dash strong enough to hold her? Twilight's never seen her carry – oh wait, yes she has. During their trip to Cloudsdale, Rainbow Dash carried four ponies.

*Stronger than she looks.*

She smiles as she climbs onto Rainbow Dash from behind. Watch the wings, right? Dash's tail flags against her belly as she awkwardly climbs up, and Twilight feels delightfully lewd for a second, mounted on the back of her friend. Then she hoists herself up and wraps her forelegs around Dash's neck, taking care not to squeeze too hard.

"You ready?" Dash asks, glancing at her over her shoulder.



"I think so." Twilight barely says it before Dash takes off. She yelps and squeezes her eyes shut, the sudden acceleration waking up a swarm of butterflies in her stomach. She is vaguely aware of the tight muscles of Dash's back and shoulder flexing against her skin – much stronger than she looks, oh my – but the wind whipping through her mane and that feeling of insane speed cloud it out.

Then, as suddenly as it began, it's over.

Twilight forces her eyes open. She sees bright, vivid hues, her face enveloped by Dash's messy mane. She's about to sneak a deep breath of it when she remembers that they've stopped and realizes how tightly she's squeezing her friend.

She slides backwards, pausing as her hind legs find purchase. She's really mounting Dash now, just like a stallion would, and a weird, giddy little thrill passes through her hips. Then she looks up and Dash is looking at her over her shoulder, eyes half-lidded. Twilight freezes. Dash waggles her eyebrows and grins, then flicks her tail up into Twilight's face.

"Sorry!" Twilight backs off, feeling blood rush up into her cheeks and ears, she can hear her heart thumping like mad.

"Why?" Dash turns around, still grinning.

"Heh... I don't know... I..." Twilight starts to say.

"Later. Look." Dash gestures up with her hooves.

Twilight does look and is stunned. Utterly stunned. They are standing on the roof of Rainbow Dash's cloud house, and all of Luna's heavenly glory is spread out above them. It's so much more crisp, more clear, than it ever looks from the ground. Every star is a piercing, twinkling light against a deep, dark, beautiful blue sky. The moon shines down at them, a haunting waxing gibbous.

Twilight's heart soars and she half-sits, half-collapses into the soft vapor beneath her. Her arousal is far from forgotten. If anything, it's mingling with this new excitement, more intense than ever, her mind just as sensitive and overwhelmed as her flanks. She gawks up at the sky, her mouth hanging open.

"Yeah, I thought you might like this," Dash says, smirking.

"I... it... this... it's..." Twilight stammers, forgetting to even breath.

"Yeah, it's alright," Dash says, giving one of her hooves a bored look. She slumps down into the cloud next to Twilight, leaning against her.

"This is *amazing*," Twilight spits out as soon as she remembers to breathe. How did she never think of this before? She has a balloon, for Celestia's sake. She could have seen this *every night* if she had just thought of it.

They sit there together for some amount of time that Twilight can't comprehend. It doesn't matter. Nothing matters at all. She drinks in the stars, she can't possibly see all the beauty at once. Every shift of her eyes is like seeing the whole thing all over again. It's impossibly, indescribably beautiful. Normally she would be ticking off galaxies and constellations in her head, feeling a smug little thrill at every insignificant detail she had memorized.

Not tonight. She sees the forest. The trees are forgotten.

She tears her gaze away and turns to the pony next to her. Dash is looking up, too. She's smiling, clearly not as enthralled as Twilight, but smiling beautifully. Stars shine in her pink eyes. Her face is strong, proud, framed by that dazzling, wild mane, and Twilight feels a wild urge to just tackle her and make furious love right there.

Her whole body is burning, her heart straining at her ribs. She tenses up, ready to ravage her friend, when Dash turns to her and their eyes meet. It halts and surprises Twilight. The animal, feral drive to take her stops short.

"So..." Dash says. Words come back to Twilight, she feels obligated to respond in kind.

*Does she have any idea what she just did?*

I was about to fuck her silly!

*Dear god did I just think that what is wrong with me?*

Twilight shakes her head, trying to clear her thoughts. She's barely keeping that drive under control, she's not even sure why. This is why they're here, right? But something in Rainbow Dash's face makes her hold back. What is it...

*Darn it, darn it, I can't think straight, she's looking at you say something!*

"Dash... this is amazing!" she forces out. "I guess this romance stuff is kind of your bag, after all." She gives Dash her amateur's seductive smile.

"Ha! Yeah, I try." Dash leans into her and nuzzles right behind Twilight's ear. Her whole body quivers, shivers running up and down from her nose to her tail. She closes her eyes and bites her lip.

"You cold?" Dash asks, draping a wing over Twilight's body.

*No but I will pretend to be cold.*

"A little." Twilight leans into the blue pegasus, snuggling their sides close together. She nuzzles Rainbow Dash back, feeling that unique and beautiful mane against her face, it's slick and wiry and it tickles. Rainbow Dash nickers softly, extending her neck, offering it to Twilight.

Twilight declines the offer, instead raising her head and locking eyes with Rainbow Dash. They stare at each other, inching closer, both panting heavily. Something unspoken passes between them and they both attack at the same moment, pressing their lips together.

It's the most intense kiss Twilight's ever had, even more than when Luna kissed her, different in every way. It's burning and pushy and fierce. Their tongues fight for supremacy, pushing back and forth from one mouth to the other. Twilight feels pushing on her body and movement, somehow she's on her back now, their mouths are still locked together. She doesn't even moan or move her legs, everything is this kiss, this perfect, intense kiss.

It stops as suddenly as it began. Twilight opens her eyes. Rainbow Dash is looming over her, her wings blocking her view of the sky. Her eyes are eager, crazy, like Braeburn's were at the height of their passion.

"Is it cool if I'm on top?" Dash blurts out, her chest heaving.

"I don't care, anything." Twilight pulls her down into another kiss. She did kind of want to be on top, but it doesn't matter. They have all night.

Dash breaks the kiss quickly and starts furiously moving her mouth all over Twilight, kissing her face and neck and chest and shoulders. She darts around like a bird, sending waves of pleasure through Twilight from each little peck. It's perfect, exactly what she's yearning for right now. Twilight wraps her hooves in that brilliant mane and lets her go to work, offering herself completely. She cranes her head back and just revels in the pleasure, biting her tongue. She doesn't want to start calling out just yet – it's exciting to hold it in for some reason, to fight it a little.

Dash starts kissing harder, getting more sloppy. She moves down, rubbing her snout against Twilight's belly and sides, moaning and neighing softly. Twilight lowers her eyes and glances down her friend's body, resting her gaze on Dash's firm rump wiggling in the air, her tail lashing about. The colors of her tail shine and waver against the stars, and Twilight starts trembling, feeling deep quakes of longing shake through her whole body. She arches her back, inviting Dash to take her any way she wants. She cranes her head back again, taking in the stars.

Twilight just stares up, gasping. Dash moves her snout lower and lower, grazing at her lower belly, moving over her flat nipples... then moves up again, drawing a disappointed moan from Twilight's lips. Dash seems to ignore her, kissing and nibbling along her ribs. Twilight squeezes harder with her hooves, pushing her head down gently. Dash takes the hint and slides down again, but halts just above her crotch, rising back up.

*Good goddess WHY... do I have to beg for it?*

Twilight relaxes her hooves and tries to let Dash do her thing. She's getting intensely worked up, the pressure in her loins is incredible. Patience, she tries to think. All this teasing is making her wetter than ever.

*This is how experienced lovers do it, right? Hold off a little, take it slow, let it build up...*

"Ahhh!" she cries out, hearing her voice rise up into the night sky. It takes her completely by surprise. Rainbow Dash was nibbling at her belly, but she quickly moved down and bit the inside of Twilight's thigh, hard. She's not sure if it hurt or felt good or both. Dash is nibbling her thighs now, jumping from left to right, nipping and biting, the pinch of each sharp bite makes Twilight gasp.

She opens her eyes and...

*The moon.*

She freezes, staring at that white, waxy orb.

*Can she see me?*

Twilight shrinks suddenly, feeling her whole body tense up.

*Did she hear that just now? Is she watching? Can she even do that?*

Rainbow Dash is still enthusiastically kissing her body, moving back up to her ribs, running her hooves up and down Twilight's sides. It feels good, she wants it to feel good, but she can't shake the feeling of being watched.

*She told me to do this... this is what she wanted. Right?*

A wave of guilt washes over Twilight. It should be Luna between her legs, caressing her coat with her tongue.

*That's silly this is amazing with Dash get it together.*

"Twilight?" Dash is looking up at her, resting her chin on Twilight's chest. "You okay?" she asks.

Twilight bites her lip, glancing up at the moon again. It looks like a glaring eye now, almost sinister. She looks back down at Dash and finds relief in her intense pink irises.

"Can we go back inside?" Twilight asks quietly.

"You cold?"

"Yes. Yes, I'm cold. It's cold out here. Brrr."

Dash looks at her like she's joking, then smiles. She rolls off Twilight and stomps with her hooves, kicking a hole in the cloud beneath them. Twilight looks down and sees a bedroom, not quite as messy as the cloud house downstairs, lit only by dim starlight. It looks like a long drop, but Rainbow Dash gestures for her to go first. She slides off the edge, landing easily in the cushioning clouds of the floor.

Rainbow Dash follows, patching up the hole after her. Twilight doesn't bother to observe anything about the room – she can't see the moon through the windows, just more brilliant stars. There is a bed. There is Rainbow Dash. There is exactly one thing on her mind.

She plants a quick kiss on Dash's lips and dives onto the bed, turning and smiling at her new lover. Unexpectedly, Rainbow Dash slowly, almost hesitantly climbs in with her. She sits next to Twilight, folding her arms beneath her.

Twilight grins at her. What new game is this? More teasing? She leans forward and starts kissing Dash's face and ears. Dash responds with moans and a smile, but doesn't move from her sitting position.

"So... heh heh... uh... where were we?" Dash says.

"Oh, right about here, I think." Twilight rolls onto her back and parts her legs slightly, smiling innocently.

"Oh! Yeah..." Dash glances at Twilight's invitation and darts her eyes away, sweating. "Yup. Gonna make some love. Right now. Gonna give it to you like... like all hot and sexy and stuff."

Twilight props herself up on her elbows, staring at the blue mare in disbelief. "Dash, are you... nervous?" she asks.

"No!" Rainbow Dash snaps, looking away.

"Oh my god you are nervous!" Twilight fights hard to hold a laugh in.

"No way! Shut up!" Dash is rooted to the bed, fidgeting with her hooves nervously.

"I thought I would be the nervous one. I mean, you're so much more experienced than me..."

"Well, yeah... I..." Rainbow Dash shrinks, casting a guilty look down into the bed.

"Dash?" Twilight glares at her. "What's wrong?"

"I don't know!" Rainbow Dash throws her hooves up, on the edge of a major freak out.

"Are you worried about –" Twilight starts to say.

"I'm not worried, I'm not... grr!" Rainbow Dash cuts her off, stomping her front hooves into the bed a little. "I like you, Twilight!" she says angrily.

"Oh... kay..." Twilight backs off a little. "I like you, too."

"I mean we've been friends for, like, forever and I always thought you were kind of cute."

"...Thanks?" Twilight cocks an eyebrow.

"And when you started talking about trying out mares I was like, yeah! Finally!" Rainbow Dash looks like her old triumphant self for just a second before her eyes plummet back to the bed, shifting back and forth. "And now we're here and it's awesome but I feel all... like... I don't know!"

*Care to expand on that with real words?*

Twilight suppresses a sigh. She wants to help, but as often with Rainbow Dash, half the battle is figuring out what's even going on in the pegasus mare's head.

"We're just friends, right?" Rainbow Dash says, like a pony on the edge.

Twilight reaches out and puts a hoof on her friend's shoulder, hoping to calm her. "Of course we are. I'll always be your friend."

Rainbow Dash looks up, finally meeting her eyes again. "Always?" she asks.

"Always."

They lock eyes for a long moment. Twilight can see the life ebbing back into her friend's eyes. "We don't have to do anything, you know. It's fine," she says. She means it.

"No! No, I want to. Dear bucking Celestia, do I want to!" Rainbow Dash grabs Twilight's arm desperately. That buzz of arousal flares up in Twilight's head again, her netherlips twitch, she's wound up and craving any kind of release.

"Well let's do this, then." She shifts closer on the bed, planting a kiss on Dash's foreleg.

*Can't think of anything that would cheer you up more...*

"I... yeah. Okay. Okay." Dash takes a deep breath, but doesn't move otherwise.

"What's wrong now?" Twilight says, more rude than she wanted to. Her craving is making her brash, impatient.

"You think I'm some kind of expert. I don't wanna disappoint you. What if I don't get you off or something?" Rainbow Dash cries out.

"Are you serious?!" Twilight glares at her. Rainbow Dash winces. "You're Rainbow Dash!"

"...yeah?" Rainbow Dash says meekly.

"Yes! You're the fastest flyer in Equestria, and a future Wonderbolt!" Twilight says, gripping her friend's shoulders.

"Yeah? Hey, yeah!" Dash glows noticeably.

"And you're the hottest filly action in Ponyville."

"...yeah!" Rainbow Dash says slowly, like she's just realized.

"We haven't even gotten started and I'm the most turned on I've ever been. You. Are. Hot." Twilight pokes her in the chest, emphasizing the last three words.

Dash gets that cocky smile, that beautiful, arrogant, intense grin.

"Ha, yeah, of course I am! You're hot too, Twilight."

"Thanks. Now, are you gonna take me like the Rainbow Dash I've been dreaming about?" Twilight lies back again, turning her seductive smile up to eleven.

"Hell yeah!" Rainbow Dash glares with blazing intensity and charges in. She wraps her arms around Twilight's hips and yanks her up, turning her roughly on to her stomach.

"Oof!" Twilight feels a little of her breath get knocked out as Dash pulls her hind legs, propping her rump up in the air. She pants and tries to figure out what's going on, she's burning up all over, it feels like her whole groin is just melting, running down her legs. She feels teeth clamp around her tail, and then...

"AHH ohhhhhh..." Dash pulls her tail to the side, giving a little yank farther than she had to. Pain shoots through Twilight's mind and is chased by quivering pleasure. Her hips flex and writhe on their own. Twilight starts to think that it feels so good nothing's ever felt so good and she is immediately made a liar when Dash shoves her snout roughly into that moist, burning slit between her legs.

"Ah! Ah! YES!" Twilight cries out, she couldn't hold back if she tried. Dash laps at her frantically, then pushes her tongue deep inside. It slides in easily, Twilight's so wet it even makes an awful squelching noise. Dash wiggles her tongue inside Twilight's tight hole, squeezing her hooves around Twilight's thighs. Twilight moans loudly, her own tongue hanging out onto the bed. Dash pulls out and starts kissing and licking all over Twilight's thighs, then nips at her rump a few times, then clamps her teeth around Twilight's purple tail and yanks again, hard.

"OH!" Twilight's eyes go wide and she feels herself clenching, her tight, wet passage grasping eagerly at nothing.

*Am I coming did I just was that like a mini-orgasm what is this*



She moans loudly, rolling her eyes back. That came out of nowhere, she would think if she was capable of real thought. Instead she just moans louder and rides the waves of pleasure higher – it's like no orgasm she's had before. Instead of climaxing and then falling off, she's just plateaued on some new, more intense level of arousal.

Rainbow Dash is licking her up and down now, paying special attention to her swollen clit. Twilight is bucking her hips slightly with each stroke of her friend's tongue. She swishes her tail in Dash's face, unconsciously begging her to pull it again. Dash ignores it and moves her focus to just that lovely little button at the top of Twilight's mound, attacking it with her tongue.

Twilight feels her knees shaking and threatening to give out, if Dash wasn't propping her up she would've collapsed by now. She opens her eyes wide as that tongue, that frantic, aggressive, wonderful tongue hovers just around her clit. She wants to see it, she wants to watch what's happening, she flexes her neck every which way but it feels too *good* and she can't focus at all. She gives up and squeezes her eyes shut tight, rubbing her face into the bed sheets.

The tongue moves up now, Twilight can feel Dash's snout probing, searching, exploring her. She drags her tongue up Twilight's slit again but doesn't stop, going higher, right onto...

"WHOA!" Twilight's head shoots up. She yelps and instinctively curls her tail between her legs. For just a second that tongue had tickled her right under her tail, on her... that's so *dirty*, she starts to think...

"AHH!" Her tail is yanked to the side again and she feels Dash pin it there with a hoof. Dash's tongue dives right back into her tight anus, licking around it in little circles, and Twilight just about loses her mind.

"Dash! Dash! What are you... you... you ohhhhhhhh wow!" she gasps out, feeling every muscle in her hips starting to clench again. She never imagined this, never thought that part of her was something sexual. Dash yanks at her tail with her hoof, making Twilight yelp in shocked pleasure. She starts pushing her hips back, her body begging for more, she's so close again... again? More than once oh sweet Celestia this is amazing...

Dash reaches her other hoof up and presses it to Twilight's clitoris, and the whole world just explodes into stars.

Twilight has no idea what happens next. Or how long it happens. Or anything. She's barely cognizant of drooling and shaking and screaming out some things and it feels so, so, sooooo good.

She floats back up out of complete and utter oblivion as Dash takes her hoof away from her clit – was it there the whole time, what else did we just do – and feels Dash's tongue give one last lick and kiss to her swollen lips. Dash lets go of her tail and Twilight just collapses. She's breathing like she's dying, fighting for air, just collapsed on the bed with her rump still sticking up, trembling.

Strong hooves roll her over and she's on her back now, and Dash's beautiful face and beautiful mane are smiling down at her. Dash kisses her, hard...

*Eww she was just... eww! Oh whatever...*

Twilight tastes her own tangy moisture on her friend's tongue and it reminds her of Rarity for a moment, of that night they shared together not so long ago and then it's gone. Rainbow Dash slides herself onto Twilight, pressing their hips together. She can feel the heat between Dash's legs, burning, dripping heat, pressing into her own and then they touch and pleasure rocks her body violently, it's not over yet it's far from over this is just a new, more fantastic plateau.

Dash grunts like a stallion and bucks down into her, rubbing their swollen nubs together. They gasp in unison. Twilight shoots her eyes open and they share a moment, gazing into each others' eyes, it's beautiful and tender and Twilight feels so close to her, like a part of her, she could lie like this forever.

Then Dash gets a wicked look in her eyes and she grinds her hips again.

"Ah! Ahh! Ahhhhh! AH!" Twilight almost screams out.

Dash is bucking against her at a steady rhythm now, mashing their mounds together. Spasms shake through her wings, shedding feathers here and there. They fall around Twilight like dead leaves.

Twilight writhes against the bed, flexing her hips unevenly, jerking them. Somewhere in her head she wants to try and match Dash's rhythm, to move with her, be one with her, but she can't summon the coordination required.

Dash presses her hooves against Twilight's arms and slides them up, pinning them above her head. She leans her own head down and starts kissing Twilight, starting with her face and then moving up, nipping at her ears and licking her horn.

The wet tongue on her horn shoots chills right down into her brain. It's much more sensitive than she ever knew, like a second clit connected directly to her thoughts. She howls in delight, flexing her arms against Dash's, pushing up against her, pretending to fight. Then she gives up and just takes it, just takes it all for however long Rainbow Dash can give it.

Which isn't too much longer, apparently. Dash slows down a little. Twilight opens her eyes and Rainbow Dash is propped above her, smiling, hanging her mouth open. Her lips are trembling, she looks like she's about to peak.

"Harder please I'm so close..." Twilight moans out.

Dash's eyes snap down to her like she had forgotten there was another pony in the room. She bears down with her arms, crushing Twilight's hooves into the bed, and starts thrusting her hips like a girl possessed. Twilight feels their hot, engorged nubs flicking past each other and Dash is staring into her eyes and she's sweating all over, curls of white lather stand out against her blue coat and oh god this is it!

"aaaaaaAAHHH YES!" Twilight screams out, jerking her hips violently.

"Unh! Unh! Oh fu... fu... Augh!" Dash grunts out with her last few strokes, then slumps down onto Twilight, her body shaking.

They lie like that, pressed together. Twilight can feel spasms and quakes running through Dash's mound, symptoms of the same post-lovemaking bliss that's running through her. Her inner walls are clenching over and over again on their own, it feels lovely, just lying there with a hot, heavy body on top of her. Dash shifts against her and some part of her brushes past Twilight's clitoris. She takes in a sharp breath, it hurt! It's beyond sensitive now, sore to the touch.

Dash slides off to her side and sinks into the bed, one foreleg draped lazily over Twilight's chest. Twilight doesn't move. They both slowly catch their breath. Twilight stares mutely at the ceiling. At first it looks solid, unmoving, but eventually she realizes that it's slowly drifting and shifting. She feels lips on her cheek. She turns her head as they leave.

Rainbow Dash is staring at her with a tired smile. "Hey," she croaks out.

"Mmm," Twilight moans back. She rolls onto her side and scoots closer to Dash, running a hoof up her blue chest.

"So... that was good, right?" Dash says.

Twilight sighs loudly. "That was *great*."

Rainbow Dash nods very seriously, looking satisfied. She reaches down and messes with the sheets – Twilight is vaguely aware of squirming around, letting her pull the blankets out from under them and then over top of them. She rolls over a little, ready for the forelegs she's sure are about to slide around her –

And then nothing.

She looks over and Rainbow Dash is lying in bed next to her. Just far enough away that their bodies aren't touching. Dash's eyes are closed, and a smug smile is creeping across her lips.

*That's it?*

Twilight lies there for a few seconds, curled up under the covers. Then she rolls over and slides her back into Dash's strong arms and legs.

"Hmm?" Rainbow Dash doesn't move, barely reacts except for the sound.

Twilight lies there uncomfortably, wondering if this part is less standard than she thought.

*Come on, hold me darn it!*

And then cyan blue limbs wrap around her. Rainbow Dash drags her snout through Twilight's mane and then rests her chin on Twilight's shoulder. Twilight lets out a pleased sigh. She can feel her friend's chest rising against her back. Dash's forelegs are wrapped around her, tucked under her own. It's perfect.

Rainbow Dash yawns loudly against the back of her head. It's immediately contagious, and Twilight can't help but yawn. She doesn't open her eyes again, her eyelids are too heavy. She quickly falls into a dreamless, satisfied sleep.

• • •

"Aw, yeah! Right there!"

Rainbow Dash squeezes Twilight's hooves with her own, panting. Twilight shifts her mental focus, shooting waves through the glow of her horn.

"There?" she asks.

"Ugh! Yeah, there, perfect... harder!" Rainbow Dash says.

Morning light pours in through the window. At some point in the night they had switched positions – Rainbow Dash is backed up against Twilight now, squirming in against her belly.

Twilight closes her eyes, throwing more *oomph* into her telekinesis. She can feel her friend's slick entrance in her horn – it's undeniably strange but amazing, like having a fifth hoof. A fifth, sensitive, shape-changing hoof. A magic extra hoof that is reaching deep inside her friend's opening and massaging inside her right now... Twilight opens her eyes again. She's breathing heavily, every moan and tremble Rainbow Dash gives pushes her a little higher, sends tingles through her horn.

She breathes deep of Dash's rainbow mane. Last night had been so sudden, so rough...

*Soooooooo good...*

She hadn't really had a chance to dig in to her friend's prismatic hair. She takes a big patch of it in her teeth. It doesn't taste spicy, it tastes of sweat and discount shampoo. She jerks her neck back, yanking on the hair.

"Owww yeah! Yeah!" Rainbow Dash growls, brushing her tail base back and forth across Twilight's belly. She can feel tight squeezing in her horn, Dash must be close, she's panting quickly now. Twilight concentrates harder – it's not easy when she's so aroused, but she manages.

Twilight grins around the hair in her teeth. She sends a tendril of magic out from the glow around Rainbow Dash's sex and presses it firmly against that dirty little second hole under her tail.

"Whoa! Whooooaaaaaohhhhhh..." Dash stiffens up for a second and then relaxes completely. A few seconds later Twilight can feel her clenching up one last time and then releasing in a wave of moaning and shaking. Dash sighs and hugs Twilight's forearms to

her chest. Twilight keeps working at her with her magic, relishing the squeezing of her friend's walls against her mind's hoof.

"I came," Dash moans out a little shakily.

"Good." Twilight spits the multi-colored mane out of her mouth and makes her horn glow harder.

"Okay, okay, you can stop now." Dash laughs, her voice is high-pitched.

"Hmm... no, I think you need more." Twilight smiles deviously.

"C'mon, Twi, it hurts!" Dash laughs more, squeezing at Twilight's hooves.

"Oh, alright." Twilight rolls her eyes and fakes a severely disappointed tone. She turns off her horn and Dash unwinds, melting in Twilight's arms.

They lie together for a few minutes. Twilight nibbles idly at the back of Dash's neck, not really thinking. She's concentrating on the rising and falling of that blue chest, slowly evening out and becoming normal.

Suddenly, Dash gets up and rolls off the bed.

"Scuse me," she says, trotting off to another room.

Twilight watches her go, her eyes following those blue flanks. She pouts a little when Dash closes a door behind her. The sound of a running shower comes from the other room.

*I guess she's just cleaning up.*

She looks around a little, paying attention to Dash's room for the first time. It's a pretty simple affair – posters of racing pegasus ponies, stacks of magazines, trophies and medals hung up all over the place.

She thinks about Dash some more. Round two only whetted her appetite, and she feels just a bit of craving hunger wound up in her hips. She starts to imagine Rainbow Dash with a wet mane plastered to her face, standing in a steaming hot shower...

She's just working up the courage to see about joining her friend when the door opens and the mare in question trots back in, a towel on her back. She shakes herself off like a dog, spraying water everywhere.

*That was quick... well, she is always bragging about how fast she is...*

Twilight giggles, thinking about their more recent lovemaking.

"What?" Dash looks at her, shaking drops of water out of her wings.

"Nothing." Twilight traces a circle on the bed with her hoof. "So... what are you up to today?"

"I gotta go to work."

"Oh?"

"Yeah, thought I might show up on time for once. Surprise everypony, y'know?"

It is pretty early. Then again, they did go to bed kind of early... she giggles again, then stops short.

"Wait... are you going now?" Twilight asks.

"In a few minutes, yeah," Dash says, dropping the towel on the floor. She walks over to a pile of laundry and other junk and starts digging around for something.

"Oh." Twilight droops her ears. The lingering heat in her loins disappears. "I was kind of thinking we could go get breakfast or something."

"Nah, I really gotta get going. Sorry." Dash pulls a pair of goggles out of the pile. How many of those does she own?

"You don't wanna take the day off?" Twilight tries to turn on the seductive smile. Dash doesn't even look over.

"I shouldn't. Really... we got a big move today. Huge storm this weekend. You heard, right? They're gonna need me out there."

Twilight frowns a little.

*Isn't Dash always taking days off?*

No, stop it, you're being silly.

*She has to go to work. Get over yourself.*

"That's okay, right? I mean, I'm sorry I gotta jet on you like this," Rainbow Dash says, adjusting her goggles on her head.

"No, it's fine. I understand," Twilight says.

"Cool." Dash walks over to the bed and nuzzles her one last time. "I'll see you later, yeah? You can take your balloon home."

"Yeah..." Twilight looks down at her hooves. "Yeah, I can do that."

They say quick goodbyes and Rainbow Dash graciously offers her a breakfast of cold pizza as they leave. Twilight declines the offer. A short ride through the clouds later and she's opening the door of her library.

She feels exhausted... completely spent. And gross. About halfway home she had realized how sweaty and smelly she felt from the night before.

"Spike?" she yells, then winces as she realizes he's probably asleep. It's still early, and he's probably taking his night alone as an opportunity to sleep in. The library is silent, empty. Twilight almost knocks on the door of Spike's new room, just to check on him, but she thinks better of it.

She goes upstairs instead and treats herself to a long, hot bath. It does wonders for her mood, and she spends long minutes letting the hot water seep into her joints, trying hard to think about nothing. It doesn't work, of course – a cocky, arrogant smile keeps flashing in her mind.

She shakes her head, feeling stupid. Luna's smile is prettier, anyway. She remembers the night Luna came to her. It feels like a long time ago, but she can still see Luna's playful, mischievous little smirk.

*Hey! Hey, I did it! This is it!*

She practically jumps out of the bath, toweling herself off as quickly as possible. She walks back to her room and goes to brush her mane a little, when something on her neck catches her eye. It isn't quite as bad as when she woke up to find her horn full of poison joke, but it's a similar shock.



Her neck is marked with a few dark, ugly bruises. Souvenirs, courtesy of Rainbow Dash. Part of her mind is chuckling but the rest of her is horrified. They're *very* obvious – everypony she runs into is going to know exactly what she's been doing. She cringes and then doubles her cringe as something else occurs to her.

She turns around and shoves her backside up to the mirror awkwardly. It's hard to see clearly, but there are a few obvious marks on her thighs and even one high up on her rump. And... oh dear Princess why... one big bite mark on her inner thigh, right next to her most private spot.

She slams her rump down and sees a very embarrassed unicorn in the mirror staring back at her.

*I could just not go outside for a few days.*

I could probably get away with that. Oh horse apples, what about Spike? Rainbow Dash, why do you have to be so rough?

*You weren't complaining last night...*

She glares at herself, remembering why she came out here. This would have to be dealt with later. She's on a mission.

She digs out a quill and blank paper and sets to work.

*Dearest Princess Luna,*

*I've known the touch of two lovers, one stallion and one mare. Both were lovely, but I think I know where my inclinations truly lie now. I've learned much about love – enough to know how badly I want you.*

*You were right to set me on this path. I had no idea what love was, what it could feel like, what it could do to a pony. I've even seen a little of the dark side of romance. There is great risk of hurting someone if you aren't careful. I understand that now, and I think I understand why you asked me to do this.*

*But I have learned, and I'm ready. I'm yours, whenever you come to take me.*

*Your Eager Student,  
Twilight Sparkle*

She hastily wraps it up in an envelope and casts a spell on it, excitement pounding in her chest. She can hardly focus, and the awesome feeling of touching Luna's mind shoots through her and is gone almost instantly.

The envelope vanishes in a flash of light. Twilight sits, looking around, waiting impatiently. Birdsong drifts in through the windows. She starts to mindlessly tap a hoof on the floor.

*You didn't really think she was going to show up instantly, did you?*

She sighs, wondering what she's doing. Luna hasn't even had time to read it yet. She's probably asleep, honestly. Does she sleep? Like a normal pony, anyway?

Twilight trudges over to her bed and flops onto it, sighing heavily. She imagines Luna there with her, cuddling her, whispering sweet words in her ear. Luna wouldn't usher her out in the morning, pretending nothing happened. Luna wouldn't rush off to catch some stupid train. Luna wouldn't leave her to go home alone with nothing but cold, stiff leftovers. Right?

Would she?

Twilight frowns and feels strangely scared, alone. Her bed feels larger than ever, cold and empty. She scoots herself under the covers like one of Fluttershy's animals cowering under a hawk's shadow. She hugs a pillow tightly to her chest.

*How can you think those things... all three of them care about you!*

She knows the feelings are foolish, but they grip her anyway, and she just feels worse for letting it happen.

*I can't believe I just sent that letter.*

She hadn't even proofread it, just scribbled it out and sent it off frantically. She can't send another one so soon... it would look strange.

She spends a long time staring into space, squeezing her pillow. One of her ears twitches.

*What am I doing?*

Twilight runs a brush through her mane, tugging at a small tangle somewhere in the back. She watches her own face in the mirror as she works at the knot. She's scowling more than she would've thought – this knot just won't come out! She tugs again, hard, and the brush breaks free, gliding smoothly through on further strokes.

*Ahh... much better.*

She's wearing a nice saddle. Rarity made it for her, of course, for some forgotten occasion. No, this one was just because... Twilight remembers now. Just a design she was trying out, and it happened to be Twilight's size. That was what Rarity said, anyway. She smiles at herself – it's not often that Twilight really thinks about how she looks, even rarer when she thinks to feel pretty. But she's looking pretty good tonight.

*Mental Note, Subject: Sex. Sex can be a bit of a confidence booster, apparently.*

She spies a faded bruise on her neck. It's almost gone, but still visible if a pony was really paying attention. She frowns and opens a drawer, trying to decide between a scarf or a collar...

*"I was wondering if you could help me with something?"*

*"Of course, darling, anything – oh! Oh my." Rarity drops what she's doing the moment she turns to Twilight, staring at her neck.*

*"...Yeah. That."*

*"Rainbow Dash?" Rarity glares over the frame of her glasses. Twilight just sighs and nods.*

*"Ah, the marks of love. Well, maybe not love, as it were. Not to worry, Twilight, I have just the thing." Rarity starts opening drawers and digging through an endless variety of garments, tut-tutting all the while. Twilight doesn't watch too closely – she's too busy wallowing in embarrassment.*

*"Here we are! A wide variety of scarves and collars. A lady must have discretion about her indiscretions, after all." Rarity giggles smugly as she offers a pile of cloth to Twilight.*

*"Oh, thank you, Rarity! That's perfect. But... um... I have a few others..." Twilight glances back at her own rump. Rarity gives her a blank stare and then turns a little red.*

*"Oh... well, uh... ahem... I see things really did go swimmingly, then?" Rarity shoots Twilight a very amused smile. Twilight replies with her most unamused stare.*

*"You're in luck, dear. Long, flowing skirts are in this season."*

Twilight checks herself out in the mirror. She shakes her rump a little, sending waves through the long pleats of fabric hanging off the back of her saddle. Then she ties a cute little silk scarf around her neck. No pony will be the wiser.

*I could get used to this.*

Usually she doesn't wear clothes, but she's been wearing some kind of covering for the last few days straight. She levitates a pair of earrings up and starts fastening them in place.

The door of her bedroom swings open and Spike barges right in. Twilight frowns for just a second at his lack of knocking, but she just keeps putting on her earrings.

"Hey Twilight. Whatchya doing in... you're all dressed up?" He freezes. "Is everyone dressing up tonight? I didn't know this was all formal."

"It's not. I don't know about the others. I just felt like it," she lies.

"You think Rarity will be dressed up?"

Twilight smirks. "Of course she will."

"Aww..." Spike sulks, kicking the floor with a foot. "Why can't I go?"

"Sorry, Spike. This is a girl's night out." She finishes with her earrings and turns away from the mirror. "Besides, we might stay out kind of late."

"Awwwww!" Spike crams his claws into his little pocket flaps, sulking even harder. "I wanna stay up late."

Twilight rolls her eyes. "You would just fall asleep. And then I would have to carry you home."

"Would not!"

"Besides, you're in charge until I get back. You can stay up if you really want to."

"In... charge?"

"Yup. You are my number one assistant, after all. That means when I'm gone, you are officially the librarian."

Spike's eyes go wide, twinkling with possibilities. "Hey, yeah... I'm the man of the house!" He strikes a tough little pose. Twilight giggles at him.

"Don't stay up too late," she says, knowing he won't. Her ear twitches – someone is knocking on the library's front door. Spike looks like he heard it, too.

"Can you get that?" Twilight says. Spike hurries off, and Twilight starts searching around her room for a purse.

*Who could that be?*

One of my friends stopping by on the way?

*It's still way too early, isn't it? And it's way too late to be a customer... it's probably Rarity, come to fuss over my outfit.*

"Uh... Twilight?" Spike opens her door again, sounding a little hesitant. "Braeburn is here to see you."

Twilight jumps in place, turning on Spike. "Wha... how... Braeburn?" she says.

"Yeah, he's downstairs. He said he wanted to talk to you alone, but... I don't know, something's up. He's acting funny." Spike crosses his arms.

"Funny? Like... how?"

"I don't know. He wasn't smiling. He's *always* smiling." Spike looks perplexed.

Twilight gulps loudly.

*Maybe I can just teleport out the window.*

No, that's stupid.

"Alright... um... bring him up here, I guess."

"...Okay." Spike gives her a confused look and goes back downstairs.

Why is he here?

*Oh no, what if he's mad at me?*

Okay, okay, calm down... calm. Twilight Sparkle is calm. She makes one quick glance at the mirror to make sure that her love bites are, in fact, covered up. They are. She sighs in relief.

And then Spike walks back in with her one and only stallion.

"Howdy," Braeburn says. His eyes cut into hers. She can't figure out the look he's giving her, all that registers is that he's not smiling. Is he angry?

*Why oh why am I so bad at reading faces?*

Braeburn looks down at the little dragon by his side. "Beggin' yer pardon, Spike." He nods towards the door. "If you don't mind," he says.

Spike looks at Twilight and raises an eyebrow. She nods back at him. He scuttles off, closing her bedroom door behind him.

Heavy silence hangs in the air between them. Neither moves for a few seconds. Twilight can feel a light sheen of sweat forming under her bangs. Braeburn just stares at her. He looks determined, unwavering.

"You look nice. You goin' out?" he says suddenly. Still not smiling.

"Yes. With my friends," she says. His face does a weird turn – he always, always looked so cheerful before. Twilight is starting to figure out that he looks sad, somewhere under that hard resolve, and it almost hurts to notice.

"I didn't know you were coming back to Ponyville," Twilight says.

"It's just for the weekend."

"You could've told me you were coming to visit." Twilight smiles nervously.

"Sorry. I took the next train after I got your letter. Didn't think to send one back 'til I was already halfway here."

"Oh. So... you got that." Twilight winces.

"I most certainly did."

Twilight looks down at her hooves.

*Then why are you here?*

"I s'pose I just wanted to hear it straight from you," he says, like he heard her thoughts.

"Why?" she asks. She really doesn't understand – this was hard enough to write out.

Braeburn glares at her a little, but it fades away quickly and he sighs. "I jus' couldn't believe it, I guess." He steps a little closer to her. "I mean, that night together. I thought we really had somethin'."

She hangs her head. "Braeburn... I'm so, so sorry."

"Sorry? That's it?" That anger in his voice flares up and fades just as quickly. "You... you... all that, and then... one letter and that's it. Sorry."

She doesn't look up, but she can feel his glare on her, hear his hooves on the wood as he inches closer.

"What happened?" he asks.

"I explained in the letter."

Braeburn snorts and glares at her again. "Is that right?" he says. Now she does look up, in time to see him take his hat off and pull a very familiar-looking piece of paper from inside it.

*No, that can't be... it is... oh no...*

"Dear Braeburn," he reads. "Your letter was very touching. I'm sorry I have to tell you this, but I can't accept..."

"Braeburn, stop." Twilight winces again, putting a hoof to her forehead. He ignores her and keeps reading.

"...can't accept your love. There's someone else. Unfortunately, I can't explain..."

"Stop it!" Twilight feels tears welling up, she can't tell if it's in anger or sadness. She crushes her eyelids shut, shaking her head. It feels like someone's tightening a sharp coil of wire around her heart.

"...more than that. I'm sorry that I misled you. I should've told you before we..."

"Braeburn!" she almost screams. He stops mid-breath, shocked by the anger and pain in her voice. "Stop it. Please!"

The letter falls from his hooves and floats to the floor. A long, painful moment passes. Braeburn's mouth moves, forming silent words, but before he can put them in order there is the sound of stubby claws running up stairs and the door slams open.

"Twilight!" Spike jumps in raring for a fight, all his spines standing on end. He immediately deflates when he sees them standing far apart from each other.

"Uh... everything okay?" he says, confused.

"Go to your room!" Twilight snaps at him.

"But..."

"Now!"

Spike hangs his jaw open and slowly backs away. The door closes quietly behind him.

*Great... just great.*

She turns back to Braeburn and now he's just staring at his hooves. His face looks almost as hurt as Spike's did.

"I..." she starts to say, but her voice cracks and croaks. She clears her throat and tries again. "I'm sorry. I really am," she says. His head snaps up and his face is all steely resolve again.

"Is it true? What you wrote? There's someone else?" he asks.

Twilight can't meet his eyes. "...Yes," she says.

"Does he know about us?"

*He?*



"Who?" Twilight asks.

Braeburn blinks his eyes in disbelief. "Who?!" he says.

"Oh! Uh..." Twilight fidgets around with her hooves.

"I guess that's a no?" Braeburn says, looking down his snout at her. She briefly considers playing along for the sake of keeping things simple.

*That is insane! Just tell him! No more lies!*

"She knows, actually," Twilight says.

Braeburn starts to say something and then his eyes practically bug out. "She?" He sits down on his rump and stammers.

"Yes, she. And we... we talked about it. She said it was okay."

Twilight can see the race between his head and his facial expression. "She? You... you? She? Okay?"

*Yeah, that was my reaction at first, too.*

"I know it sounds strange..." she starts to say.

"It's... *okay*?! That's a load o' horse apples. That's crazy!" he snaps.

Something about his eyes on her starts to hurt, and Twilight slides back out of instinct. She can feel tiny tremors of panic in her chest.

*Do something! Explain!*

"Look, I... I wanted to try a stallion," she says. His eyes go wide and then he glares at her slowly, *really* glares, and that feeling of his gaze being painful on her doubles.

"Wait! Wait, that sounded awful..." she says.

"Yeah." He narrows his eyes. "Yeah, it kinda did."

"I can explain!" Twilight says, desperation creeping into her voice. Braeburn sighs and shakes his head slowly. He stands up and starts to walk away.

Twilight blinks twice. "Where are you going?" she yells.

He doesn't answer. She hears his heavy hooves thud down the short staircase to her bedroom door, and then she is alone.

"Hey! Braeburn, wait!" She rushes downstairs. Spike is nowhere to be seen – his door is closed. Braeburn is already halfway through the library's main room when she catches up to him. She grabs at his vest with a hoof and he turns on her, batting her arm away with his own.

"That's all I am to you?! Just a... a..." He fails to find words and snorts instead. Twilight stares in shock. His face is twisted up in anger, it's painful to even look at. He steps back, growling and stomping a front hoof. Twilight just sits there, gawking at something she never thought she would see. She didn't think it even existed.

And then he freezes. He closes his eyes and takes a deep breath, letting it out over several stretched-out seconds. When he opens his eyes again the sight of them just about breaks Twilight's heart.

"Did I hurt your arm?" he asks.

"What? Oh..." Twilight holds up her foreleg, faintly remembering that he pushed her away. "No, it's fine."

He lets out a breath and nods at her. "I should go," he says, and turns back towards the door. Twilight's brain scrambles for language.

*I can fix this, somehow... right? This can't be the only way.*

"You don't have to go," she says, stretching a hoof out to him. "We can talk about this. I care about you."

Braeburn freezes. His body doesn't move but his ears twitch back towards her.

"I probably shouldn't say that. But it's true. I care about you. But I don't love you. I'm sorry... I'm so, so, sorry..." she says. Braeburn bows his head slowly.

"I never wanted to hurt you. But I didn't think about what I was doing... what we were doing... and..." She feels like she's choking again, it's getting hard to talk. "I really messed this up..."

Braeburn turns around, looking strangely calm. "There's nothin' more to say. I love you. I would give everythin' to have you for myself. But..." He closes his eyes hard, like he's trying to force back tears. He succeeds. He gives one manly sniff and turns for the door again, but pauses halfway. "This ain't right. It just ain't right."

She doesn't say anything. She's not sure if she even could at this point.

"I wish you both the best," he says, opening the door.

"...Goodbye?" Twilight says.

"So long." He looks back at her one last time. The door closes.

Twilight slumps down onto the floor. She's supposed to be meeting her friends soon, she remembers faintly. She wipes at her face with her hooves. The tears threatening to spill out before are leaking out of her slowly now, and she wipes furiously at them.

*Stupid... awful... stupid, stupid, stupid...*

Just... just get a grip. It's over. It's over, it's done, I can move on. Move on to...

*Luna!*

Sour resentment rises up in her throat. It's been a few days since she sent that letter.

*I'm going through all this... I did that to poor Braeburn... and she hasn't even replied?*

Braeburn...

*He didn't deserve that... did you see his face when he left? I broke his heart.*

It echoes through her mind.

*I used him. I broke his heart. I... me. I did that. Luna... why?*

Don't blame this on her. She didn't ask you to do that. She asked you to find love.

*And I broke his heart instead.*

She sinks lower onto the floor and then the real tears come.

• • •

Twilight stares down at her drink. She hasn't touched it, just as she barely touched her dinner or any of the many, many plates of nachos Pinkie keeps ordering.

She snaps her eyes up from the shimmering liquid and tries to engage a little. She's out with her friends, after all. She had been excited for tonight. They're supposed to be having fun.

They're at that nice pub, the one she likes. The place isn't too crowded. In fact, it's pretty perfectly cozy. Small groups of friends are at almost every table, talking and laughing and having a great time.

Her and her friends have a big table in the corner all to themselves.

It's not like the other tables.

Twilight glances around. Rainbow Dash and Applejack are next to each other, pounding down shots joylessly. They had pretended to make a competition out of it at first, but now they're just tossing back drinks like old, bitter alcoholics. Dash is glaring at Rarity. Rarity is studiously ignoring the attention, pretending to be engrossed in conversation with Fluttershy. Fluttershy isn't listening. She keeps nervously glancing at Rainbow Dash and Applejack.

Pinkie Pie is, of course, obliviously chomping down nachos.

Twilight turns her gaze back around to Applejack and jumps a little on her cushion – Applejack is staring right at her. She freezes and stares back. Applejack cocks an eyebrow at her and glares like that. She finishes her drink, not taking her eyes off Twilight.

"Umm... everything alright, AJ?" Twilight fakes a smile.

"Just peachy." Applejack wipes her mouth with a foreleg, hiccupping. It's the first thing she's said to Twilight all evening.

*Oh god she knows... well of course she knows, where else would he be staying?*

"You run into my cousin yet? He's in town for the weekend." Applejack scowls at her. This grabs the attention of everyone else at the table – Rarity's smoke screen of gossip stops dead. All eyes turn to Twilight.

"Um... yes, he stopped by the library."

"Oh yeah? You two have a nice talk?" Applejack says.

"Braeburn is here? In Ponyville?" Rarity gasps out.

"Butt out!" Applejack barks at Rarity.

"Excuse me? You brought it up!" Rarity fumes back at her.

"I ain't talkin' to you."

"Well you are talking at the table in front of all of us," Rarity says.

"Yeah!" Rainbow Dash cuts in. "Rarity would never bring up stuff like that in front of everypony," she says, narrowing her eyes at Rarity. Rarity gives her a weird look and then falters, shifting uncomfortably on her cushion.

Silence rules their table for a long, awkward moment.

"Well?" Applejack growls at Twilight.

"Well what?" Twilight says.

"Did you stomp all over his heart real thorough like, or just a little?" Applejack scowls.

Twilight feels a little surge of anger in her throat but quells it. "That's not fair. It hurt for me, too," she says.

Applejack just snorts at her. "Didn't stop you from movin' right along on yer little ruttin' quest." She turns her glare on Rainbow Dash. Dash is sucking greedily at her drink, but slams it down when she feels Applejack's eyes.

"...What?" the blue pegasus says.

"That was different! We talked about it. I learned my lesson," Twilight says.

"Well la-dee-frickin'-da for you." Applejack waves her hooves around, jostling Rainbow Dash. "So who's next? You gonna screw yer way through the rest of your friends or just hunt out another stallion to play with?"

The whole table is stunned into silence. Rarity looks down at the floor. Pinkie Pie hangs her mouth wide open, melted cheese and bits of nacho dripping out.

"Applejack..." Twilight feels that anger again, like bile in the back of her throat. "I didn't mean to hurt him. You know that."

Applejack just scowls even harder at her and works her jaw, racing to come up with a comeback.

"Girls!" Pinkie Pie shouts suddenly, full of uneasy cheer. "What's with all the angry, meany faces? We should be having fun, happy party faces!"

"She's right," Rarity adds. "Let's just calm down and try to enjoy ourselves."

"Good idea, Rarity." Rainbow Dash perks up. "Hey, I don't know how to enjoy myself. Do you know anything about how to enjoy me?"

Rarity gives her the most indignant glare possible.

"Dashie!" Pinkie Pie says. "No no no, that's all wrong. I said LESS meany faces!"

"Dash, what the hay are you on about?" Applejack blinks at Rainbow Dash.

"Nothing. She is on about nothing," Rarity says, not taking her eyes off Dash.

"Yeah, I guess you're right." Rainbow Dash crunches down a mouthful of nachos, then stares directly at Rarity. "It was nothing."

Rarity looks for just a second like she's about to blow up at Rainbow Dash, but she catches herself and slides back into a haughty, faux-calm expression.

"Can all of you stop arguing please?" Fluttershy says, almost resting her chin on the table.

"Who's arguin'? Nopony's arguin'!" Applejack yells at her.

"Oh." Fluttershy shrinks into her bangs. "I'm sorry. I don't know what's going on."

"There, there, Fluttershy." Pinkie Pie slides over to Fluttershy and wraps the yellow mare in her arms, stroking her hair. "Let's just wait this out until these meany angry party poopers turn those frowns upside down."

"Well I hope yer happy," Applejack says to Twilight. "You've even gone and upset poor little Fluttershy."

"Yeah. I did that," Twilight says, rolling her eyes.

"Well she's probably scared you're gonna try and take advantage of her," Applejack says.

"What is your problem?" Twilight yells.

"Yeah, AJ, lay off a little," Dash says.

"You lay off!" Applejack says at Rainbow Dash.

"Okay, okay, jeez." Rainbow Dash throws her hooves up.

"Nice effort, Dash," Rarity says. "Good to see you still take off at the first sign of resistance."

"Oh yeah?" Rainbow Dash flares her wings up. "Well my hoof is gonna resist your ass if you don't..."

"ENOUGH!"

Everyone freezes and stares at Twilight. She slides her hooves down from where she pounded the table. She hit much harder than she meant to – a few empty glasses tumbled over.

"You two!" She points at Rarity and Rainbow Dash. "Just... enough! Give it a rest. I can't take it right now. And you!" She turns to Applejack. "I'm sorry! I don't know what else you want from me, but I'm sorry!"

Applejack gives her a confused look. "Hold up just an apple-pickin' minute. What is up with those two?" She scratches her head.

"Uh... yes, Twilight, what are you talking about?" Rarity says. Twilight feels Rarity's hoof nudge her under the table, stomping at her, begging her to make up something.

"You know what? She's right." Rainbow Dash stands up. "Enough! I've had enough of this hush-hush crap. Me and Rarity had sex."

"Gasp!" Pinkie Pie says, arms still wrapped around Fluttershy.

"What?!" Applejack yells.

Twilight slaps a hoof to her forehead.

"Don't be ridiculous." Rarity looks completely unfazed. "That's the most preposterous thing I've ever heard. Where do you get these spurious notions?"

"And she had sex with Twilight, too," Rainbow Dash says.

"AAAH!" Rarity panics completely.

"Double gasp!" Pinkie Pie says, squeezing her friend harder.

"Twilight!" Rarity looks like she's about to cry. She tries to hide under her own hooves, but gives up and just looks around her in fear. "You... we... you told... why?"

Twilight can't take the sight of Rarity, so she just hides her face in her hooves. "Oh no..." she mutters, shaking her head.

"What?!" Applejack yells. "What?! What?! When... you..." She blinks her eyes rapidly. "So you're tellin' me that you two... and you two... AND you two?" She points at each couple in turn. Even Dash looks a little ashamed.

"I can't believe this!" Applejack yells, almost quivering with fury. "All my friends are just... havin' dirty, sexy... doin' it with each other behind my back this whole time. Anything else I don't know?" She glares at all of them.

"Uhhhh..." Pinkie Pie and Rainbow Dash say in unison, trying hard not to look at each other.

Applejack just stares at them, wide-eyed.

"...gasp?" Fluttershy says quietly.

"This is crazy! Y'all are crazy!" Applejack yells.

"I haven't done it with anyone," Fluttershy says.

"Thanks, Fluttershy. Hey, there's an idea! Why don't I take Fluttershy here and we'll go have some fun? I bet y'all would like that, wouldn't you?" Applejack says, her voice dripping contempt.

*\*pomf\**

Rainbow Dash's wings shoot straight out, pushing into Applejack.



"Heh... heh heh..." She blushes and tries folding them down with her hooves.

"That does it!" Applejack springs up, bumping the table and making even more of a mess. "Since you bunch are havin' sooooo much fun without me!" She walks away from their table, swaying uneasily.

"What are you doing?" Twilight says.

"Getting' some for my own self. And you just stay outta my way, you hussy!"

Twilight looks to the rest of her friends. Pinkie Pie and Fluttershy are wrapped together like mother and foal, gawking. Rarity is trembling and mumbling to herself, stomping her hooves in agitation. Rainbow Dash is staring slack-jawed at Applejack as she approaches another table.

"Help me!" Twilight says to Dash.

"What?"

"Help me with her!"

"No way, I wanna see this!"

Twilight groans in disgust and follows Applejack to another table. Three older stallions are sitting there, quietly nursing beers. Applejack trots right up to the closest one and gives him a come hither look.

*Wow that is way better then my seductive smile. How is she so good at that?*

"Well howdy there, handsome," Applejack says, stopping their conversation cold. All three of them stare at her, and her target smiles nervously. "Stud like you wouldn't wanna be goin' home alone tonight, would you?"

"Uh... heh... sorry ma'am but I'm married."

"Oh. Well what about your..."

"Married. Happily!" the second stallion says. The third stallion smiles and raises his arm but his friends both block his mouth with their hooves.

"Don't listen to him. He's VERY married," the first one says.

"Aw, come on, guys!" the third one whines.

"Sorry to bother you gentlemen, then. You have a good night." Applejack curtsies and trots on to the next table. Twilight just stands there for a few seconds trying to get a handle on what she just saw.

"Uh... is that your friend?" the first stallion says.

"Wha..." Twilight tears herself back to reality. "Yes."

"I think she's had a bit much. Maybe you should take her home?"

"Believe me, I'm trying." Twilight hurries over to the next table, this one with three younger guys.

"Applejack, stop right..." Twilight starts to say.

"Shut up!" Applejack hisses at her. "I'm workin' my mojo here!" She turns back to the young bucks. "Whatsa matter, gentlecolts? You can't talk to a pretty mare?"

The three of them look at their hooves or each other, but none of them will meet Applejack's eye. She waits for a few seconds, looking less and less inviting, then turns to walk away.

"...slut," one of the bucks says as soon as her back is turned. Twilight winces.

"Excuse me?!" Applejack is back at their table in an instant, pounding her hooves on the wood. "Which one o' you low-down snakes said that?!" She glares around at them, but again they just look away. "Ain't one of you yellow little colts got the balls to say somethin' to my face?"

Silence. The whole bar is watching this spectacle now. Twilight is frozen in horror.

"Fine!" Applejack slams her hooves down again, cracking the table, then sweeps her foreleg across it, sending bottles and glasses clattering across the floor. She turns and walks away, nose in the air, twitching her rump right at them. "Y'all ain't stallion enough for this piece, anyhow!"

Twilight steps in front of her, holding her hooves up.

"Applejack, listen to – oof!"

Applejack pushes her aside effortlessly and prowls up to the bar.

"Barkeep!" she yells. "A double of whiskey, if you please."

"I think you've had enough, ma'am," the bartender says, not moving.

"Dagnabbit, I say I ain't had near enough. And the customer's always right! Now pour!"

"Young lady," he says, obviously containing a great store of anger. "You gonna pay for the mess you're making?"

"We'll take care of that later. Right now I need you to take care of me." Applejack pounds the bar. "Whiskey! Chop chop!"

"Ma'am..."

"My NAME is APPLEJACK, and I would like a drink now. PLEASE."

The bartender scrunches his face up like things are about to get ugly, but then Applejack floats up into the air, surrounded by a purple glow.

"What the...?" Applejack flails her limbs around for a second before they go stiff at her sides, like she's being held by an invisible hand. Twilight turns her around in the air so she can see what's going on. Applejack growls as soon as she sees Twilight and her glowing horn.

"Let me go!"

"No. You're out of control. You need to calm down," Twilight says.

"You... you...!"

And then all hell breaks loose out of Applejack's mouth. Everyone in the bar who wasn't already staring drops what they're doing and gawks at the floating earth pony. Glasses and plates shake. Empty chairs skitter across the floor. Miles away, Celestia feels burning in her ears and stirs in bed, frowning in her sleep.

Applejack's epic tirade of obscenities almost causes Twilight to lose focus on her magic. Almost. Instead she reaches a telekinetic hoof up and closes Applejack's snout.

Everyone sighs in relief.

Twilight isn't sure what to do now. Applejack is still floating and giving her a look of pure, animal hate.

"Twilight?"

She turns at Rarity's voice. Rarity has obviously recovered a bit. "Take her outside. We'll settle things up here," the white unicorn says.

"Are you sure?" Twilight asks.

"Don't worry, we got it," Rainbow Dash says. "We'll be right down."

Twilight walks out, apologizing profusely to everyone around her. She makes her way down a dark staircase, floating Applejack along behind her, and smiles for the first time in some hours as the cool night air hits her.

She stops right outside the door to the pub. It's late enough that she's alone with her captive.

*What now? Wait for the others?*

No... we need to talk some things out. Just me and AJ.

"I'm going to put you down now. You aren't going to hit me or anything, are you?" Twilight asks. Applejack doesn't move, of course.

*Gosh, how bad is this? I never thought I would have to say that...*

Twilight gently lowers her to the ground and releases her, grunting at the sudden lack of effort. She tenses up on her hooves, but Applejack just stares at her and paces back and forth, snorting and whipping her tail around. Her eyes are shining, burning with anger like Twilight's never seen before. They're...

*They're beautiful. She's... she's gorgeous right now... No! Not the time! What is wrong with me?*

Focus, Twilight. You need to fix this. Here and now.

"Well?" Applejack spits out, her nostrils flaring.

"Let's talk," Twilight says.

"Yes. Let's do that." Applejack sits on her rump in front of Twilight.

*Okay. Delicate situation. Keep it cool. Let's work this out.*

"I'm sorry for what I did to Braeburn. Really, I am," she says.

Applejack looks away, like she's loath to give up any of her anger. After a few seconds, she grudgingly speaks.

"Yeah, I know."

*Okay... good start, good start...*

"Are you angry about me and Dash? Or me and Rarity?" Twilight says.

"I suppose not. Y'all got the right to make your own decisions."

"So what's wrong? Don't tell me you feel left out?"

Applejack snorts louder than ever. "If you're serious with that, then you can go buck yourself." She looks at Twilight like you would look at a crazy pony.

*Calm... Twilight Sparkle is calm. Reasonable. Twilight Sparkle doesn't get angry.*

"What is it then? Really, Applejack. Talk to me."

"Talk to you? Talk to you..." AJ splutters, stomping her hooves again. "You drag me down here with your stupid magic and now it's all, ooh, let's talk."

*Calm! Calm, I said! Not angry. Not irrational.*

"You weren't acting like yourself. You're drunk, and angry. I was trying to help you."

"You're one to talk. You can run off and do whatever or whoever, but if I'm lookin' for some sugar, it's wrong. Is that it?" Applejack growls.

*Not angry! No anger here, nope. Calm. Calm, darnit!*

"Applejack, I would love for you to find someone. But not like that."

"So what, I should be more like you? Right, I'll just betray my own friends. That's much better."

"Ugh! I... you... arg!"

*CALM*

Twilight takes a deep breath and counts to five. She's gone up against Applejack and her stubborn attitude in the past, but this is something else entirely. She focuses like she does with her magic, giving up her body to her rational mind. Her anger ebbs away to a dull background noise.

"Why are you so mad at me?" she asks.

Applejack rolls her eyes. "What, I gotta spell it out for you? I thought you were the smart one."

"I appreciate that, but apparently you do have to spell it out for me. I don't understand. Is it Braeburn still? I'm sorry. I really am. I feel awful about the whole thing. I learned my lesson."

"You didn't learn a darn thing."

*Calm... remember, calm...*

"No, I did, Applejack. I'll never hurt someone like that again."

"But you're still lettin' that dang Princess run you around."

Twilight steps back, taken by surprise. "What?" she says.

"Luna. She's got you doin' all this crazy stuff. For what?"

"I love her!"

"Then yer a fool." Applejack looks at her, almost with pity. "She doesn't love you."

*YOU BITCH WHO DO YOU THINK YOU ARE*

"What?!" Twilight balks. The hairs on her neck stand on end, and she feels herself tense up in an attack stance. "That's stupid. You don't know what you're talking about!"

"If she loved you, she wouldn't be sendin' you around to mess with other ponies. She's playin' with you."

"You don't know that. You don't know her! You weren't there!"

"Maybe so. But I ain't wrong."

"You... you..." Twilight quivers with rage, her thoughts a torrent of nasty words. "You're awful! You're just jealous!"

*What are you even saying? That's stupid!*

"Jealous?" Applejack looks genuinely perplexed.

"Yes! That's the only way this makes sense. She loves me, and you must be jealous because you don't have anyone!"

"I ain't nothin' of the sort!" Applejack yells. "That stupid Luna has got you so twisted up and turned around you don't even know what's right anymore!"

"You take that back!" Twilight digs her hooves into the ground, her heart thumping in her chest.

"Make me!" Applejack looms larger somehow, digging her own hooves into the dirt.

"Uh..." Twilight's anger falters suddenly. She drops her head and folds her ears back, her knees start shaking a little.

"Yeah, that's what I thought." Applejack shakes her head and turns away. "You're sad, Twilight. I feel bad for you."

Anger burns up through her chest again, not as intense as before but sharper. Uglier.

"You don't understand. You're just a dumb... earth pony... hick!"

Twilight's eyes go wide the moment the sounds leave her lips. Her stomach flops around a few times.

*Did I just... say that?*

Applejack leans in nearer, getting dangerously close. Twilight cowers, she's afraid for a moment that Applejack really is going to hit her, but instead the orange mare just spits on the ground right at Twilight's hooves.

"Goodbye." Applejack turns and stomps away. Twilight immediately feels a sickening wave of remorse wash over her.

*Shoot shoot darn shoot stop her!*

"Wait!" she cries.

Applejack keeps walking. Twilight wants to give chase but her hooves won't move.

*Stupid stupid why did I say that I can't do this not twice in one day what is happening...*

"I'm sorry!" she cries out. The words fall dead in front of her. Applejack trots down the street and disappears around a corner.

Twilight flops down in the dirt right where she's standing. Her eyes burn but nothing comes out. She feels empty. Hollow. She spends some time just looking at her own hooves in the hard, packed down earth.

She doesn't love you.

*I lost my temper. I lost my temper and now I've lost my friend and why?*

She's playing with you.

*No!*

That's crazy. She asked me to do all this *because* she loves me. So we can be together.

Right?

*So twisted up and turned around*

Well I am all that. Applejack was right... about that... about only that, and nothing else.

*Sure...*

No! Luna wouldn't do that! She wouldn't! She cares about me!

"Are you okay?"

"Aah!"



Twilight jumps up on her hooves, startling the fuchsia-colored mare next to her. She hadn't even heard anypony walk up.

"Oh! Excuse me, I didn't mean to startle you," Cheerilee says.

"Sorry..." Twilight sees the group of ponies now, standing near the door to the bar. They must be Cheerilee's friends... yup, that's Bon-Bon, and Bon-Bon's girlfriend, and a few other mares. All of them are staring at Twilight, looks of morbid sympathy, the way you would look at a carriage accident.

Twilight shrinks back on her haunches.

*Maybe if I just don't look at them I can be invisible.*

Maybe I should close my eyes and use my horn and zap myself home. Or to the Everfree Forest. Or to the moon.

Cheerilee goes to her friends and says some things that Twilight doesn't hear. They go upstairs to the bar, but Cheerilee stays behind. She walks over to Twilight and sits down in the dirt next to her. Twilight turns her face away like a sulky teenager.

"You look awful," Cheerilee says, then catches herself. "I mean, you look like something awful happened."

Twilight sniffs and forces herself to meet the teacher's eyes. She opens her mouth, but nothing comes out.

"Alright, Twilight, it's alright. You don't have to talk about it. I'm sure everything will be fine." Cheerilee puts a hoof softly on Twilight's shoulder. Twilight gets the urge to just hug the older mare immediately and bawl her eyes out...

*Don't do that, what is wrong with you? You hardly know her this is awkward enough as it is.*

But she just sits there.

"Is there any way I can help? Do you need to find one of your friends, or go somewhere?" Cheerilee looks at her warmly, pleadingly. Twilight thinks of Fluttershy with her animals.

"...no," Twilight chokes out. Now, of all times, the tears start to come back.

"It's okay Twilight. Don't hold it in. I'm here for you."

Twilight feels forelegs wrap around her shoulders and everything goes blurry as her eyes water up.

*Darn it darn it why does she have to see me like this? What is wrong with me? When did I become such a mess?*

*Mental Note, Subject: Love. Love can make you into a total emotional wreck, apparently.*

Twilight chokes out a sobbing laugh, then takes a deep breath.

*Get it together. No reason to make Cheerilee all worried.*

She clears her throat, wiping at her eyes. "I'm fine," she says, sliding out of Cheerilee's embrace.

"Really?"

"I'll be okay. Thank you, though." She puts on a mask of normalcy. It must not be very good, because Cheerilee stares at her the way those other mares were looking.

"Are you sure?"

The look Cheerilee is giving her almost makes her annoyed. Yes, darn it, I'm fine. I am Twilight Sparkle. I am NOT a crying little lovesick filly straight out of one of Rarity's dumb novels. I can deal with this.

"There's nothing to be embarrassed about, Twilight. I want to help."

Embarrassed... yeah, that's the word, alright. Crying in an alleyway being pitied by the local schoolteacher.

*At least this day can't get much worse.*

As if on cue, two more ponies round the corner, headed for the bar. One of them is a big red stallion, and the other...

"Oh no," Twilight groans.

The two stallions stop short right in front of Twilight and Cheerilee. Braeburn looks terrible – his hat is crooked and his head is bowed, snout almost touching the ground. They both stink of some kind of horrendous alcohol.

"Um... hi?" Cheerilee says.

Braeburn looks up and jolts the moment he sees Twilight. He immediately stands up straight, puffing his chest out. The gloom in his face hides behind a haughty, drunk glare.

"You okay?" Twilight squeaks out, feeling stupid the moment she says it.

"Okay? I'm fine. Juuuuust fine. Fine all on my lonesome, thank ya kindly," he slurs, making Twilight wince at the ugly anger in his voice. He seems to realize it, too, because he immediately looks apologetic. "Uh... I mean..."

"Ahem!" Big Mac clears his throat like a slow rumble of thunder, stopping everyone's thoughts. "Say, cuz, why don't you go on up and get us some seats. I gotta trade some words with these fillies here."

Braeburn stares right at Twilight.

"Right," he says, and goes up to the bar, not looking back. Twilight's eyes follow him until he's gone, then she snaps back. She's surprised to see Big Mac looking at Cheerilee instead of her.

"Mac," Cheerilee says, smiling.

"Cheerilee." He nods at her.

"...How have you been?" she asks.

"Oh, you know." He glances over at Twilight, but only for a second. "Been a while," he says to Cheerilee.

"Yes. Yes it has," she says.

A weird little moment passes, Twilight staring at these two ponies staring at each other.

Big Mac tilts his head at Twilight. "Uh... sorry, but... you mind?"

Cheerilee looks back and forth between Mac and Twilight.

"Right, sorry." She says to Big Mac, then turns to Twilight. "I'll see you upstairs?"

Twilight clears her throat again, trying to regain those elusive last bits of her composure. "Sure," she says without thinking.

"Good." Cheerilee smiles at her and then she goes into the bar and she's gone, and it's just Twilight standing on a dark street with a stallion almost twice her size. Twilight looks up at him and feels those bits of her composure threatening to run off again. He's not smiling. He's just looking down at her with that same laconic face he always has.

"Uh..." Twilight can't even bring herself to greet him properly.

"So..." He talks slowly, like nothing in the world matters. "I happened to pass by my little sis just now. I'm guessin' you two had it out."

*Is he glaring at me?*

I can't even tell, everyone's been glaring at me today. Oh no, he's probably about to give me some kind of vicious tongue lashing.

*Not that I would really mind a tongue lashing from him. Oh, for pony's sake, really?! Now?! What is wrong with me?*

If Big Mac has any idea what she's thinking, he doesn't show it. He just keeps on with his slow drawl.

"And on top o' that, I got my cousin here just to see you. And now he's cursin' yer name... when he ain't moanin' about how he loves you, that is. Sounds like you might be havin' one o' those interestin' days."

"I'm sorry!" she blurts out. It's almost a reflex by now.

"Sorry?" he says.

"Aren't you mad at me?" Twilight says.

"Ha!" Big Mac's laugh sends a shock of startled fear through her chest. She swears she heard the windows shake in the houses around them. "Now why would I be mad?" he says.

*Wait a minute... someone ISN'T mad at me? This can't be right.*

"Mac, I... I really hurt Braeburn. Didn't I?"

Big Mac takes a thoughtful look around, and his drawl gets just a little somber.

"Yeah, that's the truth. He's mighty heart-broke at the moment." Mac looks down at her, but instead of the anger she expected she sees a wry smile. "But he'll be fine. There's a good lot you don't know about my cousin. It wouldn't be proper for me to divulge, but he's been through far worse than what you done to him. An' he's still standin'."

Twilight cocks an eyebrow at him. She's not sure how to take that. He's being so nice to her that it's putting her on edge. On top of that, she's never heard Applejack's brother talk this much at once. She doesn't even think to respond.

"Shoot, Twilight, you ask me, that boy needs a good fling or two. You almost did 'im a favor."

Twilight gulps nervously. "Did he tell you about... me and him?"

"Naw, he ain't said much. But I can put two and two together, contrary to what some may think."

"Oh." Twilight can't help but feel a little bad. She hadn't even realized until just now, but she had always assumed Mac was a little... well, maybe not slow, but somehow beneath herself.

*Wait, did he even mean me? No, he's still smiling...*

"Don't you worry none about him. I'm takin' him out – have some drinks, blow off some steam, maybe find 'im a mare that'll take his mind off you for a minute. Give him some time, he'll be right as rain."

"I hope so. He's a good guy." Miraculously, Twilight feels a little bit better.

"Indeed he is. Now, you and my sis..."

Twilight gulps nervously.

*Nope, not feeling better anymore.*

"...I don't know the details. I don't think I should. But she's had her tail in a twist over you for a fair little while now. You two were bound to have it out sometime. At least now it's done with."

"I don't know Mac... I said some awful things. I've never had such a terrible fight with one of my friends. She was... I think she hates me now."

"That's a bunch of hogwash. She don't hate you. She had some drink in 'er, and she has a mean temper sometimes. I know that, believe you me." He rolls his eyes. "But Twilight, you're a friend of the family. AJ's your friend. And some harsh words ain't near strong enough to break that. Why, you come by the farm tomorrow an' I bet my collar she'll be fallin' all over herself to apologize."

"Really?" Twilight asks, almost sarcastic.

"I mean it. Heck, she's probably frettin' over it right about now. It's a long walk back to Sweet Apple Acres. Just you and yer thoughts." Mac looks away ruefully for a second. "You said some awful things, huh?"

Twilight just nods glumly.

"I doubt you meant a word of any of it," he says.

Twilight looks up at him – her surprise is all the answer he needs.

"Eeeeyup. " He smiles warmly at her. "Way I hear it, mean just ain't something Twilight Sparkle can pull off. Unlike my sis – she's got a way to her. And it's the ones she loves most that set her off."

Twilight starts to respond, but finds herself speechless – put there by Big Mac, of all ponies.

*Talk about role reversal.*

But she gets it. She really does feel a little better now.

"Should I go talk to her now?" she asks.

"Ah – hmm." Big Mac starts a little and grimaces. "Maybe give her the night. To sleep it off, at least."

"That sounds like a good idea, actually."

"I'm glad you think so. Now..." He glances up at the lit windows of the pub. "I say you take a few moments to compose yerself. And then you and your friends try to have a good time." He looks back down at her. "If you'll excuse me, I gotta spend the next hour agreein' with my cousin that one Twilight Sparkle is somehow the most purest angel in Equestria and the deadliest, most two-faced heartbreaker in Ponyville. All at the same time." He smiles and winks at her.

"Oh..." She looks down at the hem of her skirt bunched up on the ground, matted with dirt now.

"Don't worry. Like I said, boy just needs to blow off some steam." He turns and starts to walk towards the stairs.

"Wait... you two are hanging out here?"

"Well..." Mac puts a hoof to his chin. "If you and yer friends ain't movin' on, I'll figure out a way to take him somewhere else."

Twilight thinks about the drama that just played out in the pub, and decides that it would be a splendid place for Big Mac to hang out with Braeburn. Her friends should be out soon, anyway. What's taking them so long?

"You have a good night, Twilight." Mac opens the door to the pub.

"Mac?"

He turns back to her, paused in the doorway.

"Thanks." She smiles at him.

"Anytime."

And then she's alone again. But it's different this time.

*I hope he's right.*

Of course he's right. Big Mac knows his own cousin. And nopony knows Applejack better than her own brother. Right?

She sits in the dirt for a few minutes more, trying to think.

*I can't believe I said those things to her. What is wrong with me?*

No, give it a rest. It's going to be alright. First thing tomorrow I'm going right over to that farm and apologizing my dumb, stupid heart out.

*This has definitely been one of those interesting days.*

She twists up one corner of her mouth and heaves a long, deep sigh. The door to the pub opens. Rainbow Dash and Rarity come out.

"Where's AJ?" Dash says immediately.

"She went home. We had a fight. Out here," Twilight says.

"Oh, Twilight. You look just despondent. And your mane... and your skirt... here, let me help you." Rarity starts fussing with Twilight's saddle, brushing dirt off of her.

Rainbow Dash rolls her eyes. "So what happened?" she asks.

"We yelled at each other... and..."

*No, I can't do this anymore. Not tonight. Too much.*

"...I don't want to talk about it right now," Twilight says.

"Aww..." Dash kicks at the ground.

"There, there, Twilight, that's perfectly understandable. This has been a bit of a disaster. Take all the time you need," Rarity says.

"Is everything alright up there?" Twilight nods to towards the pub's windows.

"Don't worry, we settled everything," Rarity says.

"Yeah, Rarity paid for all the stuff Applejack messed up. Crazy!" Dash says.

Twilight stares at Rarity in amazement as the classy unicorn finishes mussing around with Twilight's clothes.



"There! Fabulous again. Sort of. For now," Rarity says. Twilight only looks a little disheveled.

"You paid for everything?" Twilight says.

"Well, one of us has to be reliable." Rarity casts a sidelong glare at Rainbow Dash.

"You tryin' to say somethin'?" Dash scowls back at her.

"I am not trying. I did, in fact, say something. But I am done talking to you for the night," Rarity says, turning up her nose.

"I don't get what you're so pissed off about. I wasn't the one being all secret and stuff," Rainbow Dash says.

"Twilight, since I am not talking to this most churlish pegasus, would you please inform her that she is..."

*No! Enough! No, no...*

"No, no, no!" Twilight yells out, pounding her front hooves. Both her friends pause and stare at her. She's reached the ends of her reserves of sadness and anger. All that's left is annoyed and bossy.

"What is wrong with you two? It's not enough that I'm screwing up everything all the time? You two have to be at each others' throats?"

They both glance at each other and then back to Twilight, totally taken aback.

"You are friends! We are all friends! We are going to be friends and like each other and be happy!" Twilight yells.

Rainbow Dash and Rarity look at each other again, but they glare and turn away.

"Well I'm not gonna just pretend like nothing happened. I'm not like her." Rainbow Dash crosses her arms.

"I don't have the faintest idea what you are talking about," Rarity says venomously.

"You're mental! We had sex!" Rainbow Dash says.

"You and I did *not* have sex," Rarity says.

"Rarity, it's okay. We can talk about this," Twilight says, a little calmer.

"There's nothing to talk about," Rarity says.

"Rarity!" Dash says, stomping a hoof. "There's only the three of us here. And you did it with both of us. We all did it with all of us! It's no big deal."

"It IS a big deal!" Rarity is hysterical, almost out of nowhere. "Just because you think it isn't doesn't make you right! It IS a big deal! And it doesn't even matter, I'm not like that. I don't like mares."

"Right. Sure." Rainbow Dash waves her hoof in a circle to the side of her head and whistles, crossing her eyes.

"Dash!" Twilight scolds her, and Rainbow Dash stops. Twilight turns to Rarity. "It doesn't matter? You and me...?"

Rarity gets a deer-in-headlights look and then fidgets nervously, darting her eyes around. "Twilight, I'm sorry, I... I didn't mean it like that. Of course you matter to me. But... I don't mean..." Rarity bites her lip and presses her hooves to the sides of her head. Dash gives Twilight a worried look, and Twilight motions for her to stay quiet.

"I like you, of course I do, both of you mean so much to me..." Rarity squirms uncomfortably, looking at the ground. "But that doesn't mean I'm... I... I just get these feelings sometimes, and I don't even know where it comes from. It's not me! I don't know, I don't know... what is wrong with me..." Rarity trails off, on the edge of crying.

Rainbow Dash looks at Twilight again. She's frowning, full of sympathy, for once. She nods towards Rarity, and Twilight edges over and drapes a foreleg over the conflicted unicorn's shoulders.

"Shh, Rarity. It's fine. Nothing's wrong with you." She pats Rarity with her hoof.

"Am I gay?" Rarity looks up at them, almost sobbing. One of her eyes twitches. "I don't know how to be like that. I don't know if I can handle it. What will everypony think? Oh, the rumors, the gossip, the looks!" She puts one hoof to her forehead, pretending to swoon.

"Eh, it's not so bad." Rainbow Dash shrugs. "Besides, you aren't gay."

"I'm not?" Rarity gasps.

"Naw, you like guys, right?"

Rarity sniffs. "I suppose so, yes. Not that I would really know." She casts a wistful look at the ground.

"Alright then, it's simple. You're like Twilight. I mean, like, the opposite. Remember that scale?"

"Scale...?" Rarity blinks her eyes.

"You said you were a nine," Twilight says.

"I am a nine," Rarity says.

"What?!" Rainbow Dash says.

"I want to find my true love. And my true love is a stallion. I'm a nine," Rarity lifts her nose into the air.

"Rarity, you had sex with both of us," Twilight says.

"I did NOT have sex with Rainbow Dash!" Rarity fumes, throwing off Twilight's foreleg.

"Fine, fine..." Rainbow Dash says, "We didn't technically have, like, official sex. But still... I mean, come on!"

Rarity fidgets in place for a few seconds, glancing back and forth at Twilight and Dash.

"Rarity, she's right," Twilight says. "You shouldn't deny a part of yourself like that. Even if it's a little different from what you're usually like. It's not healthy."

Rarity heaves a deep, grudging sigh. "Fine..." she says, not looking up. "You're right. I suppose there must be a part of me that does..." she sighs again, "...like mares."

Rainbow Dash and Twilight exchange a questioning look.

"Is it really all that bad?" Twilight says to Rarity.

"No!" Rarity looks just a little panicked again. "No, no, please don't think that of me! There's nothing wrong with being that way. I would never judge you girls."

"Then why are you so broken up about it?" Dash says.

"I don't know." Rarity looks puzzled. "I've just never thought of myself like that. This can be so difficult to sort through sometimes. We can't all have it as easy as you, Rainbow Dash."

Rainbow Dash puffs her chest out, smiling. "Yeah, I'm pretty great," she says.

Twilight rolls her eyes. She sees Rarity doing the same, and they share a smile. Rarity looks worlds better – all the conflict twisted up in her face is fading away.

"I... I'm so sorry about before. To both of you," Rarity says. "I was so confused and ashamed, and all for nothing. I made a complete mule of myself. Can you ever forgive me?"

"Hey, you finally just admitted it. We're cool." Dash shrugs.

"Twilight?" Rarity looks at her.

"As long as you can forgive me for telling Dash our little secret."

"Oh, she told me about that." Rarity waves a dismissive hoof. "Upstairs, after you left. She had it figured out already. I'm not surprised, really. It had to be that. I knew you would never break your promise." Rarity smiles at her.

"Well, alright then. Good. Now, that just leaves Rainbow Dash," Twilight says. The two unicorns turn on her.

"...What?" Rainbow Dash gives them a blank look.

"Don't you have something to say to Rarity?" Twilight says.

"Uhhh..." Dash looks like she really doesn't know. "I guess I'm sorry that I told... well, everyone... about you. Before you were ready?"

Twilight gives Dash what she hopes is a very stern look. Rainbow Dash scratches her head and shrugs.

"Hint?" she says.

"I may be a little more open than I realized. When it comes to physical love," Rarity says, suddenly glaring at Dash a little. "But that doesn't mean I don't want to be treated like a lady."

"Right, yeah..." Rainbow Dash rubs the back of her neck. "Uh... I might've, maybe come on a little strong. That night."

"I forgive you," Rarity says instantly, extending a hoof. "Friends?"

"Sure thing." Rainbow and Rarity bump hooves and shake, and Twilight breathes a sigh of relief.

*There... finally something's going right today.*

"Great!" Twilight clops her hooves together. "I'm so glad that's settled. Now hug!"

"What?" both her friends say in unison.

"Hug! Like good friends. No hard feelings!" Twilight says.

"Um..." Rarity leans back.

"Do we have to?" Dash says.

"I said hug!" Twilight stomps a hoof, glaring at them. Rainbow Dash and Rarity look at each other and back to Twilight, wide-eyed. They each put one foreleg around the other awkwardly and grin, not taking their eyes off Twilight.

"Perfect!" Twilight smiles in smug triumph. Rainbow Dash and Rarity immediately back away from each other.

"Hey... wait a minute." Twilight's head is a lot clearer now. "You left the other two up there?"

Dash suddenly gets a sneaky smile. "Well, yeah, uh... we didn't want to cramp Fluttershy's style."

Rarity stifles a laugh. "Oh, Rainbow Dash, stop it! You're terrible."

"...What?" Twilight says.

"She wanted to talk to Big Mac." Dash waggles her eyebrows. Twilight raises her own.

"Oh, the poor dear. I don't know if she really will. She's just going to sit there all night thinking about it, I know it," Rarity says.

"What about Pinkie?" Twilight asks.

"She called dibs on Braeburn the moment he walked in," Dash says.

"*What?!*" Twilight almost falls over.

"Yes... it was a bit strange..." Rarity says.

"Don't tell me you're upset? I mean, you don't want him," Dash says.

"Yeah, but..." Twilight pauses.

*Am I upset? How stupid would that be?*

Twilight just shakes her head. "I have to go home. This night has been too much." She turns to leave.

"What about you and Applejack?" Rarity asks.

"I'll see her in the morning. It'll be okay. I think. I hope." Twilight hangs her head. She gasps a little as she feels Rarity's mane against her face, and then her friend is nuzzling her tenderly. It's short as it is sweet, and Rainbow Dash chucks Twilight lightly on the shoulder as soon as there's an opening.

"I'll talk to her," Dash says. "We'll smooth it out. It's cool."

"Indeed, Twilight," Rarity chimes in. "Tonight was a bit ugly. But I think everything will be just fine."

A little bit of moisture creeps out of Twilight's eyes somehow.

*I guess I must still have happy tears left.*

"Thanks, girls. You're the best."

...

The library is dark when she gets home. She lets herself in and creeps less-than-quietly upstairs to her room.

She goes to her mirror and starts taking her earrings off. She's a complete mess. Her mane is tangled, her eyes are puffy, and her hooves and skirt are still dusty from the road. She heaves a long, tired sigh.

There's an envelope resting on the wood in front of her mirror.

*That wasn't there before.*

An earring clatters to the floor. She's so excited she can hardly grasp the paper with her magic. She goes to tear it open and nearly rips it in half, letter and all.

*This is it this is it this is it!*

Twilight's heart pounds as she holds the paper up, reading it by the glow of her horn.

*My Eager Student,*

*I'm impressed with your studies. You've come so far in such a short time. Making up for lost days, no doubt. I do sometimes wish you would share more detail with me. Nothing too much – the best parts are better left to tell in person, I think. But you haven't even told me their names. Are you really in such a hurry?*

*Which brings me to this. You say that you are ready. Sadly, I must disagree. Knowing a lover's touch is a fine start. Knowing several lovers is even better. But you do not yet understand the true nature of love. You must experience a more serious relationship, my Twilight. Love changes with time in ways no being can predict. It is a special and enigmatic form of love, and your education cannot be considered complete without it.*

*It pains me to keep you waiting. But know that it is necessary.*

*Your Midnight Princess,*

*L*

Her eyes scan the paper over and over again. The sound of her heartbeat thuds in her ears. Her jaw hangs open. Nothing runs through her mind. Nothing. She just takes in the words on the paper over and over again, her mind refusing to put the pieces together.

She shakes her head. This can't be right. Something's gone wrong. I missed something. Read it again.

Disagree?

A serious relationship?

Necessary?

*How can she ask me to do that, after all I've done for her?*

Isn't it enough? Aren't I good enough? I can learn! I can learn from her! Oh dear sun in the sky I just want to learn from her...

*She doesn't love you.*

"No..." she whimpers, feeling like she's been kicked in the gut. She can't breathe.

*She's playin' with you.*

That is not true! It's not true, it's not true, it's not!

*If she loved you...*

"No!" Twilight yells out loud and throws the letter with all her might. It catches air and flutters to the floor a few inches from her. She watches it land silently.

*Pathetic.*

She dives onto her bed, still wearing her clothes and one earring. She doesn't cry or sob or anything. She's utterly spent.

*I can't do this.*

How am I supposed to have a relationship? How can I find someone? Do I just dump them the moment Luna thinks I'm ready?

I can't. I didn't even mean to do that to Braeburn. I can't do it on purpose.

*But... but... Luna!*

She squeezes her eyes shut and buries her head in a pillow.

*I can't just give up. I'll figure this out.*

Just go to sleep.



*Everything will be okay in the morning.*

She is amazed to find that she feels tired. Her whole body aches.

*What a night...*

Her eyes creak shut. Alone, in the darkness of her own thoughts, she starts to drift down and away. Warm, drowsy relief washes over her. She yearns for sleep, to not think about anything until morning light.

Someone knocks on her door. She sits up in bed.

"...Spike?"

Her door opens and a second later Spike's little green eyes are poking above the top of her staircase.

"Twilight? You awake?"

*Well, I am now...*

"Sure. What are you doing up?" she says.

"I can't sleep." He fumbles his claws together, looking extraordinarily bashful. "Is it okay if I...?" He reaches behind him and drags his old basket bed up the last step.

Twilight feels her lips curl up into an exhausted smile. "Not so grown up after all, huh?" she says.

"Aw, c'mon Twilight!" He looks really upset. "The library's so quiet when you're gone! And that stupid owl just stares at me all creepy."

"Spike! Owloysius isn't stupid," Twilight scolds him.

"Well he's still a little creepy."

Twilight sees her owl in her head, twisting his neck around like Pinkie and staring at her. Just staring.

"...Yeah, he is a little creepy," she says. "Come on in."

Spike drags his basket over, wagging his little tail, and lays it down at the foot of her bed. Right where he always used to sleep. She hears him snuggle into his sheets, just like she always used to hear right before falling asleep herself. She scootches to the foot of her bed and peeks her head over the side. Spike is lying below her, eyes wide open. They stare at each other for a moment.

"Hey," Twilight says.

"...Hey?" Spike says.

"I'm really sorry about earlier. When I yelled at you."

"Aw, that's okay." Spike waves a claw. They stare at each other again for a moment, and Spike suddenly looks away, frowning. "I shouldn't have barged in on you two like that."

"Were you listening?" she asks.

"I was trying not to. But I heard you yelling."

*At least he didn't do that the first time we were up here yelling...*

Twilight shakes her head, desperately trying to not picture that.

"Thanks, Spike," she says.

"Thanks?"

"Yeah."

Another pause. Spike looks like he's thinking, like he's unsure about something.

"Are you wondering what happened with me and Braeburn?" she says.

Spike nods. "He was so cool the first time he came over. But tonight he was..."

Twilight makes a hushing motion with her hoof. "It's complicated. I'll explain in the morning."

"Oh. Okay." Spike accepts that so easily.

*Weird.*

"Were you worried about me? When you heard me yelling?" she asks.

"I guess so." He yawns and rolls over. "I don't know why. I mean, you're Twilight Sparkle. You're the most magical unicorn in Equestria. And Braeburn's not a bad guy."

"But you still came running up here."

"Yeah..." Spike looks confused. "I dunno. Maybe it's stupid. But you're my family. That's what you do for your family. Right?"

Twilight's heart swells a little. She feels a lump in her throat. She pretends to cough. Spike doesn't seem to notice. He's rapidly falling asleep. Like he always does.

"Family, huh?" Twilight says, once she thinks she can talk without croaking.

"Mm-hmm," Spike says, closing his eyes.

"I never had any little brothers or sisters," Twilight says.

"Yeah, I know," Spike mumbles.

"You're a good little dragon, you know that?" she says, rubbing the spines on his head with a hoof. He just mumbles some drowsy nonsense.

She sits there watching him until she's sure he is asleep. It doesn't take long.

*Mental Note, Subject: Friendship. Friends can make even the worst nights bearable.*

No, wait. That's wrong. Well, it's not wrong. But this is different.

*Mental Note, Subject: Family. Family can make even the worst nights bearable.*

Much better. She smiles and flops back onto her sheets. She falls asleep almost instantly.

*Twilight.*

Twilight mutters, groggy and annoyed.

*Wake up, Twilight...*

No, no I'm fine, thank you.

*Twilight Sparkle.*

It's too bright out to wake up.

*Wake up, my Twilight.*

Waking up is stupid.

*Perhaps.*

Perhaps?

That word jolts her into consciousness. Twilight's eyes shoot open and she sits up, looking around.

Her room is empty. Morning light is beating down on her through the window. Spike is snoring quietly in his basket.

*That was Luna's voice in my ear.*

I thought that was a dream. Wasn't it?

*She's not here, after all...*

Twilight scans around her room one last time, ears perked up and alert. No Luna. Her surge of adrenaline from waking up starts to wear off, and the awful, awful feeling of being awake starts to replace it.

She groans and drags herself out of bed.

*Ugh, I slept in my clothes? What was I thinking?*

She feels exhausted, like she hasn't slept at all. The letter from last night – Luna's reply – is sitting on the floor, and Twilight quickly sweeps it up and hides it away in a drawer. She undresses with all the grace of a prisoner being strip-searched and starts to go about a morning routine mechanically, with no joy whatsoever.

Put saddle away.

Put earrings away.

Realize one earring is on the floor somewhere.

Find earring.

Put earrings away.

Brush teeth.

Wash face.

About halfway through she realizes her head is pounding with throbbing pain.

*How do I feel so hungover?! I didn't drink anything.*

She sighs as she towels off. Her brain is slowly, grudgingly gearing up to full capacity. She quickly brushes her mane and tail and makes her way downstairs, leaving Spike to his sleep. It's early, and she doesn't feel like talking to anyone.

Boil water.

Make coffee.

The smell alone invigorates her, and she sighs again, this time in anticipation.

*At least I can make my own coffee. Making terrible instant coffee counts as cooking, right?*

She drops onto a floor cushion in the library's kitchen and sips at a mug of awful coffee, loving every second of it.

Thoughts start to form.

*What was I dreaming about?*

Luna, obviously. She can't remember anything else. In her mind she was awake at night one moment and then awake in the morning the next.

*I wasn't dreaming?*

Then what? I wasn't just hearing Luna's voice in my head, was I?

*Maybe she was really talking to you.*

That's silly. Isn't it? Can she do that? Is she even awake now?

*She probably just went to bed.*

Twilight looks around cautiously, expecting Luna to appear at any moment. That feeling of being watched, so intense that night under the moon, has been plaguing her at random times.

*It's her! Who else would it be?*

That's silly. You're being silly. Even if Luna could do that, she wouldn't.

*Why would she be watching me?*

Twilight dismisses the entire train of thought, finishing her coffee in one last gulp. There are other things to do.

She writes a note for Spike and quietly leaves the library.

• • •

It's hot out. The walk out to Sweet Apple Acres seems like nothing when she's walking with her friends, talking about whatever. But alone?

She's sweating by the time she gets there. It still feels like spring just started to Twilight, but apparently the weather disagrees. She stops and rests for a second once the farmhouse is in view. Her head darts around unconsciously and she realizes that she's looking for a puddle or pond or anything to drink from. She gags a little at the thought of actually drinking some muddy standing water, thirst notwithstanding.

The fresh air and sunlight have cleared her head. Unfortunately, the heat and the walking have kept her from thinking too much. She has no plan in mind for the conversation about to happen.

In the distance, a large red pony walks out the front door of the farmhouse. The sun is already high in the sky. He's probably been working for hours. Her breath has long since caught up to her. She starts walking again.

By the time she gets closer, Mac is making his way back from the hay barn. He's obviously seen her coming. He's waiting right by the front porch, chewing on a long blade of grass. She wonders how his face does that – he's not really smiling, but it feels like he is.

"Mornin', Twilight," he drawls out.

"Hi." She sits down in front of him, wiping sweat from her face with a foreleg.

"So... which one are you here to see?"

That idea hadn't even occurred to her. She glances towards the farmhouse and instantly feels silly. She had half-expected Braeburn to be staring back at her out a window.

*I don't think he wants to talk to me.*

"Your sister," she says.

"Weeeeeell..." Mac shifts the grass around in his mouth. "I believe lil' Apple Bloom is playin' somewheres in the orchard with her friends."

"Mac." Twilight narrows her eyes.

Mac just chuckles. "She's plowin'. Follow me."

He leads her around the farmhouse to one of the vegetable fields. A breeze surges up, and Twilight sighs loudly.

"Mighty hot today," Mac says as they walk. "Fer bein' so early in the year, that is."

"Mmhmm." Twilight nods. She's walking right behind Mac, and her eyes wander on their own over his thick legs and rump, and the short, straw-like swatch of his tail. Long tails

are the only nod to modesty that most ponies bother with, but Big Mac's tail leaves little to the imagination. Twilight's eyes linger and then start to slide down...

*Stop, that is so rude! God, I never used to be this bad. Is this just how I am now?*

She shakes her head and tries to look anywhere but at the big red workhorse. They're walking through a freshly-plowed field now, and Twilight's hooves sink with each step into the dark, rich soil. Applejack is pulling a plow just ahead of them, trying to finish off the field.

"Trying" being the operative word there. Applejack looks awful. She's pale and bedraggled, and she's straining at the plow like it weighs hundreds of pounds. She's scowling and grunting as she pulls, but her hooves slide through the dirt more than the plow moves.

"Sis?" Mac says as they draw nearer.

"I done told ya not to interrupt –" Applejack barks as she turns to them, but freezes when she sees Twilight. Her face jumps instantly from annoyed to embarrassed. "Oh. Hey."

"Hi," Twilight says, stopping near her friend. "Do you have a minute?"

"Uhhh..." Applejack looks at the dirt. "Well... Ah dunno. I gotta get these fields plowed an' planted, lickety split." Applejack's voice is harsh, like her throat is full of gravel.

"I got it for a while, AJ," Mac says.

"Yer suppose to be doin' the east field!" Applejack says.

"I got it covered. Both of 'em," he says.

Applejack sighs. "Alright then. Seein' as she walked out all this way, I'll let this one slide." She shucks her collar off, dropping it into the dirt. "But don't do too much o' my side. I'll be back in a minute, workin' hard."

Big Mac snorts loudly. "If by workin' hard, you mean sneakin' off into the bushes every few minutes to dry heave fer a while," he says.

Applejack gives him a look so nasty that Twilight winces in its wake.



Big Mac is unfazed. "Go on now," he says, sounding almost bored. Applejack looks like she's about to say something, but thinks better of it and turns to Twilight.

"C'mon, Twilight." Applejack nods her head towards the orchard. "Let's take a walk."

Applejack leads her out of the field and through a wild patch of weeds and rocks, dry and dusty in the sun. Her friend walks with heavy hooves, almost dragging them through the dirt, and her posture is slumped and tired.

*Very strange for Applejack.*

She must really feel awful.

*Not that I don't feel kind of awful, too.*

The sun is pulling her headache back from the depths of her skull, and she's relieved when they reach the edge of the orchard. Everything is better the instant they walk under the cool shade of the trees, rows upon rows of them forming an unbroken canopy of leaves.

They walk silently. The trees are covered in bright, waxy, newborn leaves. Birds sing in the distance. The breeze makes a shifting, dappled show of light breaking through the canopy. Everything around them is cool and calm and beautiful. Peaceful.

*Did AJ plan this? This is perfect.*

"So..." Twilight says after a few moments of walking.

"Save it," Applejack says. "I got a place in mind we can sit for a spell. Just up ahead."

They keep walking. Twilight swears she can faintly hear Scootaloo's voice in the distance, echoing off the trees. It fades away, and the silence between them starts to get to Twilight.

"I just wanted to say sorry. First of all," she spits out.

Applejack snorts loudly, giving a weak smile. "Jeez, Twilight. I know."

"You know?"

"If I gotta hear you say sorry one more time, I'll... I dunno, just can it for now. Gimme a second to clear my head, here."

Twilight rolls her eyes.

*Alright, alright...*

They keep walking, tracing a meandering path through the rows of trunks. Suddenly, Applejack pauses, her eyes bugging out a little. She dashes over to the nearest tree and leans a foreleg against it, bowing her head to the ground.

"Are you okay?" Twilight asks.

Applejack waves her away, breathing heavily. Her chest heaves and she makes a disgusting gagging noise.

"Oh! Oh... um..." Twilight walks nearer to her, thinking she should at least hold her friend's mane back.

"I'm fine, I'm fine!" Applejack growls.

*Right, of course you are... she must hate me seeing her like this.*

Twilight turns around, trying to let Applejack keep at least some shred of dignity. She waits for what feels like a long time. Twilight tries to focus on how pretty the orchard is, but she can hear Applejack panting and gagging behind her. She's tensed up, waiting for the awful sound of vomiting. It doesn't come.

"Alright," Applejack's voice comes from behind her.

Twilight turns to see Applejack standing upright again, sweating. She's fanning herself with her hat.

"I got this. Let's go." She replaces her hat and pushes on. Twilight follows.

Before long they come to a break in the canopy. It's a stream, winding its way through the orchard. The water is calm and silent – without looking closely, one would think there wasn't a current at all. Applejack hangs her hat on the knob of a nearby tree and canters right up to the bank, dipping her snout greedily into the stream. She loudly laps up water for a few seconds, then plunges her whole head in.

"Ahhhh!" Applejack pulls her head up and shakes like a dog. She turns to Twilight. "You ain't thirsty?"

Twilight sits down in the shade of the trees. The water is clear enough to see the mud and branches below, and clumps of leaves and foam line the banks.

"No, I'm fine," Twilight says, feeling dry cracks in her mouth.

"Suit yerself." Applejack walks over to her and sits down nearby, facing Twilight. Applejack examines the plants around them, looking like she's deep in thought. Then she sniffs at a particularly thick clump of grass and bites it, tearing a green hunk off. She closes her eyes and sighs as she chews.

"You eat grass off the ground?" Twilight says.

"Course I do. You don't?" Applejack says through a full mouth.

"Isn't that kind of dirty?"

Applejack just shrugs and bites another hunk of grass.

*Eww... that's... well... huh.*

Twilight sits while Applejack grazes a little while longer. Slowly, her friend looks less pale, more alive and alert. It's strange to see her without her hat on, stranger still with her wet mane hanging low around her face. Twilight is struck again by how pretty she is. She looks away just as Applejack finally talks.

"Alright." She clears her throat. "I'm sorry."

"Wha?" Twilight gasps.

"Yeah, yeah..." Applejack holds a hoof up. "For some things. Not for others. Lemme explain."

Twilight raises an eyebrow but doesn't move. Applejack sighs and collects her thoughts.

"Alright, let's start at the beginning. My cousin," she says. Twilight looks away momentarily.

"I don't know if I should be tellin' you what I'm about to. But..." Applejack frowns at the ground, then looks back to Twilight. "Before he moved out to Appleloosa, he was datin' this girl for... I dunno, must've been at least a year or two. They were all starry-eyed fer each other, sayin' they were gonna get married an' all that nonsense."

"He mentioned her once," Twilight speaks up.

"Yeah, I thought he might. Thing is, he'd been dreamin' of the frontier all his life. And then he gets the chance to move out and get in on the foundin' of Appleloosa. He was excited fit to bust his britches."

"But?" Twilight says.

"But his girl... she hated the idea of leavin' home. Granted, I understand. I don't think I ever could do the same." Applejack casts a longing gaze back in the direction of the farmhouse. "So Braeburn asked her to go with him, and she couldn't just buck up and let 'im have it straight. She gave him yes an' then no and then yes, all hemmin' and hawin', and they had some crazy scrapes. We was hearin' about it for months. Every time I seen him back then, he was all tore up."

Twilight nods, thinking of the night before. She has a good idea what that looked like.

"An' you gotta understand, Twilight, this was everything to him. He loved her somethin' fierce, but this was his life's dream. After a while, she asked him to stay and give up the whole thing. For her. He came and talked to me an' Mac about it, and we told him it wasn't gonna work. Well, I said that, anyway. Mac was more equivocatin' like. But Braeburn said he could never just drop her."

Applejack pauses, examining another clump of grass.

"So what happened?" Twilight says.

"She dumped him. Right as he was about to give in and forget all about Appleloosa."

Twilight's mouth hangs open.

"Mind you, I think she finally did him a kindness with that one. But he was just broke. Just... broke. I never met the mare, but I ain't her biggest fan, if you catch my drift. If she was gonna do that all along, she shoulda done it in the first place."

"You don't think she planned to do that? I mean, I'm sure it was hard for her, too."

Applejack frowns a little. "I thought you might be the one to see her side of it," she says. Twilight frowns back.

"You're right though." Applejack's face softens. She furrows her brow. "This love stuff is funny business. Ponies are always talkin' like it's the simplest thing in the world, but it might just be the farthest from it."

"You can say that again." Twilight sighs.

"Anyways..." Applejack continues. "Maybe it ain't exactly fair of me. But I couldn't help thinkin' it was rotten, the way she did Braeburn. Somethin' like that, you gotta be straight up with it. Take a stand, whichever way."

"Yeah, I... that makes sense," Twilight says.

"So... now you and Braeburn do your little thing. And I..." Applejack falters. Twilight holds back, letting Applejack come around to it. They lock eyes.

"I know you didn't mean to hurt him. I know it was just kind of a misunderstandin'. And I know you feel awful about it," Applejack says. "But I couldn't stand seein' him get played around again, and I just kinda held on to it. An' that really ain't fair. I'm sorry. And don't you dare say yer sorry, you said it enough."

Twilight smiles. Her chest feels warm, like a cozy little fire is raging in her heart. "I wasn't expecting this to go so well. I mean, I hoped, but..."

"Yeah, well..." Applejack rubs the back of her neck. "Me an' Mac talked this over a bit. And Dash stopped by last night, too. And I really did make a bit of an ass of myself."

Twilight lets out an amused snort. "You weren't the only one," she says.

"Well I was surely the instigatin' party. Thanks, by the way. For keepin' me from doin' something silly." Applejack looks bashful for once.

"Anytime. As long as I don't have to physically restrain you again." Twilight giggles.

"Hmph. Physical? I don't think magic mumbo jumbo counts." Applejack smiles

"Embarrassed that an egghead like me reigned you in?" Twilight says.

"Yeah, whatever, bonehead... don't go gettin' too amused like yet, I got more to say."

Twilight's smile fades. Another pause sits between them as Applejack collects her thoughts. Twilight knows what's coming. "Luna?"

Applejack nods. "I still don't think you should be lettin' her mess with you like this. It ain't right," she says.

"She's not messing with me," Twilight says.

Twilight must have looked sterner than she realized – Applejack halts her next sentence and gives a resigned sigh.

"You really love her?" Applejack says.

Twilight opens her mouth to speak but just nods back, weaker than she meant to.

"And you trust her?" Applejack says.

"You really think she doesn't love me?" Twilight says.

"From where I'm standin', it doesn't look good."

"I admit it's a little... unorthodox," Twilight says.

Applejack shakes her head. "It just about killed me seein' Braeburn get jerked around. I don't know if I could handle seein' you go through somethin' like that."

*I'm going through it right now. Just tell her.*

No, she's wrong. Everything's fine.

*Letter.*

Ugh, stop it. Deal with that later.

"Twilight?" Applejack says.

"Huh?"

Applejack is looking at her with the utmost sympathy. "It's your business, I know. I'm just worried, is all. I'm sorry it came out all angry like, but I am. I don't want her hurtin' you," Applejack says.

Twilight smiles. Luna would never hurt her.

*Letter.*

Stop being silly. Don't make Applejack worried.

"I appreciate that, AJ. I really do. But I know Luna cares about me."

"Yeah, she might. Doesn't mean you won't end up out in the cold on this one."

"If that happens, it'll be nopony's fault but my own," Twilight says, suddenly a little annoyed.

Applejack snorts again. "Maybe so. But if she does hurt you, I'll... why I'll find her and... I don't know, do somethin' mean, I suppose."

Twilight bursts out laughing, a loud, tension-relieving spill of mirth. She had very clearly pictured Applejack giving Princess Luna a stern talking-to. Applejack smirks back at her.

"You just be careful, y'hear? That way I don't have to dirty my hooves up beatin' on royalty." Applejack stands up, brushing dirt off herself.

*Tell her about the letter.*

Don't! I haven't even figured out what that all means. Save it. Read it again without being exhausted.

"Hey." Applejack's voice breaks her out of her thoughts. Twilight is still sitting, and she looks up at Applejack as the orange mare walks over and nuzzles the side of her face. Twilight blushes a little.

"I might think what yer doin' is dumb..." Applejack says. Twilight frowns a little. Applejack rests a hoof on her shoulder. "But you are my friend. If all goes well, and I hope it does, I really do, I'll be the first to congratulate you. If it don't, I won't say 'I told you so' or any nonsense. I'll come find you wherever you're cryin' and offer my shoulder."

Twilight doesn't know right away how to respond, but she feels warm all over and a smile creeps onto her lips. Applejack pulls her up on to her hooves.

"Now c'mon. I don't know about you, but I could use a quick swim," Applejack says.

Applejack pulls the ties out of her mane and tail with her teeth and drops them on the ground. She shakes her hair out into a wild mess and trots quickly into the water, not missing a beat. Twilight watches from the bank but doesn't move.

*So... that's it? She isn't mad at me anymore?*

It looks that way. She watches her friend swim around in a little circle, smiling the whole time. Twilight sighs in relief. It's fixed.

*Of course it is. This is Applejack, after all. The most dependable of ponies.*

Applejack dives under and shoots back up, gasping and shaking water out of her mane. She looks around and sees Twilight staring at her from the shore.

"C'mon, Twi! It's nice and cool," Applejack yells.

Twilight looks at the slime and leaves floating on the water along the edges.

*Well, I'm not going to trot through that.*

She looks around for a cleaner entrance and finds none. She walks slowly up to edge of the stream and dips the tip of a hoof in. When she pulls it back there is a smear of green algae stuck to it.

"Bleh..." Twilight sticks her tongue out.

"You been hangin' out with Rarity too much, girl. It's plenty clean out here." Applejack chuckles, dog paddling through clear water.

Twilight feels sweaty and gross, definitely. The water further out is tantalizing. But the barrier between them is off-putting.

*Maybe she's right... oh, to hay with it...*

Twilight tenses up, wiggling her rump as her hind legs find purchase. She coils back and takes a mighty leap, splashing into the water about a foot out. She lands directly in a patch of green slime.

"Ack!" Twilight flails and splashes about, stumbling further out into the water. She spits as she feels water landing in her mouth, then her stomach lurches as her hooves find



nothing beneath them. Her head falls under, and she resurfaces instantly, gasping and choking. Applejack is laughing at her.

"Jeez, Twilight. You alright?" she says, smiling.

"I'm fine, I'm fine," Twilight says, grimacing.

"Take it easy. Yer out in the clean part now," Applejack says, floating lazily on her back.

Twilight takes a deep breath, her panic fading. Her hooves find the stream bed and sink into soft, squishy mud. It feels good, like one of the spa's treatments, and she stomps her hooves quickly like a little foal, grinning. The water is shockingly cold at first but after a few seconds it's just perfect. Twilight sighs loudly.

"I come out here all the time," Applejack says, pausing to lap up some of the water she's floating in. "Nothin' like a quick dip after a long day. Or a hard night."

Twilight watches her friend float, her mane and tail fanning out into the water. She remembers how thirsty she is and inspects the water around her.

*Well... it looks clean enough out here.*

She dips her muzzle and sips, feeling instant relief. It's crisp and just a little sweet. She drinks more, lapping up water like ponies used to do, ages ago. Something about it just feels right. And then a splash of water smacks her in the face.

"Well lookit you." Applejack splashes more water at her. "A regular country mare, ain't you?"

Twilight smiles and splashes back with a surge of magic, upsetting Applejack's floating. Applejack spins and plops her hooves into the mud, smiling wickedly. They splash water back and forth, giggling like fillies. After a while of mindless fun, Twilight lifts a ball of water in a glow of magic and releases it right over Applejack, raining water down on her.

"Alright, alright. You got the fancy magic and stuff, I know." Applejack wades back towards the shore, smiling and lashing her tail at Twilight as she rises out of the water. Twilight follows. When she reaches the detritus at the edge she pushes it aside with a surge of her horn.

*Why didn't I think of that before?*

They clamber up the bank and back to the shade of the orchard. Applejack immediately drops and starts rolling around in the grass, snorting and nickering. Twilight just cocks an eyebrow at her.

"What are you doing?" she says.

"Rollin' in the grass. What does it look like?" Applejack says. She stops rolling and looks at Twilight. "You never just roll in the grass?"

"What, like on purpose?" Twilight says.

"Yeah."

"...No. I always see Pinkie Pie doing that, but I kind of thought that was one of her things."

"Pfft. Unicorns." Applejack rolls her eyes and goes back to rubbing her coat in the grass and dirt.

*Pfft?! Unicorns?! We'll see about that...*

Twilight flops down onto her back. The grass tickles her coat, and the grainy dirt scratches against her pretty pleasantly. She shifts and rolls, and after a few moments of feeling stupid she has to admit that it feels good. She sighs and nickers a little herself, stopping on her back. Her legs wiggle in the air as she rubs her back on a small root. It's pressing delightfully on a sore spot next to her spine, and she moans a little as the tension works itself out.

"See? Ain't it nice?" Applejack stops rolling and rests on her side, watching Twilight.

"...Yes. It is, actually." Twilight flops onto her side as well, facing Applejack.

Applejack sniffs through the grass around her head and eats some more. Twilight's stomach growls. There's a thick tuft of grass right by her snout, and it smells amazing. She runs her nose through it.

*What are you doing? It hasn't even been washed. Other ponies have probably stepped all over it.*

Something voiceless inside her urges her to eat it. She watches Applejack for a moment longer. It feels right. It feels natural. It feels like it would be wrong to leave Applejack doing it alone.

*Let us break bread together...*

Twilight gets an adventurous thrill and clamps her teeth around the grass. She tears it off in her mouth and chews thoughtfully. For being relatively tasteless, it's very satisfying.

They graze together silently for a few minutes. An odd feeling of complete contentment slowly washes over Twilight. Her worries about Luna seem distant, irrelevant. She watches Applejack, her golden mane tangled and spread out. Twilight can't think of a time she's looked so... she searches for words. Naked seems appropriate, but then again they're almost always naked. Whatever it is, she's achingly beautiful.

*Until you notice the dirt in her mane.*

"This is really nice," Twilight says.

"Simple livin'," Applejack says.

"But we got dirty again rolling around like that."

"Eh. That's what baths are for." Applejack shrugs.

"AJ, there's twigs and stuff in your mane."

"So?"

"How about I brush it for you?" Twilight says. She wants desperately to see that mane in its full potential glory.

"Brush it? What for?"

"Pfft. Earth ponies." Twilight rolls her eyes.

"Fine, fine. Go crazy." Applejack sits up. "But only 'cuz it's you. You let Rarity get word o' this and I'll never brush it again, just on principle."

"That would be a shame." Twilight giggles and focuses her magic, picturing the brush resting on her desk back at the library. In a small flash it is floating in front of her. Applejack's eyes go wide.

"Well I'll be. You really are amazin' sometimes, Twi."

"Thanks." Twilight blushes as she scoots closer to Applejack. "For everything. I don't think I could ever be as good a friend as you've been to me."

Applejack snorts out a sarcastic laugh. "Big words from a girl that was cussed out by yours truly last night."

"I mean it." Twilight takes some of AJ's mane in a magic hold and starts brushing. It's smooth and fine, like corn silk. It feels lovely. She searches out the twigs and bits of leaves tangled up in the beautiful hair and brushes them out, sticking her tongue out to the side a little. Applejack grunts as she does so, obviously too proud to acknowledge pain any further.

"You said before that you've never dated anyone," Twilight says.

"Yeah, I did," Applejack says, more than a little wistfully. "So?"

"I don't know, I'm just surprised. You're really pretty." Twilight holds a tress of blonde mane in her hooves, steadying it for the brush. "No pony's ever asked you out?"

"Shucks, Twilight." Twilight can't see her face but she's positive that AJ is blushing a little, and it makes her smile.

"I s'ppose I haven't exactly made myself too available." Applejack taps a foreleg on the ground, thinking. "Should probably do somethin' about that at some point."

"Not even when you were younger?" Twilight says.

Applejack snorts loudly. "I did kiss a colt once."

"Really?" Twilight stops brushing. "Do I know him?"

Applejack chuckles. "Actually, you do. Guess you could say we both know him."

Twilight goes down the very short list of stallions she knows and comes up with nothing. "What do you mean?"

"It was Braeburn, you dummy," Applejack says, glaring over her shoulder. Twilight almost drops her brush.

"But he's your... eww!" Twilight says.

"Hold up now, listen..." Applejack shrinks down, pawing at the back of her neck with a hoof.

"You kissed your... eww! What did he do?"

"He told me I had cooties and ran away."

"Oh?" Twilight perks up.

"We was just little foals. I didn't know what I was doin'. But that's all the sugar I've ever got, sad to say."

"Oh." Twilight breathes a sigh of relief. Instantly, Applejack turns and punches her softly on the chest.

"An' if you EVER tell anypony about that, I'll..."

"Don't worry! Safe with me." Twilight grins. Applejack nods and turns around, letting Twilight get back to work. Twilight dives back into Applejack's mane with unrestrained gusto, running her hooves through the hair.

"It's just hard to believe. I would think guys would be falling all over you," Twilight says. Applejack flicks her tail and gives Twilight a smoky look over her shoulder.

"Now I'd swear you sound like you're anglin' to get into my flanks, Twilight."

This time Twilight does drop the brush.

"Uh... well... I mean, I know you don't..." She blushes and stammers.

*I wasn't... was I?*

Applejack watches her mumble and gives her a long, confused look.

"I was just kiddin', Twi," she says.

"Right! Right. Joking. Haha." Twilight picks up the brush and just holds it above Applejack's mane. Applejack raises an eyebrow.

"Don't tell me you really were?" she says.

"Of course not," Twilight says very loudly. "You aren't into girls."

"What if I was? You know, one o' those hypotheticals. Would you ask me out?" Applejack says.

*No way... no way, no way!*

Twilight feels those familiar butterflies in her chest. This is crazy. Okay, okay... play it cool. Don't assume anything. Just see where this goes. What would Rarity do? No, no... what would Rainbow Dash do?

She looks Applejack right in those fiery green eyes.

*What's the honest answer?*

"Sure I would. You're lovely," Twilight says.

Applejack leans back a bit, raising her eyebrows high.

"Whoa. Really?" she says.

Twilight folds her ears back, then wonders why she should be nervous. This is all just hypothetical, after all. A mental exercise. Academic.

"Yes. I would," Twilight says.

"What about Luna?" Applejack says.

*Right, that... I really am terrible, aren't I?*

Well, she did ask you to go sleep with other ponies.

"I don't think she would mind," Twilight says. Somehow, acting completely independently, one of her hooves slides up onto Applejack's shoulder and rests there.

"Hold on now!" Applejack jolts at the touch and leans away, sliding out from Twilight's hoof. "Sorry, sorry... I, uh... didn't mean to tease you or nothin'. I was honestly just curious."

"Oh," Twilight says, yanking her arm back. Her chest butterflies die mid-flight and plummet down into her stomach.

*I guess it really was academic.*

That's fine. That's fine. Everything's fine.

"Umm..." Applejack's cheeks turn a pale shade of red and she pointedly looks at the trees around them. "My fault. I didn't think you... I don't know. I'm bad at this."

"Really? You could've fooled me," Twilight says with the tiniest sharp edge in her voice.

"Sorry." Applejack looks mortified, a rare sight for Twilight. "Not that you aren't a great gal. And mighty purdy, to boot. But I'm pretty sure my cellar door don't swing that way."

"Right." Twilight calms down. "Well, that's too bad." She waggles her eyebrows.

"Wow!" Applejack slaps her shoulder. "Ain't you just a saucy little fox. Boy, if somepony told me a year ago you'd be breakin' hearts and givin' it to mares, I woulda called 'em crazy fer sure."

Something about this sentence reminds Twilight to be embarrassed about what just happened. She *had* wanted Applejack, maybe more than she even realized. She folds her forelegs under her body and looks away, feeling deeply ashamed for some reason.

*This is getting totally out of hoof. What's happening to me?*

"If it makes you feel any better..." Applejack touches Twilight's foreleg. "This ain't the first time I've had this conversation."

Twilight's eyes practically bug out.

"Yup." Applejack looks up at the leaves all around them. "Back when Rainbow Dash moved here, boy, she... well, she was after me, that's for sure. 'Cept I didn't see it at first. I even played into it a bit. I mean, I thought she was just goofin' around. And then one day she came out with it. I did *not* know how to handle that. Awkward as all get out."

"Wow." Twilight's embarrassment is forgotten.

"Yup. I felt pretty bad at first, but it worked out. You know we're best gals now. Heck, if I ever did go over to your side, I'd pretty much have to let her have first shot at me."

Twilight snickers. "I didn't know I was edging in on Dash's territory," she says.

"Ha!" Applejack chuckles loudly. "I like to think you've been edgin' in on *my* girl, you hussy." She winks.

Twilight gives her a playful shove and they both laugh, ending in a mutual sigh.

"It's a thin line sometimes. Between love and friends," Applejack says, suddenly very serious. "I think, anyway."

"Well, for what it's worth, I know I love you girls," Twilight says. "Whatever else might happen."

"Right back at ya, Twi." Applejack stands up and gives her a quick hug. She goes to retrieve her hat and starts looking around in the grass for her hair ties.

"Sorry. About before. When I..." Twilight starts to say.

*Wait... what exactly am I sorry for this time?*

"I guess that was a little sneaky of me. Offering to brush your mane." Twilight blushes again.

"Yeah, well..." Applejack finds her ties and starts fixing her tail with her hooves. "Don't worry about it. I guess it's nice to know *somepony* out there wants a piece of me."

"You've never thought about giving it a shot? You and Dash, I mean," Twilight says.

Applejack uses her teeth to tie off her mane, looking thoughtful all the while.

"I have. Sort of. I don't know, I love her to bits and all. If she was a guy, I'd be up in that right away." She finds her hat and sticks it back on her still-messy mane. "But I just can't get worked up over mares. I think about doin' it with stallions, and that gets me goin', no question. It's a shame, really. Be mighty convenient if I could just do it with Rainbow Dash."



*Yes, she is pretty convenient. Helped me out. Kind of.*

What an awful thought. That kind of thought is what got me in trouble with Braeburn.

*But Dash wanted it that way.*

Did she? It certainly seemed like it. Maybe she thinks of me as... convenient.

"What? Somethin' I said?" Applejack gives her a concerned look.

"No, no. Just thinking." Twilight stands up, brushing dirt and grass off her coat.

"Mmm. Anyways, I used to think that. But with recent events, I s'pose I'd have to give you a shot, too. I hear you're quite the lay." Applejack grins at her.

*Who, me? Twilight Sparkle?! Twilight Sparkle is good in bed?!*

Twilight's feelings flip completely as the rest of the sentence sinks in.

*Wait a minute, who talked? Well it couldn't have been Braeburn...*

"...Rainbow Dash." Twilight scowls.

"Would *not* shut up about it." Applejack rolls her eyes.

Twilight has no idea how to feel about that. It's starting to worry her how often that's been happening.

"I wouldn't worry too much. She blabbed to me and Pinkie, but I don't think she'll go tellin' anypony else," Applejack says.

That line brings something up from the back of Twilight's head.

"Um, I know this isn't my business... at all. But," Twilight falters. "Did Braeburn come back alone last night?" she spits out. Applejack gives her a long, curious look before answering.

"Honestly, I don't know. An' I ain't about to ask him, even if I could. He hopped on the first train out this mornin'."

"Oh." Twilight sinks her head.

"You know somethin' I don't?"

"I heard Pinkie was going after him last night."

"Oh!" Applejack's eyes go wide for a second, obviously picturing the possibilities there. She shakes her head. "Well that's between them two. Not somethin' I'm gonna think about too hard right now. And neither should you."

"Agreed." Twilight nods.

"Speakin' of... seein' as he ain't around, and we're back on civil terms and all. You should stay for lunch. Feels like it's been a while since we had you over to the farmhouse."

"That sounds nice," Twilight says. They set off through the orchard again. Twilight feels light as a cloud, all her tiredness and headaches gone.

Whatever just happened, it was good.

*Even if Applejack didn't want to do anything...*

Maybe so. But that's fine, she thinks. It really is. They walk together through acres of sweet apple trees. Applejack is at her side, and somehow it doesn't feel awkward at all.

• • •

This is impossible.

She's sitting at her desk, tapping a quill on the paper in front of her. There's just one line written in bold.

## **THE NEW PLAN**

It's the only thing she's put on the paper for some time.

She sighs and looks out the window for the hundredth time. The moon hangs low in the sky, only recently risen. It's shrunken down to a sliver of a crescent, barely noticeable. The night is all the darker.

She taps her quill faster on the paper in front of her.

*Maybe Applejack really was right.*

But then why go through all this?

She's read the letter several times over, with a much clearer head than the previous night. Unfortunately, it's just as discouraging as it was before. There was no hidden layer of meaning she missed in her haste, she's fairly certain.

*Luna wants me to have a relationship with someone else.*

She wants me to love someone else.

*I can't! Even if I did somehow, I still want Luna.*

I would just end up hurting them.

*Maybe she wants to wait until my relationship ends on its own?*

That's crazy. How can I go into a relationship hoping it fails? Waiting for it to end? It wouldn't work.

*Then what am I going to do?*

"Ugh!" Twilight grunts and drops the quill, resting her chin on the desk. "What am I going to do?" she whines.

*Don't you love her? Wouldn't you do anything for her?*

Apparently not. She hadn't realized before what this little assignment of hers meant, exactly. Now it's all too clear. In order to get Luna, Twilight will have to break another heart. On purpose.

*This can't be right. I'm just misunderstanding her. There has to be another way.*

Twilight sighs.

*I'll just write back asking for more specific instructions. In person, maybe.*

She grins, wondering how much Luna could teach her, pony to pony. The room suddenly feels very warm.

*Yes, great. Go ahead. Sexual fantasies are the solution to every problem, you dirty filly.*

Well why not? It's not like I was getting anywhere anyway. I've been sitting here since it was still light out and...

*That's funny, the room's all bright again. Where is that coming from?*

"My most faithful student."

"Aah!" Twilight jumps and turns around to see the Princess, the *other* Princess, standing in her bedroom.

"P-Princess Celestia?!" Twilight is too shocked to bow or move or anything. Celestia is standing across from her, regal and radiant as always, shining with her own divine light. She drowns the room in color, her prismatic mane shimmering.

"Twilight." She smiles down at her. "I'm sorry to startle you."

"Oh it's... it's fine! It's fine." Twilight fights hard to contain her trembling and a ridiculous, fan-girl grin.

"It's so much easier to sneak out of the palace by just teleporting. I hope you can understand."

"Of course! Of course it is. I understand. Completely." Twilight nods frantically.

"It's been so long since we last spoke. I've missed you." Celestia sits down with a motherly smile. Twilight's heart just about stops.

"I... I've missed you, too," she stammers out. Her hooves feel glued to the floor for a moment, and then something snaps and she's rushing over to her mentor. The goddess towers over her, and Twilight nuzzles into her chest. Celestia nuzzles her back, her ever-moving mane sending tingles through Twilight's skin where it brushes against her. The moment lasts forever and no time at all, and the warmth lingers after Celestia pulls away. Twilight looks up into her large, shining eyes.

"Sit." Celestia nods towards Twilight's bed. Twilight climbs up obediently and sits. With the Princess resting on the floor still, their eyes are almost level. A weird, uncomfortable dread creeps over Twilight when she tries to look the Princess straight in the eye, so she nervously glances around instead.

"Unfortunately, I can't stay long. But I wanted to check on you," Celestia says.

"...Check on me?" Twilight says.

Celestia glances around the room, like she hasn't heard Twilight. "Where is Spike?" she asks.

"Oh. He's downstairs. In his room, probably," Twilight says.

"His room?" Celestia raises a perfect eyebrow.

"He has his own."

"Does he now?" Celestia smirks just a bit playfully. "I hope you two are still getting along."

"Oh gosh, nothing like that!" Twilight forces a fake laugh. "He's just... getting a little grown up, I guess."

Celestia smiles knowingly at her. "I'm glad to hear it. I can't wait to see what a fine young dragon he turns out to be." Celestia turns away, looking out the window. Longingly? There's something a little sad in her eyes, and Twilight is about to ask her about it when the goddess speaks again.

"I used to say the same thing about you, you know." She turns back to Twilight and it's almost like trying to stare at the sun. "It saddens me sometimes that I don't have you in Canterlot with me, but I'm so proud of you."

Twilight feels a ridiculous blush creep over her. "...Thank you?" she says. The Princess gives a short giggle, like heavenly music.

"Oh, Twilight. You've come so far. And made so many friends. And you still get uncomfortable when you're complimented. Between you and me, that's probably a good thing."

*Well, I get uncomfortable when YOU compliment me, anyway.*

Twilight forces a smile for the Princess.

"My sister and I have been talking about you quite a bit, you know," Celestia says.

Twilight's heart threatens to leap up into her throat. "Di... uh... you have?" she says.

"Indeed. She's taken quite an interest in you. And I hear you've taken quite an interest in her."

Twilight's mouth hangs open, frozen in horror.

"And now I hear you've even started dating ponies?" Celestia gives her a look that Twilight can't even begin to comprehend through her nervousness. She fidgets in place.

"Uh... yes, actually. I have." Twilight shrinks away from her mentor. "Is that okay?"

"Ha! Twilight..." The Princess shakes her head, smiling. "It's marvelous. I'm so happy for you. How is it going?"

"How's it going?" Twilight asks.

Celestia just nods at her, waiting.

"Well... it's going..."

Twilight was about to say well, but her mouth feels like sandpaper.

*How much does she know? How much does she want to know?*

Obviously she knows what Luna knows. How could I have thought otherwise? Just talk to her. Maybe she can help.

"It's more complicated than I thought it would be. I have so many questions. I feel so lost right now. I just don't know what to do," Twilight pours out without thinking, sounding more forlorn than she meant to. Celestia sighs loudly and puts a gold-shod hoof on Twilight's withers. The touch calms her instantly, fills her with inner peace.

"Love is wonderful. But it can be troublesome sometimes, can't it?"

Twilight just nods glumly.

"Tell me all about it. I would love to help, if I can."

The regal hoof leaves Twilight's back, but the feeling of peace lingers. She takes a deep breath.

"Well... I've only dated a little so far. Nothing too serious. Most of it was with my friends, actually."

"Your friends?" Celestia cocks an eyebrow again.

*Oh no, that's weird, isn't it?*

"Ah! Umm... yes... with – is that okay?" Twilight shrinks again. Celestia gives her a look, and this time Twilight knows it's an amused look. That beautiful hoof pats her back again.

"Are you embarrassed because you've been dating your friends, or because your friends are mares?" Celestia asks.

"...the second one?" Twilight squeaks out.

"That's strange. I would be more concerned about the former."

"Really?" Twilight says.

Celestia nods at her very seriously. "The purest love is wherever you find it, Twilight. If you find it with a mare, then so be it. It might not be considered fashionable at the moment. But when you've lived as long as I have, that seems rather silly. I would fully support your choice of mate, whoever it may be."

"Oh," Twilight says.

"But dating your friends can be more delicate. True, friendship can blossom into love. But if it doesn't work out... well, love can be troublesome. Can't it?"

Twilight's smile fades, and she nods in understanding.

"I'll just say that I advise caution in the matter. It's generally safer to look outside your circle of friends."

"I tried that." Twilight heaves a heavy sigh. "I really messed it up, too."

"How so?" Celestia asks, concern in her voice.

Twilight looks at her, again feeling strange for not having to look up. It hits her again, how long it's been since she last spoke with the Princess. Celestia is waiting for Twilight, just sitting there, somehow being graceful even when she's just sitting still.

"Well..." Twilight begins, but has trouble getting going.

*Just tell her.*

Twilight looks into those shimmering eyes and feels strong, feels loved, feels whole and at peace and worthy. It's how she always feels when the Princess takes an interest in her insignificant problems. She steels herself with newfound resolve, and speaks.

Twilight tells her everything. A shortened version, naturally, without any naughty details, but she tells her. She had meant to only talk about Braeburn, but it just pours out of her, starting with Luna appearing on her balcony and going right up to her most recent dilemma.

The Princess sits quietly, patiently listening. She nods at just the right moments. She lays a comforting hoof on Twilight whenever the purple unicorn starts to tear up. She gives a hushed gasp when Twilight describes her fight with Applejack. She smiles warmly when Twilight tells of their making-up that very morning.

"...and that just about brings us up to now," Twilight finishes. Self-conscious unease hangs over her, waiting for Celestia's response.

"My, Twilight," Celestia says. "You've had quite the spring this year."

Twilight looks down at her bedsheets. "I'm sorry," she mutters.

"Sorry?" Celestia says.

"I've made mistakes. I hurt someone. I hurt my friends. And I didn't tell you about... about me and your sister. I'm sorry."

Twilight feels Celestia's hoof touch the side of her face and her chin lifts on its own. Celestia is a picture of generous sympathy.

"You've done nothing wrong, my student."

"I haven't?"

"No. You meant no harm. True, you made mistakes. But I think you've learned much. And that is what's important."

"I..." Twilight chokes and turns away, blinking moisture out of her eyes. "What do I do now?"



"What does your heart tell you to do?"

Twilight snorts sarcastically.

"My stupid heart keeps contradicting itself. And my brain isn't much better."

"And what is the contradiction?" Celestia says, recalling her teacher-like tone from many hours of tutoring Twilight.

"Your sister wants me to do something I can't do," Twilight says instantly.

"Then don't do it," Celestia says.

"But then we can't..." Twilight catches herself. "Then she won't accept me as her suitor."

"Is that really so bad? It sounds like you have a wealth of choices." Celestia smirks.

"But... but I love her," Twilight says quietly. Celestia says nothing, but her eyes urge Twilight to go on. "She seems like everything I could ever want. She's perfect. Like..."

*Like you?*

Twilight had almost said it, and she flashes back to her most embarrassing fantasy, one she's blocked out ever since. She cringes inside. It feels like she's just seen her own parents rutting.

"No one is perfect, Twilight. Even myself and my sister," Celestia says dispassionately, seemingly oblivious to Twilight's thoughts. "Have you spent much time with Luna?"

"Well... no..." Twilight pointedly looks away, more uncomfortable than ever. "But ever since the solstice it just feels right. Meant to be. My heart tells me she's the one."

"And that's what you think love is? Destined perfection?" Celestia says.

"Isn't that what true love is?" Twilight asks desperately. Celestia takes a long and patient pause before answering.

"It is, and it isn't. Love is complex, Twilight."

Twilight frowns.

*I knew she would say something like that. Why can't anypony just give me a straight answer?!*

"Does your sister feel anything like that for me?" she blurts out, finally giving voice to the question that's been slowly driving her mad. Celestia just looks at her for a long moment, and again Twilight can't even come close to reading her face.

"I wouldn't presume to speak for her," Celestia finally says. Twilight is just starting to turn that over in her head when a third voice makes her jump in place.

"Nor should you, sister."

They both turn their heads. A dark blue alicorn melts out of the shadows in the corner of Twilight's bedroom, walking slowly towards them. Twilight gasps at the sight of her.

"Luna?" Twilight can't believe her eyes. Luna is... different. She's not wearing a crown or horseshoes or anything. And she's *smaller*. She looks to be about Twilight's size, her combination of wings and horn the only immediate giveaway that she isn't a normal pony. Her face looks younger somehow, and that mystical presence, the overwhelming sense of magic that seemed to follow her everywhere before, is gone.

"Good evening, sister." Celestia bows slightly. "How pleasant of you to join us."

"Good evening, Celly," Luna says nonchalantly. Twilight's jaw drops.

*...Celly?!*

Luna stops walking and examines one of her own hooves as if it were the most boring thing in the world.

"Is it not a little past your bedtime?" she says, looking down her snout at Celestia. Celestia narrows her eyes just slightly, and her ever-present warm smile looks strained at the edges.

"Indeed it is. But I don't mind staying up for our student. I know you understand," Celestia says.

*OUR student?!*

Twilight looks back and forth between the monarchs, feeling very small.

"She really is something special, is she not?" Luna says, just barely glancing in Twilight's direction.

"I'm glad you think so. You owe her much, after all," Celestia says.

Luna responds with a curt glare. "That being the case, you wouldn't begrudge us some privacy? You've had her all to yourself for so long."

"Of course." Celestia bows again. She turns to Twilight. "I'll leave you two alone," she says.

"You don't have to. I mean... I don't mind..." Twilight says.

"I think it's for the best," Celestia says. They both glance at Luna, who is making a show of not watching.

"I'll write more. I promise," Twilight says.

"Don't trouble yourself. I'll always be here for you." Celestia nuzzles Twilight's face, and the warmth is overwhelming. As she starts to pull back, she pauses, their muzzles almost touching, and darts her eyes towards her sister.

"Caution, Twilight," she whispers. "Trust your heart, and your head."

"Huh?" Twilight feels her face make a stupid, confused expression against her will. It seems to amuse Celestia greatly. The Solar Princess smiles deeply, then turns to her sister.

"I shall see you at sunrise?" she says.

"As always." Luna rolls her eyes.

"Then I bid you both goodnight," Celestia says, closing her eyes. Her horn glows, and the room is filled with sunlight, forcing Twilight's eyes shut. When she opens them again, Celestia is gone. The room is dark, still, and cold.

"Ugh, I thought she'd never leave," Luna says, flaring her wings out. She seems more relaxed, and she trots up to Twilight's bed, sitting where Celestia just was. "Now it's just you and me."

"Wha..." Twilight pauses, trying to parse out what she just witnessed. "...Luna?"

"Yes?"

"If you don't mind me asking... are you and your sister... getting along?" Twilight asks.

"Of course we are. What a silly question." Luna smirks at her. Twilight, feeling courageous, gives her a patented look of Twilight Sparkle skepticism.

"I know it might look strange," Luna says. "Do not let it worry you. We have our little tiffs from time to time. It is important, actually."

"Important?"

"Indeed. We have to air our differences occasionally, or things just build up. And build up. And then we might do things we regret." Luna looks away, a shadow of sadness crossing her features. It passes quickly. "You understand."

*Boy, do I ever.*

Even without all the recent unpleasantness, her friends taught her that lesson long ago. But her curiosity about the sisters pulls her thoughts away.

"So you two are fighting now?" Twilight asks, feeling a bit rude but unable to help herself.

"A little. She does not exactly approve of this mission I've given you, you know."

Panic floods Twilight's senses. She shoots up onto her rump, scooting back on the bed.

"What?! She doesn't... what?!" Twilight says.

"Oh, relax." Luna gets up and begins pacing around Twilight's room, examining various things with a look of profound disinterest. "She will not come between us."

"She won't..." Twilight shakes her head in disbelief, still trying to absorb the first part.

"I've made sure of it. I pointed out to her that you are a grown mare and you need to make your own decisions. She agreed."

Twilight is frozen on her bed, mouth hanging open, hair standing on end.

*This is really, really starting to get out of hoof.*

"I went on to state that you need to learn about love at some point, and that you would find no better teacher than me." Luna walks slowly past Twilight, sticking one wing out so the feathers caress Twilight's side as she passes. The touch is hypnotic, mesmerizing, and Twilight melts down onto the bed. Stars glimmer in her mind. Luna snaps her wing away and Twilight shakes her head, feeling more calm.

"She might not agree with my methods..." Luna begins poking around Twilight's nightstand, carefully examining everything she finds. "But she is hardly one to talk. As I said, she will not come between us."

Twilight watches Luna going through her things and finds it hard to focus on the Princess' words. If it was any other pony pawing through her things like this, she would be pretty upset. She feels a little uneasy still, but her crazy longing for the alicorn before her is starting to eclipse all other emotions.

"At any rate." Luna walks slowly away, past the door to the balcony where this all began. She glances over her shoulder at Twilight. "It is good to see you again. You are looking lovely tonight."

Twilight tries to speak, thinking something appropriately suave will come out. Instead, she's horrified to hear a weak, nervous laugh squeak out from her lips. Luna giggles and goes back to examining the room. She somehow manages to look bored while doing so with an intensity that mystifies Twilight. It reminds her of Rarity's temperamental pet cat. After a few moments, Twilight feels like she can speak without embarrassing herself.

"You look different. You look almost normal," she says.

Luna turns and raises an eyebrow at her, daring her to expand on that.

"I mean... you're beautiful. Just different. I don't understand," Twilight adds.

"Everything is cycles, Twilight. It is nature's way."

Luna turns away and lowers her head, examining the bottom shelf of a large bookcase across the room. Her rump sticks up in the air, pointed straight at Twilight, and her tail flicks around, almost invitingly. Twilight forgets whatever conversation they were having. She can't help but stare and crane her neck forward, unconsciously desperate to catch a glimpse of temptation.

*It's like she's doing it on purpose... ugh, I can almost see her! What am I doing?*

Luna obliviously keeps perusing the spines of books before her. Her rump bobs in the air. Twilight leans closer, catching just a tantalizing glimpse here and there as that beautiful tail weaves around.

*Stop it, stop it, sit down this is so rude! Oh, but she's RIGHT there!*

Luna turns her head and catches Twilight with her eyes in the honeypot, so to speak. Twilight's breath rushes out of her and she blushes the hardest she ever has in her life.

"See anything you like?" Luna raises her eyebrows.

*Oh god! She was doing it on purpose!*

Twilight looks away, mortified. Luna's playful tittering draws her eyes back up.

"Why so shy? I know of your desire for me. You need not hide it." Luna walks closer to Twilight's bed, stalking towards her with a gleam in her eyes. Twilight's whole body prickles up with a sexual thrill at the mere sight of it. But even as her breath picks up, something tears at the back of her mind.

"Luna?" she says.

Luna stops walking, paused in the middle of the room. "Yes?"

"Do you love me?" Twilight asks.

"Of course, Twilight. I love all my subjects," Luna says, mockingly adopting Celestia's tone.

"That's not what I meant." Twilight scowls at her.

"I know."

Twilight sees her start to move, and then somehow Luna is sitting next to her on the bed, her wings pressing into Twilight's sides. Twilight gasps at the sudden presence and cringes away out of instinct.

*Is she that fast or... magic or... what just happened?*

"Relax, my Twilight." Luna rests a wing over Twilight's back and she melts into it, leaning against the strangely normal-sized alicorn. "You ask me of love. Let us talk, then."

Twilight can't find any words for a moment, she's lost in the feeling of Luna's embrace. She's imagined it countless times, and it's actually happening, here and now. She can feel Luna's warm body and perfect coat against herself. But it's not perfection – the question she just asked hangs heavy in her mind. Luna speaks again before she can repeat it.

"Last we spoke, you confessed a crush. A new word, for me. I do so like it. But when exactly did this crush become love?" Luna says.

Twilight's body tells her that the bed has dropped out from under her, the whole world is gone and she's falling. Her eyes say different, that she's trapped here in some kind of nightmare, her dreams just out of reach.

*She's right.*

When... when did that happen?

*What's happening? What... what is... no!*

This is true, dammit! This is the truest thing I've ever felt! I didn't do all that just for a silly crush, that would be stupid! This is love!

"Luna, I do love you," Twilight blurts out, turning to the Princess. Luna pulls her wing away.

"I am flattered, Twilight."

Twilight moves her mouth but nothing comes out. She's frozen, trying not to let time move forward. Luna sighs.

"Twilight, listen..."

"But... you..." Twilight stammers, feeling tears burning in her eyes. "All of this... for you!"

"Listen."

Thousands of years of regal authority, summed up in one voice. Twilight obeys without choice, shutting her mouth.

"I may have many lovers," Luna says. "But my love does not come easily. I see great potential in you, Twilight. You are a lovely mare, and I have great affection for you. I

would gladly take you as a mate. But I do not declare love lightly. It must be proven over time."

Twilight's mind races to figure out if this is good or bad. As usual with Luna, she only comes up with questions.

"This is why I gave you your task. I want you to understand, before you commit. You read my last letter?" Luna says.

"Uh-huh." Twilight nods, feeling like she's been scolded.

"It's important to me that you do this. Only then will I accept you."

"Only then?" Twilight gulps.

"Indeed." Luna nods at her. "But you have done well so far. I expect this shouldn't be a problem for you."

*Shouldn't be a problem? Is she insane?!*

"Luna... I don't think I can do it."

"Oh?"

"How am I supposed to have a relationship without hurting someone?" Twilight says.

"Simple. Most relationships run their course naturally. I can wait. I'm not going anywhere."

Twilight balks at this.

*This isn't working. Why doesn't she see what I'm trying to say?*

"I don't know if I have enough room in my heart for you and somepony else," Twilight says.

Luna snorts mockingly.

"Yet you have room for your friends, do you not? Your little dragon? Your parents? My sister?"

Twilight chews on her lip, considering this.



"Just forget about me for a while," Luna says. "Put it aside."

*How?*

"I can't. I won't," Twilight says, suddenly very determined. She glares at Luna, trying to show resolve. Luna stares at her for a long time, then sighs, shaking her head.

"I was afraid of this," she says. "And I had such hopes for you, too."

Luna stands up and hops lightly off the bed. Twilight watches her in dumb shock. This wasn't how it played out in her head at all. This is supposed to be the part where Luna realizes how much Twilight loves her and finally accepts her.

"I'm sorry. I cannot make exceptions. Even for you," Luna says.

"There's no other way?" Twilight pleads.

Luna sternly shakes her head. "Perhaps in the future you'll be more ready. Even if not, you should still try to find love. For yourself, if nothing else." Luna backs away from the bed slowly.

*Is she leaving? No, no, no, wait!*

Twilight panics and pounces off the bed clumsily, stumbling in front of Luna.

"That's it? That's all? It's over?" Twilight says, still waiting for the final twist.

"I'm afraid so. Please believe me when I say I never wanted to hurt you." Luna backs away farther, edging towards a dark corner of the room.

"Don't go! I can try! I'll do it!" Twilight dives in front of Luna, begging her, all caution forgotten. Luna averts her eyes, like the sight of Twilight pains her.

"In your desperation, you shame yourself. Like many before you. I'm so sorry, Twilight."

Luna takes one last step back, reaching the shadows. She fades into them instantly, melting away from all sight.

"Wait!" Twilight almost screams. She dashes forward into the corner and slams her face into the wall painfully. There's nothing there. She gets up and looks around the room

frantically. She runs to each corner and patch of darkness like a trapped animal, not thinking. She is alone.

She bursts through the doors to the balcony and stops outside, looking up. The moon is a tiny, silver crescent, barely visible. The sky is dark – even the stars seem far away, dim somehow. Her breathing is ragged, choking.

*What just happened?*

She's gone. She's gone. It's over.

*What... just... happened?!*

Twilight tries to replay the conversation in her head and cringes at every moment of it. Her chest aches, and she falls onto her rump, eyes fixed on nothing at all.

"Ow," she says out loud.

*She's gone. It's over. I lost her.*

Twilight doesn't even think to cry. She just sits there, staring into space.

*She doesn't love me.*

"Ow," she whimpers.

*This must be that heartbreak thing I've been hearing so much about.*

She flops down onto the wooden planks of the balcony and rolls onto her side, her mind blank. Every time thoughts start to come back, it hurts. She shuts them out. She feels numb.

*That's the word. Numb. Twilight Sparkle, checking out. Done.*

Numb, she thinks.

...

She breathes in. She breathes out.

...

Numb.

Twilight's eyes flit back and forth across the words in front of her.

*The cosmos is interesting rather than perfect, and everything is not part of some greater plan, nor is all necessarily under control.*

She's read it before, maybe hundreds of times. That line in particular had always stood out to her. She used to think it was strange, dropping that in the middle of an otherwise straightforward book. It used to grate on her. She had even written a short essay refuting it. She had just earned her cutie mark at the time.

Twilight tries not to think about it now. She goes back to reading, her mind somehow occupied, and not. The words run through her head without engaging anywhere. Every time she slows down, thought begins to creep in around the edges.

*Luna*

Nope. Luna who? What's a Luna?

*Write her a letter.*

Not happening.

*Why would you write a letter to that horrible –*

She reads more, hearing her own voice in her head.

*She's so awful.*

She reads another paragraph, glaring down at the paper.

*She's so... NO, stop it.*

"Books permit us to voyage through time, to tap the wisdom of our ancestors," she reads out loud, drowning everything else out. "I think the health of our civilization, the depth of our awareness about the underpinnings of our culture and our concern for the future can all be tested by how well we support our libraries."

She smiles as she reads. A smug, almost orgasmic pleasure washes over her, making her feel light-headed.

*Ah, books... you'll never leave me.*

She reaches the end of the page and sighs. She turns the page.

"Where we have strong emotions, we're liable to fool ourselves," she reads out loud. Her smile vanishes instantly.

*I don't remember that line.*

She groans and closes the book. Her head drops until her face is resting on the cover. She closes her eyes.

*Luna.*

Stop it. Just... just stop it.

...

Time passes. She shifts uncomfortably on her bed, pushing the rumpled sheets to the side. She doesn't open her eyes.

*What time is it even?*

The drapes are closed, but she's pretty sure sunlight was creeping through the last time she bothered looking.

*When was the last time you ate?*

Also unknown. She doesn't feel hungry, so it can't have been too long. Right?

Someone knocks on her bedroom door. She groans.

"I said no disturbances, Spike."

She doesn't open her eyes. The sound of her door opening floats up from downstairs. Hooves clop their way up wooden steps.

*Hooves?*

Twilight sits up and opens her eyes. Applejack and Rarity are standing in her room. Behind them, Rainbow Dash and Fluttershy float up, skipping the stairs. They're all

looking at her with weak smiles. The feeling of all four looking at her is too much, and she fights the urge to hide under her sheets.

"Actually, Twi, Spike asked us to come on over," Applejack says.

"Not that we weren't planning on it anyway," Rarity adds. "We haven't seen you for days."

"Yeah, ever since Luna dumped –" Rainbow Dash says. The other three turn on her and glare, cutting her off.

"...What?" Dash shrugs, hovering above them. Rarity tsks and shakes her head, then trots over to Twilight.

"Oh, you poor dear. Just look at you." Rarity strokes Twilight's mane. She puts a hoof on Twilight's shoulder and pulls, trying to lead her off the bed. Twilight doesn't move.

"I appreciate it, girls. I really do. But it was embarrassing enough having you all over after it happened. I'll be fine. I just want some time alone," Twilight says.

"No way, no how, Twilight," Applejack says, joining Rarity next to the bed. Together they pull Twilight to her hooves, and this time she goes along with it. They lead her over to her mirror and Rarity, naturally, starts brushing her bed-matted mane back into place. Twilight sighs heavily. She starts to look at herself in the mirror and jerks her eyes away.

*Eww my eyes are all puffy still.*

In the corner of her mirror she sees Fluttershy gliding around, opening every window. Twilight squints in the beams of sunlight bouncing off the mirror. Warm, fresh air floods into the room. Twilight notices all over again the stale, musty smell that had filled her bedroom just as it is leaving, replaced by the smell of newborn flowers and cut grass. Her head clears a little. Her posture straightens unconsciously.

Applejack leaves her side, leaving Rarity to her work. Twilight watches, again in the mirror, as Rainbow Dash and Applejack make her bed. It's not the neatest job ever done, but it's better than the mess it was before. Fluttershy starts picking up the books littered everywhere, stacking them into small piles. A stronger tug on her mane drags her eyes back to Rarity, completely absorbed in her grooming. Rainbow Dash lands next to Twilight and taps her chest with a foreleg.

"Look on the bright side, Twilight. You're back on the market. You can do waaayyyy better than some crazy moon jerk," Dash says.

"Dash!" Applejack scolds her from across the room. "Enough o' that. We talked plenty about that witch. Let it be."

"I'm just sayin'." Dash raises her hooves.

"Yes, we know, Rainbow Dash." Rarity narrows her eyes. "You have been 'just saying' every day."

"No, she's right," Twilight says. "I can do better than Luna. Easily. I run into ponies every day who are sooooo much better than an immortal magical moon goddess." Twilight rolls her eyes.

"Hey." Applejack walks over and joins them at the mirror. "I know you think yer bein' clever and all, but you ARE right. She ain't nothin' for you."

"I agree." Rarity stops her brushing. "She had the love of Twilight Sparkle, Element of Magic, and she turned you away. Hardly perfect."

"Yeah, what a dumb ass," Rainbow Dash says. "How did you even fall in love with a piece of manure like that anyway?"

Again, everyone glares at her. Fluttershy lands next to her just to join in on it.

"...What?" Dash says again, shrugging once more. Twilight sighs. She can see them all in the mirror, gathered around her.

"I've been thinking a lot about that, actually. How I fell so hard for her," Twilight says.

All four of her friends wince a little.

"That's kinda why we came over," Applejack says.

"We've been so worried about you," Fluttershy says.

"You need to get your mind off of her," Rarity says.

"Yeah, we want our friend back," Dash says.

*This is quite the little gauntlet of friendship.*

Against her will, a smile tugs at the corner of her mouth.

"Thanks. But I want to figure this out," she says.

"Okay, but you can't just stay cooped up in here, reading," Rainbow Dash says.

"We know you like doing that," Rarity adds. "But it's not healthy to do it *all* the time."

Twilight's head sinks. The warmth of having her friends here, all around her, feels undeniably good. But it pains her at the same time, having them be so concerned, so upset.

*All on my account.*

You should be happy. They're here because they love you.

*I am happy. I am sad. Love is complex.*

She looks into her own eyes in the mirror and something clicks together in her mind, something she can't quite consciously get her hoof on. It's one of those magical eureka moments, and she opens her mouth to speak, not thinking.

"You know, before I moved here, when I lived in Canterlot? I didn't really have any friends," Twilight says. Her voice is stronger than before. Her friends stare at her in surprise.

"I still find that hard to believe," Rarity says.

"Well, it's true," Twilight says.

"What about Spike?" Fluttershy asks.

"Oh... yeah." Twilight pushes away a small, guilty tremor of remorse. "I wasn't exactly nice to him. Back then. I treated him more like a servant."

"You don't do that now?" Rainbow Dash says, then speaks again before everyone can give her a look. "Kidding! I was kidding."

Twilight gives a weak little smirk. "You're right, though. I've been trying to be better with him. I wasn't good to him, and he didn't deserve it. I wasn't good to anypony," Twilight says.

Her friends say nothing. They listen patiently. Twilight takes her time.



"I... I didn't get along with the other fillies. When I was little. Some of them were mean, I guess. They called me a nerd, or egghead, or things like that."

Applejack and Rainbow Dash give each other a guilty look. Twilight ignores it.

"They weren't all mean. But for some reason I started acting like they all were. I just stayed inside and studied. It was easier," Twilight says. "I knew I was smarter than them. But I thought I was better than them, too. I guess I was kind of... bitter."

Twilight pauses. She's not even sure where she's going with this. She feels open, protected only by her friends around her. Strangely free.

"It only got worse when I got older. I would see other ponies with their friends and feel bad for them. Like they were wasting their time. And then ponies my age were dating, and that was even worse. I couldn't understand that at all. Just a bunch of gross, animal emotions. I thought I was above all that. Too smart to act so... so... foalish."

"I spent all my time in my room or in the library, studying. Alone. I was so, so lonely. I didn't understand why it hurt, back then. But I get it now. I was lonely. And I didn't... I thought I didn't want to fix it. I resented them, I think. The way they looked at me. The way I thought they thought of me. How happy everyone else seemed."

Her friends still listen patiently. Twilight tries not to look at their faces. She talks to herself, in the mirror.

"I cooped myself up. I felt so trapped sometimes. Like I was going to be alone like that forever. I pretended I liked it that way, but it was driving me crazy."

Her next words form in her mind and she understands now. Everything seems clear.

"I guess I thought Luna would understand. I guess... I... maybe... I don't know..."

She chokes up, and the image of herself in the mirror blurs into shapes with colors. A pink and yellow blur moves suddenly, and then Fluttershy is crushing her in a hug. She tries to speak, her mouth is smiling somehow, but her voice just croaks. She feels other hooves embracing her. One by one, her friends join in, until they're all holding her. She coughs out a sobbing laugh.

"This is so cheesy," Twilight says. "I love you girls. You're all too good for me."

"No, we're not," Fluttershy whispers into her coat.

Twilight sniffs loudly. "Where's Pinkie Pie?" she asks.

"Right here!"

They all look up at the mirror to see Pinkie Pie waving to them from inside. All five turn to where she should be standing and see nothing.

"I said, right here, you silly fillies!" Pinkie Pie says. They all turn, breaking their hug, and gasp to see Pinkie Pie standing next to them.

"How did you..." Applejack says.

"...do that?" Twilight finishes.

"Sorry I'm late! Aww, I missed the group hug!" Pinkie ignores their question and tackles Twilight to the ground, squeezing her so hard it almost hurts.

"Where have you been?" Rarity asks.

"Getting the party ready, of course." Pinkie stands up, leaving Twilight lying on the floor.

"...party?" Twilight cocks an eyebrow.

"Yeah!" Pinkie Pie practically leaps into the air. "We were all talking about what a heartbroken sad pants you were, and I thought to myself, Pinkie Pie, how can we cheer up poor old Twilight Sparkle? And then it hit me!"

"...A party," Twilight deadpans.

"Oooh, you *are* smart!" Pinkie Pie puts a hoof to her chin. "But then everyone else said you wouldn't want a whole party just because you were sad. They said you would just get embarrassed and say it was stupid."

Twilight closes her mouth. She had, in fact, been about to say those exact things.

"But then I had the best, bestest, best idea ever! This is a SECRET party!"

"Excuse me?" Twilight says.

"Everypony else will think it's just a regular old Pinkie Pie party spectacular. But really – SECRETLY – it's a party to cheer up Twilight Sparkle. Don't worry, we won't tell anyone!" Pinkie Pie gets a deadly serious look and glares at everypony there. "Right?"

They all nod anxiously.

"And bonus! I even invited all the hottest single ponies in Ponyville!" Pinkie shakes her eyebrows at Twilight and then makes a huge, exaggerated wink.

"Bonus, indeed," Rarity titters.

"Umm... thanks?" Twilight says, wearily standing up.

"Anything for my girl, Twilight." Pinkie Pie lays a foreleg over Twilight's shoulders. "Let's go to Sugarcube Corner. The party's already hopping!"

Twilight hesitates, holding her hooves firm on the floor.

"Whaddya say, sugar? I think you could use the time outside," Applejack says.

"Well of course she's going," Rarity says.

"Do I have to go?" Fluttershy says.

"Yes!" Rainbow Dash, Rarity, and Applejack say in unison.

"Oh... okay," Fluttershy says.

"Come on, everypony!" Pinkie Pie bounces over to the stairs, barely able to sit still any longer.

Twilight tries to force her hooves to move.

*No... no, I'm a mess right now, what am I doing?*

Hard determination wells up in her chest, almost anger.

*What am I talking about? I've been moping up here for... for days now. I'm Twilight Sparkle, darn it!*

"Yes!" She steps forward, crying out in joy. "Yes! I am going to a party!"

"Yeah!" Pinkie Pie cheers.

"I am going to have fun!" Twilight says.

"You go, girl," Fluttershy whispers.

"I'm gonna have fun and be happy and Luna can just... she can just... she can just deal with it!" She says it with some difficulty, but the words fill her with some kind of ridiculous high.

"Aww yeah!" Rainbow Dash flaps into the air, pumping her hooves. "Twilight's back in the saddle!"

"Woooo! Let's go!" Pinkie Pie tumbles down the stairs.

They follow, sweeping Twilight away in a tide of good cheer. Her chest is bursting, her mouth aches she's smiling so hard, she could swear her horn is even tingling. They pour through the library, a laughing torrent of mirth.

"What happened?" Spike looks up from a comic book. He's been waiting in the main room, trying not to eavesdrop too hard.

"Hop on, Spike!" Twilight pauses in front of him. "We're going to a party!"

Spike drops his comic in surprise and immediately smiles. He jumps onto Twilight's back like he always does and they set off.

• • •

*I feel better.*

This is better.

She looks all around Sugarcube Corner. Pinkie Pie has really outdone herself this time. It's packed – the party has even spilled outside, too big for the building to contain. The usual cheery decorations are everywhere, but they look better than ever to Twilight. The music is thumping, but it vibrates in her chest more intensely than ever before. She smiles, a big, dumb, goofy smile. It feels only appropriate considering the silly party hat she's wearing.

She's been dancing and talking and laughing for hours now. The sun set a while ago, and the party only got stronger. A pleasant kind of tiredness is creeping into Twilight's limbs. She takes a sip of her drink. It's just punch. She made sure to ask Pinkie which bowl was spiked and steered clear of it.

She idly scans the crowd, looking at nopony in particular. At the moment her friends are lost somewhere in the party. She smiles again. She's sitting alone, but she isn't lonely. Far from it.

*REALLY far from it.*

She smiles harder, dropping her eyelids to half-mast. Ponies she didn't know had actually come up to her and hit on her!

*Three someponies!*

All stallions, but still. That's never really happened before.

*Not to me.*

She drinks more of the sweet punch, almost sweet enough to be cloying. Her friends had encouraged her and acted like perfect wingmares. Twilight played along a little, but made it clear she wasn't interested. In as nice a way as possible, she hoped. None of the three seemed too broken up.

*Probably wouldn't be a good idea to get involved right now.*

Well, why not?

*What's stopping me?*

That would really show Luna, after all. I don't need her.

*Applejack was right. I can do better. She isn't so great.*

She just thinks she's so great. I can find someone better. For me.

*Someone who won't lie to me.*

She cuts her thoughts short before she can get angry. Or sad. She's not sure which one would win that fight, and she feels too good right now to want to find out.

*But I do want someone, don't I? I am lonely. In a very specific kind of way.*

Something had occurred to her a few times during her self-imposed solitude. Perhaps she had clung so hard to Luna because it was the first chance at a relationship that had come along. Perhaps she'd never really loved Luna. Perhaps she just wanted somepony to love.

*That sounds so cheesy. I don't need anyone like that. What am I, lovesick?*

This isn't about that. This is like friendship. It's natural. I shouldn't fight it.

*Then who?*

Excellent question. She finishes her drink, starting to slip into full-on pondering analysis mode.

But just then, Rainbow Dash swoops right past her.

Twilight's eyes follow the blue pegasus as she traces a circle around the large room, skimming the ceiling. She has glow sticks taped to her hooves, and her mane is pulled back behind a pink sweatband. Dash's keen eyes spot a landing zone and she dives, landing right next to the snack table. The party-goers near the table that were waiting for a spot glare at her, and she ignores them all.

"Hmm," Twilight says unconsciously. She can't take her eyes off her friend. She's got the same kind of sleek, toned build as Luna, with none of the haughty indifference. She's unique, strong, and beautiful.

*And not bad in bed, either.*

Twilight's smile broadens.

*Am I doing this? I think I am.*

She gets up and starts making her way over.

*The wild Twilight Sparkle catches sight of her prey and stalks in for the kill.*

By the time she gets there Rainbow Dash has claimed an enormous plate of snacks and is shoving her way to find somewhere to sit.

"Hey!" Twilight calls out to her. She levitates some floor cushions over to a wall where things are slightly less crowded. Dash nods at her, holding the plate in her teeth, and sits down.

"Thanks." Dash puts her plate down and dives in greedily.

"Anytime." Twilight sits next to her. Dash turns to her with her mouth full.

"Can't believe you didn't go for one of those guys earlier. You had 'em melting in your hooves."

"Heh. I don't know," Twilight says. "Thanks for trying to back me up. I didn't really know how to react."

"You did fine. Kinda."

"Kind of?"

"You shut them down so quick. I woulda kept 'em on the back burner. Just in case, y'know?"

"Well I'm not as into stallions as you. I wasn't really interested," Twilight says.

"So you're really going full on filly-fooler, huh?" Rainbow Dash cocks an eyebrow at her.

"I guess so. I wouldn't rule out guys for good, but... yeah, I guess so," Twilight says.

"Ha!" Dash elbows her gently. "That's what happens when you fly with the Dash. Never look back."

Twilight rolls her eyes, but it's more for show than anything else. "Actually, I wanted to talk to you about that," she says.

"Oh yeah?" Dash stops mid-bite.

*Gosh I'm not nervous or anything... I mean, we had sex already. It was great. Why would I be?*

Twilight feels unusually strong, confident. Recognizing the feelings just makes them stronger.

"Would you want to go out again sometime?" Twilight says, more nonchalantly than she ever could have thought possible. Dash gets a wicked grin.

"You wanna spend another night at my place?" She scoots closer to Twilight. Twilight blushes a little and looks at her hooves, but only for a second.

"That would be fun." She flashes a new, improved seductive smile, now with sexy eyes. "But I liked the date part, too. I think we could really have something, now that I'm not being all stupid over Luna. I like you."

Rainbow Dash looks surprised, even a little bashful. "Really?" she says.

"Yes." Twilight touches Dash's hoof. "Really."

"Wow..." Dash chuckles nervously, sliding her leg away from Twilight's touch. "That's... I like you too..."

Twilight's heart swells up, puffing her chest out.

"But..." Rainbow Dash says.

"But?" Twilight's chest deflates.

"I don't know, Twilight. I like to keep it casual. And we're really good friends and all... why don't we just keep it that way?"

Twilight's ears fold down, and she feels the smallest bitter pinprick of disappointment.

"Don't get me wrong! I really like you," Dash says, this time laying her hoof over Twilight's. "But I'm not looking for that. Not now. If you wanna just roll in the hay, that's one thing. But you sound like you want a girlfriend."

"I think I do," Twilight says.

"Yeah, I don't think I'd be good at that. Besides, I've got too many ponies waiting in line. Can't cage this pegasus pony!" She stomps her hooves and flares her wings.

"Oh." Twilight forces her smile to stay on. "You really have ponies waiting? Not just Pinkie Pie?"

"Heh, Pinkie... yeah..." Dash suddenly gets a far-away look. "She's... she's really something."

"Is she?"

"Yeah. Not gonna lie, it's still kinda weird. But I'm diggin' it."



"Oh. That's good." Twilight means it. She feels like she should be jealous, but she just feels happy. "I'm glad you two found each other."

"Don't make it sound so serious." Dash slaps her shoulder.

"It isn't?"

"Naw... I dunno. We'll see. I still gotta get my hooves on Big Mac. One of these days, I swear. AJ can't keep him off-limits forever." Dash pounds a determined hoof on her cushion. Twilight does a double take.

"What's all this now?" she asks.

"Oh, you didn't know about Mac?"

Twilight shakes her head.

"Jeez, Twilight, everypony knows about Mac."

"What?!"

"Ask AJ about it. Heh, yeah... do that." Dash looks deeply amused for a moment, then stands up. "Sorry I won't be your girlfriend. I'll still help you find somepony, if you want."

"Thanks. I'll think about it," Twilight says.

"Cool. I'mma go check on Fluttershy. Rock on." Dash takes off from a standstill, disappearing over the heads of other partying ponies. Twilight just stays on her cushion.

*Well, that could've gone better.*

It's fine. Rainbow Dash is right.

*At least she'll still sleep with me. That could be fun.*

But that's not really what I want.

*Maybe it's just what I need.*

Twilight sighs. Just as she thought she was starting to figure things out, she feels confused all over again. She tries to put it out of her mind. The party keeps on raging right in front of her.

*Is that Mac?*

Pinkie did say she was inviting all the hottest ponies. Mac is across the room from her, being chatted up by a very attractive young mare. He isn't talking much, but it looks like they're hitting it off.

*Speaking of not ruling out guys...*

Twilight snickers to herself. She can't see herself with Mac, for some reason. The same urge she felt for Rainbow Dash is nowhere to be found. But she definitely wouldn't mind trying him out just a little.

*How is he single? He's older than us, too. What's going on there?*

As if in answer to her thoughts, Applejack cuts in on her brother's conversation. Twilight can't hear them, but the younger mare leaves pretty quickly, casting a come hither look at Mac. Mac looks like he wants to excuse himself, but his sister keeps talking to him.

*Is she angry at him? It definitely looks like she's chewing him out.*

Quietly, anyway. Mac looks like he's only half-listening. Rarity practically sashays past the two, and Mac's eyes obviously follow her flanks. Applejack turns to see what he's looking at and now she really does look angry. She goes back to scolding him. He rolls his eyes.

Twilight wants to keep investigating this little mini-drama, but she can't help her eyes following Rarity as well. The white unicorn helps herself to another cup of punch and looks around the party, signaling her availability to any brave enough to try.

*Hey... Rarity!*

Of course! Rarity! She's so classy and dignified. She understands love! And she won't have to pretend she doesn't like mares anymore!

*There's nothing standing between us!*

Twilight thinks back to her first time, how new and wonderful everything seemed. How excited she was. It was lovely. It all just happened on its own.

*If that's not love, that has to at least be a good shot at it.*

She takes a longing look at her friend. That gorgeous, gorgeous mane. Her equally gorgeous tail. Her perfect body.

*Rainbow who?*

Twilight smiles, on the prowl again. She stalks right up to Rarity. That unbelievable confidence wells up inside her again.

"Oh, good evening, Twilight. You look like you've had a wonderful time." Rarity smiles warmly, pretending she hadn't noticed Twilight's approach.

"I have," she says, trying to act casual.

*It's about to get a lot more wonderful.*

"I'm glad. It's so good to see you feeling better," Rarity says.

"Do you want to sit with me for a second? I have to talk to you," Twilight says, nodding towards the cushions she set down.

"Oh? Oh, of course, Twilight. Is something the matter?"

"No... well, yes. Kind of," Twilight says as they sit down together. Rarity gives her a well-practiced look of sympathy.

"I know it hurts, dear, but it will be fine. Just give it time," Rarity says.

"Oh, I wasn't talking about me. I know that. I wanted to talk about you," she says.

"Pardon?"

"How are you doing? We haven't really talked since that night. With your... you know... your breakthrough."

"Oh. That. How nice of you to ask." Rarity quickly glances around them, confirming that nopony is listening in.

*Discreet, as always.*

"Are you alright? It's not still bothering you, is it?" Twilight asks.

"Ha! Quite to the contrary, darling." Rarity sips her drink, looking unperturbed.

"Really?"

"Oh, yes. I've decided it could really add depth to my image. As long as I play it carefully, of course. Evasive. Risqué. Just enough to fuel a few naughty rumors, but not enough to confirm any of them," Rarity says with a lascivious glint in her eye.

Twilight raises an eyebrow. "You want ponies spreading rumors about you?"

"All publicity is good publicity, Twilight. Besides, in the world of fashion those kinds of rumors are practically an asset. They'll know I'm truly sophisticated. Open-minded. Progressive. A real mare of the world."

"Huh." Twilight tries to recover from how taken aback she is. "I never thought you would embrace it this much."

"Well, I've yet to really embrace it." Rarity swirls her drink in her glass, looking a little nonplussed. "I do hope to find my true love at some point. I'm still waiting." She sighs.

"Even if your true love is a mare?" Twilight asks carefully.

"Mmm. I'm open to the idea, I suppose. I'll have to do a bit more dating before I can say for sure."

Twilight scoots closer to her, their coats almost touching. "That's kind of what I really wanted to talk to you about."

"Oh?" Rarity turns to her with a look that says she knows exactly where Twilight is going.

"We should go out sometime. Without two dumb stallions getting in the way," Twilight says.

"Oh." Rarity puts her glass down. "You want to date me?"

"Yes. Yes, I do," Twilight says, just a little exasperated. "I think we really have something special."

"As friends."

"Yes, but... you don't feel anything more than that?"

"Twilight..." Rarity smiles, but it's not the kind of smile Twilight was hoping for.

"I know you do," Twilight says.

"Of course I do, Twilight. You are ever so special to me. As a friend," Rarity says.

Twilight's face sinks. "You don't even want to give us a chance?" she asks.

"Dear, I'm not exactly saying that. But you're very vulnerable right now. I don't think this would be a good idea at the moment."

"What's wrong with now?"

"What's wrong? Well I would like to be sure you're really interested in me, not just filling a Luna-shaped hole in your heart. As much as I want you to feel better, I can't do that for you. It wouldn't end well."

Twilight scowls at her. "How could you say that? You don't think I like you for being you?"

Rarity puts a calming hoof on her shoulder. "I trust you, Twilight. I'm not exactly saying no. I just want you to take some time. And I mean it, I'm not brushing you off. I know Luna made you do some silly things. I hope you don't think it's too much to do this much for me."

Twilight looks down at her hooves, defeated.

*She's right.*

Of course she's right. This is where crazy confidence gets you, apparently.

"I'm sorry, Twilight. I want to be here for you. I think this is for the best." Rarity holds her arm around Twilight a little tighter.

"I understand." Twilight puts on as not a disappointed face as she can manage. "I would probably say the same thing."

"Time, darling. Time heals all wounds. You're going to be just fine. You'll see." Rarity nuzzles against her, touching their horns together for a moment. Strangely, Twilight feels nothing sexual in it. She feels warm, though. Loved. Rarity is good at that.

"Thanks. For being honest with me," Twilight says.

"I couldn't think to act otherwise. Now!" Rarity stands up, looking excited. "Would you like to walk past Macintosh with me? He'll stare at us, and it'll give Applejack an absolute fit. Just delightful." Rarity grins wickedly.

"What are you talking about?!" Twilight says, picking up her bewilderment where it left off with Dash.

"Oh, you don't know? Ah, of course you don't. I just assumed. So sorry."

"Are you going to tell me what's going on?"

"Oh, no no no, you should ask Applejack. That would be priceless."

Twilight groans in frustration.

"Coming?" Rarity says.

"No, you go ahead."

"Very well then. Ta!"

Rarity trots off gaily. Twilight starts to watch her but thinks better of it. She picks herself up off the cushion, feeling far more tired than when she sat down.

*What now?*

Who cares?

*Just... whatever.*

She makes her way over to the punch bowls.

*Which one was the spiked one again? Oh, to hay with it.*

She scoops herself another drink and trudges over to a table. She slumps down next to it, ignoring the two mares already sitting there. They both look at her in surprise. Twilight just glares down at her drink. They leave.

*Good. Alone again. Nice and familiar.*

Stop that. Quit being so pathetic.

*Right. I'll just do that. No problem.*

She gulps down some of her drink and gags loudly, almost spitting it out.

*For pony's sake, what did she spike this with? Licorice?*

"Bleugh!" She slides the cup away from her on the table. Drinking is the absolute last thing she wants to do right now, anyway. She sits there and glares at the cup as if it's offended her in some way, trying to put her feelings in order.

*What now? The question still stands.*

Rarity's right. I should just stay away from all this love stuff for a little while.

*What, just give up?*

No, take a break. A tactical withdrawal. Wait for another opportunity.

*What if one never comes?*

Then it doesn't. It's not like I really have another choice right now. Applejack is a no-go.

*That just leaves... Fluttershy? Pinkie Pie?*

She lets out a bitter chuckle.

*Why am I so fixated on my own friends?*

It makes sense. I know them. I trust them. Of course I'm drawn to them.

*It's still a bad idea. I should have learned that lesson by now.*

But that means I have to find somepony else. Where am I going to find somepony else?

*Gee, if only there was some kind of fun gathering where single ponies could be found.*

Twilight sighs. Her drive, all her reserves of confidence, all of it seems to be depleted. She feels exhausted.

*I should just find Spike and go home.*

"Twilight Sparkle! Hi."

Twilight's eyes snap up.

"Cheerilee?"

"Do you mind if I join you?" she asks.

*Just go home, Twilight. This isn't your night.*

"No, please do," Twilight says instead.

The pink mare sits down next to her. "I'm sorry to say this, but you look almost as put out as last time I saw you," Cheerilee says.

Twilight's head jogs through her memories quickly, trying to sort through all the bigger recent events. Then it hits her.

"Oh! I... I'm sorry, I kind of ditched you. That night. I didn't mean to."

"I figured. You looked like you had some other things going on. I understand." Cheerilee looks like she really does. Not a hint of sadness in her expression.

Twilight smiles back, but she has trouble finding more words. She feels absolutely worthless.

*Why is she even sitting with me?*

"So..." Cheerilee says.

"Sorry. You're right, I'm kind of a mess tonight, too," Twilight mumbles.

Cheerilee laughs a little, trying to break the tension. "I guess I'll ask again. Do you want to talk about it? Or maybe I can help you take your mind off it."

"I don't want to be a bother."

"Twilight, I'm a schoolteacher. Picking up messes is a big part of my job."

Twilight smiles weakly at her, but she can't bring herself to talk. Cheerilee suddenly looks very secretive, glancing over her shoulders quickly.

"Does it have something to do with your mission to try out mares?" she says quietly, leaning in closer to Twilight.



"How do you know about that?"

"My friends and I heard you talking in the spa. I mean... we didn't mean to. But you were a bit loud."

"Oh." Twilight's ears burn. "Right."

Cheerilee takes a long pull at her drink and looks away, like she's choosing her words. Hesitant.

"Have you... have you found anyone?" she asks after a short pause.

"Definitely not," Twilight says immediately, glaring down at her drink again.

"I see." Cheerilee rests her hooves on the table, examining them closely. "I suppose I'm sorry."

"You suppose?"

*What the hay is that supposed to mean?*

"Well, you... you really helped me realize some things. When I heard you talking that day. I've been meaning to ask you about it for a while, but I haven't gotten the chance."

"Oh?" Twilight barely looks up from the table.

"Some things I've been struggling with lately. Some things I didn't understand. About myself. And then you and your friends talked about that number scale and it just... it just made sense. It all made sense. Thanks to you," Cheerilee says.

Twilight Sparkle snorts sarcastically. "Don't worry about it, Cheerilee. You're making me blush over here," she says.

"You aren't used to this kind of thing by now? You're practically a town hero, you know."

This time Twilight really does blush.

*Well, what can I say? Twilight Sparkle. Helping ponies everywhere.*

"It's no big deal. I'm not better than anypony else," she says.

"You are, Twilight. To me. You really helped me." Cheerilee is staring at her intensely, and Twilight gets a little uncomfortable.

*Her eyes are nice and all, but... what is going on? I don't remember the Ursa Minor going after the schoolhouse or anything.*

"No... no problem," Twilight says, a little uneasily.

Cheerilee bites her lip, looking a little scared. "I... discovered, recently... that I like mares," she says, almost whispering it. "Because of you."

"...Thanks?" Twilight says, getting even more uncomfortable. Cheerilee gives her the kind of deadpan look that Twilight didn't think the schoolteacher was capable of.

"I like mares. Because of *you*." Cheerilee stares into her on that last word. Twilight's mind draws a total blank for a second, and then the slightest inkling of a suspicion leaks in.

*Waaaaaaaaaaaaiiiiiiit a minute...*

Twilight blinks once. Then twice.

"I thought you would be a little quicker on the uptake," Cheerilee says, looking a bit annoyed.

"You like me?" Twilight says, loudly.

Cheerilee winces, looking around her. "Yes. I... Twilight." Cheerilee takes a deep breath, visibly relaxing. "I've had a thing for you for a while now."

Twilight just keeps blinking.

*Wha... me? Why?*

"Oh, it feels so good to finally just say it!" Cheerilee says, louder now, apparently forgetting her shame from before. "I have a thing for Twilight Sparkle. Ha!" She stares off into the party, beaming.

"Cheerilee, I... why didn't you say anything?" Twilight says, her senses slowly catching up to events.

"I don't know." She looks down at the table. "I didn't know what to do. I've never felt this way about a mare before. I didn't know if you were like that either, until recently. I... I didn't know what to say."

Their eyes meet for a long moment. Twilight sees her as if for the first time. Green. Bright green, shining eyes. They almost clash with her coat. Almost.

"Do you want to..." Twilight starts to say.

*Wait.*

"Yes?" Cheerilee leans closer, hanging on her words.

*Wait! Don't do this to her! You're a disaster area! Run away, Cheerilee!*

"I don't know," Twilight stops herself short.

"Oh." Cheerilee visibly shrinks.

*You fool! What are you doing! Take her!*

"No, no, not like that!" Twilight touches her hoof on the table. "I just had kind of a rough patch lately. I was about to give up on dating for a little while."

"Oh, I've been there." Cheerilee shakes her head. "Sometimes I get scared I really will end up being a single old school marm. But you can't give up, Twilight."

"Even if you really hurt someone? Or they hurt you?" Twilight asks.

Cheerilee lays her hoof over Twilight's. "I've been there, too. Too many times. But..." Cheerilee closes her eyes. Now Twilight is hanging on her words. Something is going on here, some weird form of magic she can't comprehend. She feels hypnotized. Cheerilee opens her eyes again.

"For small creatures such as we, the vastness is bearable only through love," she says.

Twilight's jaw almost drops to the floor.

*I KNOW I've heard that before somewhere...*

It hits her almost physically when she realizes.

"You read Colt Sagan?" Twilight gasps out.

"Oh!" Cheerilee jolts in surprise, then smiles. "*You* read Colt Sagan? I just adore his work."

*I've never met another pony who even HEARD of Colt Sagan.*

Something deep and feral completely usurps Twilight's mind. Her heart rate picks up. Butterflies explode in her stomach. She can almost feel her mouth watering.

She wants this mare. *Now.*

"Do you wanna dance?" Twilight says, putting on her most seductive smile yet. It has a visible effect on Cheerilee.

"Oh... now?" She blushes somehow through that dark pink coat. Nothing has ever looked cuter to Twilight.

"Sure. Let's go." Twilight pulls at her hoof.

"You aren't worried about ponies seeing us?" Cheerilee says. "I mean... that's kind of silly to worry, isn't it?"

"I think so," Twilight says, full of certainty. "Besides, Lyra and Bon-Bon have been grinding on each other over there for like, an hour, and nopony's bothering them. Aren't they your friends?"

Cheerilee nods. "Bon-Bon is. Oh, I bet she's so embarrassed right now. She hates showing off in public like that."

"How do you feel about showing off in public?" Twilight raises an eyebrow at her.

"I could get used to it." Cheerilee looks at her with her eyes half-closed, just smoking. Twilight almost tackles her to the floor right then and there, but she holds back. She pulls Cheerilee up onto her hooves.

"Come on," Twilight says. They walk together towards a small crowd of ponies, dancing in a space where customer's tables usually sit. They meld into the crowd effortlessly, walking side by side.

Twilight pauses at first, remembering that she has no idea what she's doing. Cheerilee has no such qualms. She segues from walking to dancing effortlessly, wading into the rhythm. She's not particularly graceful – she dances with an easy, sloppy, fun bounce. It reminds Twilight of the way Pinkie dances. Not a care in the world.

*This is the part where I get all awkward. This is the part where I...*

Cheerilee is dancing right next to her, eyes closed, thick bangs bouncing around her face. She looks happy.

She looks perfect.

Twilight is dancing with her and she's not even sure when she started. Something strange is happening here. It didn't take her whole minutes to get comfortable. She didn't worry about the ponies around her watching. It didn't take a conscious effort to get her hooves moving.

It's like nothing Twilight's ever done. It's as natural as walking. As breathing. They move together with the beat, and when Cheerilee opens her eyes and looks at her it's almost too much. She moves up to Cheerilee's side and leans into her dance partner. Their bodies slide together. The soft curls of her mane press against Twilight's face. Her coat warms against Twilight's. Her rump pushes against Twilight's flanks, soft and firm. She's about the same size as Twilight, but thick.

*Thick? That sounds so mean. Like I'm calling her fat. What other word is there?*

Curvy? That's it. She's thick and curvy. Voluptuous.

*That's probably how Pinkie's going to look in a few years.*

She pushes her thoughts away. She leans her head against Cheerilee's, the sides of their heads touching, and they just sway together. Twilight closes her eyes.

*She's so soft...*

She opens her eyes occasionally. She's vaguely aware of seeing her friends here and there. Rainbow Dash nodding at her triumphantly from the ceiling. Rarity smiling at her from across the room, looking satisfied. Applejack giving her a cheeky smile and winking. Pinkie must be dancing somewhere, she can hear her whooping in the background. And Fluttershy must be... wait, where is Fluttershy?

*Oh, whatever... she's her own mare. I'm busy.*

She feels Cheerilee's tail curl around her own as they dance. She nickers quietly and flicks her ears. Cheerilee responds in kind. It's the best thing in the world.

• • •

"Well! That was... that was really fun, Twilight."

They're standing just outside Sugarcube Corner. The party is winding down. Spike is resting on Twilight's back, snoring loudly.

Twilight looks at her for a long time. She's completely exhausted. They're both practically worked up into a lather.

"Yeah... you know what? It was," Twilight says, smiling at her.

"I haven't done anything like that in a long time," Cheerilee says. Her eyes look at Twilight longingly.

*Ugh, I'm soooooo tired... doesn't matter. Doesn't matter at all.*

Her wild desire for Cheerilee has only grown stronger as the night wore on. That confidence is back, from wherever it goes to hide.

"So..." she says. "You wanna walk home with me?"

"Walk home?" Cheerilee gives her a pretty damn sexy look. "Is that all?"

*Wow, she's good!*

"Heh heh... uh... well..." Twilight stammers, her tail flicking around.

"I would love to," Cheerilee says, her smile turning innocent all of a sudden. "Some other time."

"Huh?" Twilight's tail drops.

"I have to work tomorrow. I really shouldn't."

"Oh."

She leans forward and kisses Twilight on the cheek, so quickly and lightly that it's almost painful.

"But I want to see you again. How's next Friday?"

"Good! Next Friday is good!" Twilight blurts out, feeling dumb.

"It's a date." Cheerilee turns to walk away, looking at Twilight over her shoulder. Twilight tries with all her might not to, but her eyes are glued to Cheerilee's flanks.

"Goodnight, Twilight," she says.

"Goodnight," Twilight manages to say. Cheerilee watches her as she walks away, flicking her tail. Twilight's eyes follow it unconsciously, powerless to resist. The fuschia mare gives her one last satisfied smile and turns away, trotting down the street.

"Wow." Twilight stands there for a few moments, just soaking in the night. She's already said goodnight to her friends. She mindlessly turns and starts to walk home.

*THAT is how you cure heartbreak. Shoot, that is how you cure ANYTHING. I bet I could cure cancer if I could just figure out a way to bottle that flank...*

She shakes her head, giggling at her own naughty thoughts. She feels giddy. The night is beautiful again.

*I'm going to do this right. We're going on a date and I'm doing this right and treating her right and nopony's getting hurt.*

Her heart beats faster just thinking about it.

*Is this love? Have I finally found it?*

Is it?

*I don't know. I don't care. It's amazing.*

She feels movement on her back. Spike stirs and shakes, then yelps and falls into the dirt.

"Spike?" She stops walking.

"ACK!" Spike coughs a few times, blinking awake, then burps a gout of green flame. A scroll appears out of the fire. Twilight snatches it out of the air with her magic.

"Aw, jeez." Spike coughs some more, wiping his tired eyes. "A letter? At night? This better be good."

Twilight ignores his grumbling and opens the scroll. It's strange – just a plain parchment, lacking the usual royal seal and formal letterhead. She reads by the light of her horn.

*My Most Faithful Student,*

*I've been hesitant to contact you since I learned what happened. I don't want you to feel like I'm smothering you. Quite the opposite – you are an adult, and I know you can handle yourself. But I worry for you.*

*I wish to speak with you in person. Let me know what time would be convenient for me to stop by. Unfortunately I have commitments over the next few days, but sometime next week should be fine.*

*Please don't hold hatred in your heart towards my sister. I know it can be easy to do so at a time like this. And I know she can be inscrutable. I trust you'll understand.*

*HRH,*

*Princess Celestia*

"Wow," Twilight says again.

"What is it?" Spike says, dusting himself off.

"It's from Celestia. But I've never seen something from her so... informal."

"Is everything okay?"

*I guess so? Why is she sending this so late? Deal with it in the morning, I guess.*

"I think so." Twilight rolls up the scroll, handing it to Spike. She crouches down so he can jump on her back more easily. He snuggles into her coat, trying to go back to sleep as quickly as possible.

"Did you have fun tonight, Spike?" she asks.

"...Yeah. Did you?" he mumbles.

"You could say that." Twilight giggles.



Spike doesn't respond. Twilight checks over her shoulder that he isn't going to fall off again. He looks fine. She trots down the street, headed home.

It's the end of the market day – the square is emptying out, and ponies all along its edges are packing up their stalls. Restaurants are taking one last relaxed breath before the evening rush. Other ponies are going home to unwind before getting dinner or going out for the night.

Not Twilight Sparkle. She gets a look of smug determination.

Twilight Sparkle is on a mission.

"Oh! Applejack! Hi," she says.

Applejack turns to her with her eyes, her mouth still locked around part of her cart. She mumbles out some kind of greeting while pulling a wooden shelf and locking it into place.

"Looks like you did well today," Twilight says. The cart is almost empty. Only a few lonely specimens of vegetable remain.

"Boy howdy, did we ever! Folks can't get enough o' the Apple family's crop," Applejack says.

"I know I can't." Twilight giggles a little.

Applejack gives her a funny look for just a second. "...Yeah. Anyways... you got yer big date tonight?" she says.

"Yes! On my way right now!" Twilight poses confidently, shaking the saddlebags on her back.

"Well good luck to ya! You deserve a break already."

"Thanks, AJ. I should get going though, so you have a..." Twilight turns to walk away, when something jumps up out of the back of her mind. "Actually, can I ask you something real quick?" she says.

"Sure thing, sugarcube. What's eatin' you?" Applejack says as she throws a tarp over her folded-up cart.

"It's about your brother."

Applejack freezes mid-job and then throws the longest, most exasperated sigh Twilight has ever seen. She turns around, looking very tired all of a sudden.

"Please tell me you ain't about to ask 'bout sleepin' with him."

"What?!" Twilight does a double take. "I wasn't planning on it."

"Oh!" Applejack's demeanor changes entirely, back to proud farmer. "Really?"

"No, I swear."

"That's a nice change."

"Hey!" Twilight gets very annoyed very fast.

*I thought we were done with all that.*

"No, no, I meant... not you. It's just other mares are always... y'know what, never you mind." Applejack finishes packing up her cart, tightening a few ropes with her mouth.

"I was just a little curious about him. Rainbow Dash and Rarity said some things... I won't pry if it's private," Twilight says.

"Ugh, those two." Applejack snorts. "Don't pay them no heed. And it *is* a bit private, if you don't mind."

"Is he dating anyone?" Twilight pries, despite what she said a moment ago.

"Not lately. I seen to that."

"What? Why?"

Applejack just grunts. Twilight, more confused than ever, decides to push on.

"Dash said that you..." She hesitates, feeling rude. But her curiosity overrides it. "She said you wouldn't let her ask him out."

"For her own good!" Applejack stomps a hoof into the dirt, hard. "You know I love 'im, but that big lug ain't allowed nowhere near my friends until –"

Applejack halts mid-word, looking shocked at herself.

"Sorry, Twi, I don't really much wanna talk about this right now. You got your date and all with..." She narrows her eyes for just a second before catching herself. "With that lovely schoolteacher. You just have a good time tonight."

*What's all this now?*

Darn it, every question just leads to new questions!

*Why am I the last to know everything?*

"Y'know, Twilight, yer still new in town. Compared to the rest of us, I mean. Lot o' stuff went on that you missed," Applejack says, again somehow answering Twilight's thoughts.

*Mind-reading must be another Apple family tradition.*

"Is there anything I should know about Cheerilee?" Twilight asks, sitting down. She steels herself up for the worst, whatever it could be.

"What?! No, oh gosh no, nothin' like that." Applejack chuckles a little. "Cheerilee is... why, she really is lovely, far as I know. If I was you, I'd be on my best behavior. Girl like that's a keeper."

"Oh." Twilight suddenly feels a little pressure – not the good kind. The stress kind.

*Best behavior?*

"Well I'm glad Applejack approves, at least." Twilight meant it as a joke, but it sounds catty the moment it hits the air. Applejack's eyes confirm her fears.

"Look..." Applejack sighs again. "I suppose Ah should explain about Mac. Some other time." She hitches herself to her cart, sliding into a worn collar with practiced ease. "It ain't what you think. It's just... well, there's some history there, I guess. Don't you fret over it tonight."

"I'll try," Twilight says.

"I mean it." Applejack puts a hoof on her shoulder for a moment. "Now you go sweep that mare off her hooves like I know you will!"

Applejack sets off with her cart. Twilight smiles weakly as they say quick goodbyes.

*Best... behavior?*

She hadn't felt a single bit of nervousness all day. Until this very moment.

*No, no, for once in your life don't over-think something! Cheerilee likes you, you like her, this is going to go well!*

She nods at nothing in particular, looking determined again. She sets off towards the schoolhouse.

• • •

*Huge, ornate doors open before her, pulled by the Royal Guard. Twilight suppresses the shaking of her hooves and tries to hold still. Look proper. The Princess is there, at the top of a staircase, looking down at her with all the love and warmth she's famous for.*

*"Twilight Sparkle. My most faithful student."*

*Twilight bows quickly, then almost runs to her mentor. She nuzzles against Celestia's leg as she always does. The monarch's usual audience always found this kind of familiarity distasteful. Twilight learned a long time ago not to care.*

*"I'm so glad you could make it. Are you sure it wasn't any trouble for you to come here? I had intended to come visit you, after all," Celestia says.*

*"No, I wanted to come. It's been a long time since I visited," Twilight says, fondly remembering the letter where Celestia had agreed with her suggestion.*

*"How are your parents?"*

*"Good. Like always."*

*"I'm glad." Celestia turns and walks down one of the palace's many marble halls, beckoning Twilight to follow. "I know they've missed you. As I have missed you."*

*Twilight falls in along the Princess, beaming at her. She's had dreams like this, talking with her, being at the center of her attention. Her recent sadness is a distant echo. A shade, banished by this beautiful light.*

• • •

There's nopony waiting outside the schoolhouse when she gets there. Twilight pauses and scrunches her nose up. Cheerilee said she'd be waiting outside. She walks closer.

Surprisingly, Twilight hears voices from inside the schoolhouse. She catches glimpses of some kind of activity through the windows. Her curiosity doubled, she walks in without hesitation.

"Hey there Miss Twilight!" Apple Bloom looks up from a paper on her desk and waves. Twilight smiles and nods back at her.

A handful of students are scattered around the room, absorbed in their various projects. Cheerilee is at her desk at the head of the class, her head almost buried in papers. Her ears twitch at Apple Bloom's greeting. She looks up and sees Twilight, briefly panics and glances at the clock, then composes herself.

"Hi!" she says, not getting up.

"Hi." Twilight looks around her. "I thought the school day ended hours ago?"

"It did." Cheerilee suddenly looks very worried. "I'm really sorry. I swear I'll just be a few more minutes. Do you mind waiting?"

"No problem." Twilight smiles, trying to put the teacher at ease. She really doesn't mind. She idly walks around the edges of the classroom, taking it in. It smells of chalk and new books. Maps, charts, and posters line the walls. It gives her a kind of heady thrill just being here, reminding her of her childhood in Canterlot. Of the Princess.

A telescope is propped up on a shelf next to her, pointed out the window. It's a smaller, cheaper model than Twilight's own back at the library, but she fiddles with it anyway. It occupies her attention completely for a little while – just messing with the various knobs, getting a feel for how it's different from hers.

"...Twilight Sparkle."

Her ears swivel towards Cheerilee.

"Huh?"

"I said that's really something she should ask Twilight Sparkle." Cheerilee nods towards a unicorn filly standing near her desk. "If you don't mind, that is."

"Of course not!" Twilight smugly walks up to the teacher's desk, squeezing past Diamond Tiara. Diamond Tiara is grudgingly writing "I will not call other fillies lower-class ingrates" on the black board for the hundredth time, and she makes a special effort to get in Twilight's way.

Twilight hardly notices. She's giddy, thrilled at the chance to educate a young mind.

*Why am I not a teacher? I bet this is great!*

"So... what can I help you with?" She looks down at the young unicorn.

"How old were you when you did magic for the first time?" the filly asks.

Twilight is horrified to feel a slight tinge of disappointment. She'd been hoping to get the chance to lecture about something more complicated.

"I was a little younger than you, I suppose," she says, not betraying a trace of her thoughts. "It was right before I got my cutie mark."

"Aww..." The filly sinks as if struck. "But I've had my cutie mark for a whole year!"

She turns and practically shoves her flank into Twilight's face, startling the purple unicorn. A small pink flower adorns the young one's side.

"Usually a unicorn's magic has something to do with their special talent. Have you tried focusing your horn on flowers?" Twilight says.

"...not really," the filly says.

"What about just basic levitation?"

The filly sulks, staring at the floor.

"Have you read any beginner's guides? It's not like getting your mark, you know. It takes study. Practice."

The filly sulks even harder.

"Don't worry," Apple Bloom says from her desk. "Ah'm sure you'll figure it out soon enough."

The young unicorn glares at Apple Bloom.

"Hmph." She gathers up her saddlebag and trots out the door for home, nose up in the air. Apple Bloom glares back at her as she leaves, then goes back to her work like nothing happened.

*Well what was all that about?*

Twilight turns her attention to Cheerilee, still busily going through papers. She looks like she's grading them, obviously in a bit of a rush. Twilight looks out over the students' desks in front of her, again imagining herself as a teacher, a beacon of knowledge. It makes her smile, even as students are slowly filtering out.

"Miss Cheerileeeeeeeee!" Snails brays out, walking up to the teacher's desk.

"Miss Cheerilee! Miss Cheerilee!" Snips waddles along after him.

Cheerilee freezes, her face hidden from the two behind a stack of papers. She makes an annoyed glare for just a moment, a perfect "*what is it THIS time*" face. Then she forces it away and shows them her usual matronly smile.

"Yes?" she says.

"Uhh... well..." Snails says.

"Is it okay if we turn in our project tomorrow?" Snips says.

Cheerilee sighs a little, looking like she's containing a vicious eye-roll. "I suppose Monday would be fine. But you'll lose points for being late," she says.

"What? Miss Cheerilee..." Snails whines.

"But we tried extra hard! Can't we just turn it in late this one time?" Snips offers.

"Now, boys, we've been over this many, many times. I'm sorry, but that's the rule," Cheerilee says, stern but not mean. Twilight nods in appreciation, eagerly spectating.

"Yes, Miss Cheerilee," the two colts say in unison. They leave to pack up and go home, hanging their heads.

"No exceptions, huh?" Twilight says to Cheerilee, not trying at all to contain her admiration.



"They've had *plenty* of time." This time the teacher does roll her eyes.

Diamond Tiara spits out a piece of chalk. "There. Can I go now?" she says.

Cheerilee scans the board quickly. "Did you clean the erasers? Last time they were barely done."

"Yes." The pink filly narrows her eyes. Cheerilee pokes an eraser, sending a cloud of chalk dust poofing out. She raises an eyebrow at Diamond Tiara.

"Ugh. I cleaned them. And I'm going to be late for my polo lesson. And if I'm late again you'll be hearing from my father," she says, stomping her little hoof.

"Right, of course, your father." Cheerilee rests her forehead on a hoof, looking very tired. "I suppose that's enough for today. You can go."

Diamond Tiara trots out the door, holding her snout up high. Twilight is surprised to notice that the only student left is Apple Bloom. Applejack's sister looks cautiously around the room, making sure she really is the last one to leave. She puts on her bags and carries her paper up to Cheerilee's desk.

"I made this for you, Miss Cheerilee," she says. It's a crude drawing of a fuchsia-colored blob with stubby legs. The words, "MIS CHEERILEE" are written across the top in crayon.

"It's lovely, Apple Bloom. Thank you," Cheerilee says, rolling the paper up and sticking it in a saddlebag.

"You aren't going to hang it up or anything?" Twilight asks. Apple Bloom looks at her in complete terror.

"No, I'll put it up at home," Cheerilee says. Apple Bloom relaxes.

"An' I brought you this, too." Apple Bloom pulls a plump red apple from her bag and puts it on Cheerilee's desk. "An' this one's from mah sis. An' this one's from Granny."

"Thank you very much, Apple Bloom. Tell them I appreciated it," Cheerilee says.

"What, nothing from Big Macintosh?" Twilight says.

"Hey, yeah!" Apple Bloom suddenly looks very thoughtful. "How come he never gives me nothin' for you? I thought you two were friends. Why, I'm gonna get on his case about this one."

"No! That's quite alright, Apple Bloom," Cheerilee says, smiling far too much. "I'm sure he's just busy."

"Well alright. Bye Miss Cheerilee! Bye Miss Twilight!" Apple Bloom trots out the door. The schoolhouse is quiet again, if a bit of a mess.

Twilight watches her go, then turns back to the teacher. She's surprised to see Cheerilee staring sadly after Apple Bloom. Twilight raises an eyebrow at her and starts to speak, but Cheerilee puts a hoof to her own lips, signaling for silence. She waits until the door closes completely and Apple Bloom is a good ways down the road.

"The other students used to make fun of her a lot. Called her a teacher's pet. When they weren't calling her a blank flank," Cheerilee says, looking forlorn. "There's only so much I can do without making it worse, you know?"

Cheerilee sighs and leans on her desk. Twilight feels the urge to reach out to her, but she hesitates for some reason, biting her lip. Bitter memories of her own come welling up.

"She's a very special girl. I love all my students. I really do, even the ones that make it difficult. But Apple Bloom is a really good kid." Cheerilee sweeps the apples into her bag and gathers her papers up.

"I know what you mean," Twilight says. "She's lucky to have you for a teacher."

Cheerilee pauses and smiles at Twilight, looking relieved. "I'm sorry I kept you waiting. It's just... Friday. All the students want their things taken care of before the weekend starts. There's a lot to sort through."

"We can meet some other time. If you're busy," Twilight says, hoping with all her might that her suggestion is ignored.

"Oh, no! No no, I need this. It's been quite a week. And I don't want to keep you waiting any longer." Cheerilee's eyes after that last sentence send Twilight's stomach floating up into her chest. Twilight reaches into her bag with magic, readying her surprise.

*Best behavior, right?*

"I brought you something, too." She levitates her gift out towards the teacher.

"Oh my... Twilight!" Cheerilee's eyes go wide, she's practically glowing. She takes the bunch of flowers in her hooves like an eager foal on Hearth's Warming Eve. "I... I can't even remember the last time somepony gave me flowers!"

"You like them?" Twilight says, blushing a little.

"They're beautiful." Cheerilee takes a deep breath of them, sighing in pleasure. "I love blue pansies. How did you know?"

"I didn't." Twilight thinks back to the flower shop. She was about to just randomly pick a bunch, but she wisely asked the pony behind the counter to help her choose.

"Do you mind if I try one now?" Cheerilee says.

"Of course not."

Cheerilee sniffs at a particularly choice-looking blossom and then crunches it down in one bite, closing her eyes and moaning a little. Twilight feels her face flush. A slight twitch dances through her tail as she watches Cheerilee's lips move with her chewing.

*Is this... am I really that attracted to HER, or is watching somepony eating flowers sexier than I thought it would be?*

Either way... definitely working some kind of magic. Cheerilee swallows and offers her the bouquet.

"Do you want one?"

"Maybe later. We have a dinner reservation, after all." Twilight lowers her eyelids, amazed at how smooth that sounded.

"Oh?" Cheerilee's eyes go even wider. "Really?"

"Yup." Twilight folds her ears back, floating back down to her usual self. "Is that okay? I know I didn't ask first or anything."

Cheerilee gives her a "*don't be silly*" smile and pecks her on the cheek quickly. Twilight catches the briefest whiff of something sweet in the other mare's mane. Her momentary nervousness vanishes.

"That sounds perfect. Don't tell me where we're going, I want to be surprised," Cheerilee says.

*Oh, you'll be surprised.*

"You ready?" Twilight says.

"As I'll ever be." Cheerilee gathers her saddlebags and they leave together, side by side.

• • •

*"So... you wanted to talk?" Twilight asks.*

*Celestia nods, closing her eyes for a long time. "Leave us."*

*Guards and attendants obey instantly, backing away with their heads lowered. In seconds they are alone. The only sounds are the bubbling of the waterfalls around them and the occasional chirping of birds.*

*Celestia pauses for a long time. She looks very serious, collecting her thoughts. Twilight tries to be patient, tries not to show how completely she's hanging on the Princess' next words. She looks around them at the beauty of the Royal Gardens. She wonders again why she never spent more time here.*

*"I must have woken Spike," Celestia says suddenly. "When I sent that letter. I hope he wasn't too upset."*

*"He's fine," Twilight says, like the very idea of Spike being upset were ridiculous. "Is everything alright?"*

*"I had just spoken with my sister when I sent it. I felt I needed to say something. Perhaps that was brash."*

*"No! No, no. I appreciated it," Twilight says, not sure exactly what she was appreciating.*

*"I'm glad." Celestia closes her eyes for a long time. Twilight isn't sure if she's supposed to say something, so she just sits there. The Princess opens her eyes again and looks right at her.*

*"How are you?" Celestia asks.*

*"I'm... good?" Twilight asks, nervous suspicion creeping into her voice.*

*"I've worried for you," Celestia says. "Luna said you were upset with her."*

*Twilight narrows her eyes at the mention of that name.*

*"I'm okay. I'm fine. Really," she says.*

*"I thought you might say that." Celestia smiles again.*

*"My friends helped. They were really there for me."*

*"I knew they would be. I'm happy to hear it."*

*Another awkward pause.*

*Am I supposed to say something? What do I do? Just talk to her. She'll understand. She always understands.*

*"...It did hurt," Twilight says. "It still hurts. Sometimes."*

*Celestia bows her head, solemn and quiet.*

*"The pain of heartbreak can be devastating. I hoped that you would never know it. A fool's hope. But I hoped all the same."*

*"I'm fine." Twilight scoots closer to the Princess, smiling up at her. "I'm over it. I've moved on."*

*"Moved on?" Celestia raises her eyebrows.*

*"Yes. I have a date this Friday."*

*"Ha! Not two weeks hence, and you find another. I envy your youth, Twilight. Your heart is strong. Resilient." Celestia strokes Twilight's mane with a hoof. Twilight trembles in awe, overwhelmed by her compliments, by the very idea that the Princess could ever envy small, insignificant Twilight Sparkle.*

*• • •*

*"Twilight, I... I don't even know what to say. Just... wow."*

*Cheerilee darts her eyes around, oozing cautious excitement. They're sitting at a table covered in a cloth of the finest linen, adorned with luxurious china and candles. Elegant*

piano music floats through the room. A dark, lacquered wooden crest on the wall spells out one word in fancy, florid cursive.

*Horsia's.*

"I've never been here before," Cheerilee says.

"Me neither. But my friends said this was the most impressive restaurant in Ponyville. And... I wanted to impress you, I guess," Twilight says, fumbling with the napkin in front of her.

*Right? That's what you do on dates. Right? Am I doing it right?*

"Well, A+ on that front, Twilight." Cheerilee gives her a sultry look for a second. Twilight just about melts into her seat. Her date speaks again before she can recover.

"I mean... you know nopony can get a reservation here, right? That's all I've ever heard about this place," Cheerilee says. She leans closer to Twilight, almost whispering. "How did you do it?"

"Oh, it was nothing. I may have called in a favor from the mayor. And I might've even dropped the name of a Princess or two," Twilight says, trying to look innocent.

Cheerilee giggles, teasing the rim of her water glass. "Goodness. I had no idea I was going out with such a powerful mare."

*I had no idea I WAS one. Look at me, all mare about town!*

"I guess that's not actually true," Cheerilee continues. "Everypony talks about you, Twilight. You've done so many amazing things."

"Heh... uh... well... it's not..." Twilight gets the urge to hide under the table. "Sorry, I didn't mean to sound like that. I'm really nothing special."

"If you say so," Cheerilee says. Her eyes make her a liar. That melting feeling attacks Twilight again, and she fights to keep words coming.

"What about you?" She pauses for an awkward grin. "How long have you been teaching?"

"A few years now. It's been so good to be home," Cheerilee says.

"Home? Do you live with your family?" Twilight asks.

"No, I have my own place."

*Is that right?*

Twilight holds back a predatory eye waggle.

"I spent some time in Fillydelphia. When I went to college," Cheerilee says. "I loved it, but by the end I really just wanted to come back here. Maybe that's boring or something. I don't know."

"No, I get it," Twilight says. "I love Ponyville. I couldn't imagine living somewhere else now, and I've only been here a year and a half."

"But you moved here from Canterlot, right?" Cheerilee says. Twilight nods. "Doesn't it seem kind of... quiet? Small?"

"Maybe. I like it, though. Maybe it suits me."

*Maybe it's more about the ponies you know than the places you're at.*

"I guess this kind of high-society place reminds you of home?" Cheerilee says. "Gosh, I bet this place is nothing compared to what you've seen in Canterlot."

"Actually..." Twilight remembers the complete opulence behind the palace walls, but doesn't want to brag. She tries to dredge up something about the rest of Canterlot and comes up strangely empty.

"This isn't my usual kind of place, honestly." Twilight finally recognizes and accepts that nagging tickle in the back of her mind, her own discomfort at the formality all around them. "I didn't go out much before I moved here."

"I know how that feels." Cheerilee looks very tired for a moment. "I love my job, but sometimes I really feel married to it."

*Not quite what I meant, but no reason to make her think any different...*

Twilight shoves aside memories of many long years alone with her studies. Conversation is a thing, a thing she can do now with almost normal competence.

"I never knew teaching was such an intensive job. Are you there that late every day?" she asks.

"Almost. It's not... it's not always a job like that. It is what you make it, I guess." Cheerilee taps her front hooves together, thinking. "Lots of teachers get away with a normal work week. But if you want to do it right, you have to put time in."

"I really respect that," Twilight says. "You seem so passionate about it."

"My students are everything to me. I could never treat it like just a job," Cheerilee says, determination glinting in her eyes. Twilight can't think of anything to follow that. Cheerilee almost looks like she wished she hadn't said it.

They both pause for a few moments – it's a weird kind of awkward pause. Twilight is used to being the one who doesn't really know what to say, but she can tell Cheerilee is doing the same thing. It feels odd.

"To be honest, this isn't really my usual kind of place, either," Cheerilee says suddenly. She does a double take the moment she's said it, grinning nervously. "Not that I don't appreciate it! I'm really happy you brought me here."

"No, I know what you mean, I really do. I should've warned you or something... I feel like we're kind of under-dressed." Twilight looks around at the crowd, noticing yet again that everypony else is in formal attire.

"Yes, I had that thought... I don't think it really matters, though. I'm with you, after all."

Twilight knows she was trying to say something else, but those words go right to her heart anyway. She just stares back at Cheerilee.

*I've probably got some kind of dumb look on my face.*

But she can't stop staring at her date's bright green eyes. Or her mane, her thick, lovely curls, that two-tone mop of pink and darker pink. Pink never seemed like such a beautiful color until now.

The waiter interrupts her reverie, dropping two silver plates before them without a word. He leaves silently, never breaking his snooty facade.

"This looks... uh... lovely!" Cheerilee says, sounding just a bit forced.



"It does *look* nice," Twilight says, staring at her plate.

"You don't like it?"

"I'm really hungry. I guess I thought I would get more than two bites' worth."

"Ha!" Cheerilee sighs in relief. "I'm so glad you said something. It's like there's an inverse relationship between price and quantity sometimes."

"It's really just outside certain thresholds. Probably more like a bell curve," Twilight says.

"Yes! Exactly."

"The service is kind of underwhelming, too." Twilight glares at their waiter. He's standing across the room, pointedly doing nothing.

"I know! It's like we're paying them to leave us alone." Cheerilee does a little halting double take again, clearly terrified of her own mouth. "Well I guess... I guess that's kind of the point, actually."

"Ugh, you're right. Sometimes I wonder at the things my friends tell me." Twilight shakes her head. "Next time we should do something more casual."

"Don't be so hard on yourself. This was really sweet. I never get to do things like this." Cheerilee reaches across the table and taps Twilight's foreleg lightly. "Besides, who said anything about a next time?"

"Huh?" Twilight sputters, fighting to change gears. "But – you..."

"Kidding." Cheerilee smiles at her mischievously. Her hoof touches Twilight's again, and stays there this time. Twilight breathes a sigh of relief.

She puts her other hoof over Cheerilee's, and they lock eyes for a long moment. Their food is almost forgotten. It doesn't matter. Twilight smiles, time is standing still, the whole universe turning on this moment with...

... *her*.

• • •

"So... *tell me about this new love of yours, my student.*"

*Twilight blushes. She feels caught somehow, like she shouldn't divulge. She laughs inside at how ridiculous that feeling is.*

*"Well, I don't know if it's love. I don't know her that well. This is my first real date."*

*"Your first real date?" Celestia looks amused.*

*"Well... something was always weird before. There was a blind date. And then Braeburn just kind of fell into my lap. I mean – ! Uh... we just kind of met. By chance. Is what I meant." Twilight blushes even harder. Celestia rolls her eyes and titters at her.*

*"You're adorable sometimes, Twilight." She sips at a cup of tea, reminding Twilight that her own cup is growing cold. "This date is something you have planned. You've taken the initiative. It's all truly in your hooves for the first time. And it's not one of your friends, for once. It's no wonder you're nervous."*

*Twilight gawks at the Princess for a moment. "...Yes, I guess I am nervous." She traces her eyes over the stone patterns on the floor. "Can you really read me that well?"*

*"Like a book, Twilight. I've watched you grow up, after all. Into a fine young mare."*

*Twilight stammers some nervous bits of words, almost breaking into a sweat. She gives up and just grins at Celestia.*

*"You have planned it, haven't you?" Celestia asks.*

*"Oh! Actually, I didn't. I tried, but... I didn't really know what to do. So I asked my friends."*

*"Of course you did."*

*"Of course I did!" Twilight says. "We had a meeting and everything. They gave me a few different possible plans."*

*"And which did you choose?"*

*"I thought it sounded good to keep it simple and traditional. But not too simple. Just a dinner together somewhere nice."*

*"That sounds lovely." Celestia finishes her tea, looking like she meant every word.*

• • •

It's dark out again. The night is warm and alive, the streets filled with other ponies, families or couples or groups of friends out for the weekend. Twilight and Cheerilee walk together, side by side, so close their saddlebags bump together occasionally.

"This way." Cheerilee nods her head and turns down a side road. Twilight follows, her heart beating at a high tempo. That light, floating feeling of excitement is building in her chest, different somehow from her past dates.

*Is it just that it's stronger? More anticipation? More confidence? What is it?*

Maybe it's just a week of looking forward to this. Maybe it's just spending a week thinking about this moment, planning it, acting it out in my head and now I'm finally here and it's happening oh my god.

*This is what a date with Luna would've felt like.*

No! Bad thought. Twilight turns to Cheerilee, watching her loose curls bounce as she walks. After a few seconds Cheerilee feels her stare and blushes a little, smiling in a coy way that makes Twilight's heart flutter.

"So..." Twilight starts to talk. She feels very loud and notices for the first time that this side street they've turned down is dark and quiet. The light and bustle of the road behind them feels farther away than it is. They're almost alone.

"So. This is me." Cheerilee stops in front of a small townhouse nestled along the road.

"Oh, wow. I didn't know you lived so close." Twilight stops with her, the two of them under the single light above Cheerilee's door. The library is just further down the road, almost in sight.

"Would you..." Cheerilee trails off, looking all kinds of nervous. She's practically on the edges of her hooves. It's contagious – suddenly Twilight isn't feeling that impossible confidence. They hadn't actually talked about what was happening now. They had just waltzed off together out of the restaurant, high on each other's company.

*This... this is what she wanted, too. Isn't it?*

"Is something wrong?" Twilight hears herself say. Cheerilee looks at her with almost panic, then relaxes. She sighs and shakes her head.

"No, nothing's wrong. This has been wonderful. It's just..." Cheerilee bites her lip softly. "I don't know. I'm not really supposed to invite you in. Not on a first date. Right?"

"What, is that a rule or something?" Twilight says, frowning.

"You would think so." Cheerilee rubs one of her own forearms, staring at Twilight's hooves. "It's kind of silly, though, isn't it?"

"It's not that silly." Twilight hangs her head a little. "I rushed into some things recently. It didn't turn out so well. Maybe..." Twilight screams at herself silently for the words forming next. "Maybe we should just take it slow."

Cheerilee gives a long, guarded sigh. "Maybe."

*She looks so disappointed... was I supposed to argue? Be pushy? I don't know!*

"But it's just..." they both say, almost in unison. Their eyes meet and they both smile.

"You go first," Twilight says.

"This just feels so *right*," Cheerilee says, looking relieved. "I hope that doesn't scare you off or something. I know we're still getting to know each other."

"Scare me off?" Twilight scoffs, feeling that weird confidence seep back in. "I think it would take a lot more than that."

Cheerilee warms up, her whole body relaxing before Twilight's eyes. "I'm sorry, I didn't mean to make this all awkward," she says. "I started over-thinking it, I guess. I panicked. I do that."

*I might know what that's like. Just maybe.*

Twilight shakes her head, then grins as a new tack occurs to her. "If it makes you feel any better, this is technically our second date," she lies. "Last week at the party was a fine first one, I thought."

"That's sneaky." Cheerilee throws her a sly smirk. "I like it."

"Oh?"

"Mmm. I've rationalized worse things," she says. Twilight raises an eyebrow as Cheerilee opens her front door. The fuchsia mare shoots Twilight an inviting look over her shoulder.

"Would you like to come in?" she says, with a comely swish of her tail.

*Yes, ma'am!*

Twilight follows her in, closing the door behind her. She finds herself in a cozy little living room. Cheerilee takes off her bags and lights a few lamps around the room, revealing...

*Books! My one true weakness! How did she know?*

Twilight bounds across the room, not even taking her saddlebags off. A collection of mismatched bookshelves lines one wall, and she dives in like a giddy little filly, scanning the shelves as quickly as she can.

*Have that one... have that one... read that one... LOVED that one... huh, never heard of that one...*

"This is a pretty good collection. I'm impressed," Twilight says.

"I'm sure it can't stand up to the library's catalog." She hears Cheerilee close behind her. "Besides, they're mostly for my job. I have to know what I'm teaching, after all."

Twilight throws her a skeptical glare. "You teach elementary students about Emily Nickerson? Isn't that a little... advanced?"

"Heh, umm... okay, some of them are for my job," Cheerilee says.

Twilight turns back to that shelf. It's organized in some manner she can't decipher right away, but she's pretty sure the entire shelf is volumes of poetry. And the next one, too.

"Do you... do you like her work?" Cheerilee asks.

"Well, she was an important figure in literary history. She really influenced the rise of the modernist Equestrian schools of poetry," Twilight says.

"That's all true, but do you like her work?"

"Uh... I guess so? I honestly haven't read much of it. I was always more of a non-fiction, science and magic kind of student."

Cheerilee's jaw drops so hard it makes an audible pop. "You don't read poetry?" she says.

"...A little? I don't *dislike* it. I was always busy with more practical studies." Twilight panics the moment she says it. "I mean...! Not that poetry isn't... uh..."

Cheerilee shakes her head, tsking loudly.

"Oh, sweetie, this just won't do." She steps closer to the shelves and scrunches up her snout in an endlessly cute way, picking out titles in front of her. "What about Marelow? Or Neightsume?"

"I know *of* them." Twilight smiles, trying to look less lost than she feels. Cheerilee looks at her with something like amused pity.

"Here." She grabs a book with her mouth and offers it to Twilight. Twilight takes it with her horn, levitating it in front of her.

"*The Complete Neophyte's Guide to Powerful, Passionate Poems*," she reads out loud. "I think the library has this, actually. I skimmed it once."

"Well that's a good start." Cheerilee offers a second book, her eyes bugging out a little when Twilight levitates that one as well. She pulls a few more out, smiling wider as Twilight handles them all effortlessly.

"Come over here." Cheerilee quickly fluffs up some floor cushions for them, making a little pile in the middle of the living room. Twilight slides her bag off and settles down in the soft nest of pillows, laying the books out on the floor. She gasps a little when she feels Cheerilee snuggle right up to her, pulling a blanket tightly over them.

"Alright, I just want to read you some of my favorites real quick," Cheerilee says, looking at Twilight very seriously. Her expression breaks a little once she's said it. "I mean... if that's okay? I hope I'm not boring you."

"No! No, I can't wait!" Twilight says.

"Really? You didn't want to...?"

"Plenty of time for that later." Twilight unleashes the seductive smile again, sweeping her tail over Cheerilee's. "I want to hear you read."

Cheerilee grins like she's containing a girlish squeal of joy. She opens one of the books, flipping through the pages like she knows exactly what she's looking for. She clears her throat.

And then she reads. Twilight's eyes trace the movement of her lips as she speaks, and the words sink into her smoothly.

"Pillows piled high, I sit awhile.  
From the night table I lift my cup.  
Each morning the same sweet favor  
and routine. I'm slow to leave dreams,  
and who can blame me? It's warm  
in bed, and you might come back."

Cheerilee finishes and looks up at Twilight, eager to read her face.

"I've loved that one since I was a filly," she says.

"It's cute." Twilight smiles at her. She thinks of the many mornings she slept in since she moved to Ponyville, badgering Spike to bring her some coffee long after she should have been up and about.

*Yeah, I've known that feeling. Except for the part about having someone to wait for.*

Twilight suppresses a sigh.

*Isn't that why I'm here?*

"Another one?" Cheerilee says.

"Please!"

Cheerilee grabs another book and flips it open, again jumping right to the page she wants.

"Come slowly—Eden  
Lips unused to Thee—

Bashful—sip thy Jessamines  
As the fainting Bee"

Twilight's ears twitch, and she sees nothing but Cheerilee's lips as they move delicately around the words. A naughty thrill courses through her haunches, and she's not entirely sure why.

"Reaching late his flower,  
Round her chamber hums—  
Counts his nectars—  
Enters—and is lost in Balms."

*Ohhh... wow.*

Again, Twilight wonders if it's the act itself or just the pony doing the act that's turning her on so much. Or the words? Or the rhythm?

*This is the most confusing turned-on I've ever been.*

"I didn't really get that one when I was younger," Cheerilee says.

"I would hope not," Twilight says. "It's a little... uh..."

Cheerilee giggles, staring at her with half-open eyes. "Racy?" she says.

"I think so?" Twilight leans in closer to her face. She can almost feel Cheerilee's breath on her muzzle. Her side rubs against the older mare, sending prickles all over her skin.

"Read me another one," Twilight purrs.

"Hmm..." Cheerilee paws through her books. "This one's just regular pretty. Not naughty."

"That's okay. As long as you're reading it."

"Through all the long night  
Winter moon glows with bright love  
Sleet, her silver tears."

Twilight tears her eyes away from her date and examines the cushion underneath her.



"Isn't that one just beautiful?" Cheerilee gushes.

"Yeah, it's... it's pretty." Twilight forces a smile.

"What? You don't like haiku?"

"No, it's good. It's beautiful."

• • •

*They walk again through endless marble and alabaster halls, flush with tapestries and stained glass. They've been chatting for hours. Twilight can't remember a time she's felt so special.*

*Unbelievably, something steals her attention away from Celestia. They are approaching a large blue door, adorned with symbols of the phases of the moon. Two dark-coated guards in silver armor stand at attention.*

*Twilight stops in front of the door, staring at it for a long time. Her mind is blank. Or perhaps she's ignoring whatever thoughts are in there.*

*"My sister's chambers," Celestia says. Twilight snaps back to reality, noticing that Celestia has stopped with her.*

*"She can't show her face around the palace with me here?" Twilight says, unable to keep coldness from creeping into her voice.*

*"She is sleeping," Celestia says sternly. It sounds obvious now, and Twilight feels embarrassment cut into her stomach.*

*"Twilight?"*

*"Yes?" She looks up to see the Princess looking down at her, unsmiling.*

*"Are you angry?" Celestia asks.*

*"Huh?"*

*"It is a simple question. Are you angry with Luna?"*

*"...no."*

*"You're not very good at lying."*

*Twilight gets the sudden urge to closely examine the floor.*

*"I'm happy to see that's still true," Celestia says.*

*"Why shouldn't I be mad at her?" Twilight blurts out suddenly.*

*Celestia sits on her rump right there in the hallway. Her usual warm smile falls, her lips taking a solemn curve yet again.*

*"It is natural to feel anger. It is part of the grieving process. But you cannot hold onto it, Twilight. It would break my heart to see you poison yourself so."*

*Twilight feels torn, ripped between feeling foolish at herself and an ugly, adolescent kind of defiance. Part of her likes the anger. Savors it. Celestia speaks again as if she's read the mind of her troubled student.*

*"She does care for you. I know it's hard to believe, but she does," Celestia says.*

*"How am I honestly supposed to care about what she thinks?"*

*"Twilight!"*

*She can't remember a time when the Princess actually scolded her. She bows out of instinct, cringing.*

*"Twilight..." Celestia raises her chin with a hoof, shaking her head. "I know it hurt. I know." She nuzzles against Twilight, sending warmth coursing through Twilight's little body. Twilight's mind glazes over. All she can comprehend is the divine warmth enveloping her.*

*"Go on your date." The Princess beams down at her. "Find your heart's companion. Let her heal you."*

*Twilight smiles up at her, feeling tears leaking down her cheeks.*

*• • •*

*Twilight bites down on another light bundle of petals, crunching them off the stem. The feathery treat practically melts on her tongue. It oozes down her throat like syrup, dragging tickling sweetness along with it.*

"Mmmmmmm!" she moans.

"I know!" Cheerilee says, sizing up another flower from the bunch. "These are great."

The blanket is lying in a heap next to them. At some point Cheerilee turned the knob on a battered old radiator on the other side of the room. It hissed to life, and now the room is as warm and cozy as it looks. It's even a little hot. Twilight feels like she's just on the edge of breaking into a sweat.

*Or maybe it's just her.*

Cheerilee is pressed up tight against her side, leaning into her. She's been reading poems for Twilight for a while now. It's not that Twilight never read poetry in the past. But she had always approached it academically. Just something she was supposed to know about.

This was different. She's been lulled into a state of complete, heady relaxation. Even the slow burn of rising arousal, usually so insistent, is just there. Background noise. Pleasurable, for sure, but nothing to rush over.

*This is crazy. I should be nervous.*

I don't even know if something's going to happen.

*Of course something's going to happen, you idiot. Look at her!*

Twilight does. Cheerilee is chomping down on another flower, giving Twilight what can only be construed as the most bedroom of eyes. She lowers her head to the bouquet and grips one of the stems in her teeth, deftly snapping it off just below the flower itself. Then she takes the bloom in her lips and holds it up, leaning right in front of Twilight. Twilight's eyes go wide when she realizes that it's being offered to her.

She moves closer and takes the flower in her mouth, feeling burning heat flow up into her ears and down her cheeks. Their lips brush against each other just so slightly, but Cheerilee jerks back, leaving Twilight with just a flower in her mouth. She chomps it down quickly, barely tasting it. Urges, familiar by now but stronger than ever, flood into her pleasure-addled brain.

*And there it is. I was starting to wonder if something was wrong with me.*

Her tail flicks around on its own, and she nickers softly. Twilight gets a mischievous grin as an idea comes to her.

*That was sexy! I can do this!*

She bends down to the bunch of flowers and grips one with her teeth, just below the blossom. Then she bears down, trying to snip it in two, but it just flattens and gets more tough, bending instead of breaking. Twilight fumbles with her lips and teeth, grunting, before she hears Cheerilee giggling at her.

*Oh, whatever. I stick with what you're good at.*

She focuses with her mind and the flower levitates in a cloud of light, dropping its stem easily. The blossom floats over to Cheerilee's face.

"Ha. Show off," Cheerilee says.

Twilight snorts at her. "Well I couldn't do it the oth- whoa!"

Her whole body jumps as Cheerilee wraps her lips around the treat. For just a second she felt those plump lips and a warm, strong tongue against her horn. It fills her brain with static and sends shivers all the way down to the tip of her tail.

"Ohhhhhh..." Twilight moans, her eyes unfocusing. She blinks hard and Cheerilee is holding up another flower for her. She licks her lips and darts forward for it, feeling a surge of adrenaline through a groggy haze.

Cheerilee jerks her head back just as Twilight's lips brush the flower. She giggles through her clenched teeth, craning her neck away, teasing. Twilight smirks and leans further, almost mindless. Cheerilee rolls onto her side and scoots away. She bats her eyes at Twilight from the ground.

*Well how am I supposed to eat it now? Oh... Ohhhhhh... I get it.*

Twilight climbs on top of her slowly, feeling their coats slide together as Cheerilee shifts underneath. Cheerilee is on her back now, and Twilight grazes her nose up the dark pink expanse of her chest, feeling it shift and sigh underneath her. She brushes her nose up Cheerilee's neck, smelling something faint and sweet she can't even begin to describe. She moves up, but just as the flower is in her grasp Cheerilee kicks her chin up, throwing it on the floor above her. Twilight leans over her further like a dog chasing a treat, then freezes completely.

Something hot and wet slides up her neck and along the bottom of her jaw, leaving just before hitting her chin. A shuddering moan shakes out from Twilight's lips. She looks

down and Cheerilee is under her, gazing into her eyes with faux innocence. Twilight smirks, holding herself over her new lover – that's what it feels like, like Cheerilee is hers, a prize of some kind, laid out here for the taking. They lock eyes and hold there for long, agonizing, incredible seconds.

Something rings out in Twilight's mind – she just *knows* somehow, maybe it's a glimmer in Cheerilee's eyes, or a change in her breathing. It doesn't matter. She lowers herself slowly, their bodies pressing together inch by inch. She digs her arms into the cushions under Cheerilee, wrapping them around her back and squeezing. Their noses and hips press together at the same time. Cheerilee gasps, wrapping her legs around Twilight's back, gripping with her thighs.

And then Twilight kisses her. Their lips meld together, slowly and gently. Twilight dips her tongue into the other mare's mouth, searching, desperate to press together the way their bodies are. She feels Cheerilee's forelegs squeezing at her withers, hooves tugging at her mane. Cheerilee moans from deep in her throat, the vibrations shaking into Twilight's mouth.

She breaks the kiss. Cheerilee pecks her on the lips as she pulls back, eyes wide, almost with panic. Twilight hovers over her, both of them panting, flushed, minds completely blank.

"Wow," Cheerilee blurts out between breaths.

"Yeah." Twilight grins, wolfish, high on her own arousal. She feels Cheerilee's hooves tighten again, sees the schoolteacher close her eyes and open her mouth, presenting herself. Twilight dives in, greedily mashing their tongues together, pressing their muzzles as one, chewing on Cheerilee's lower lip. She squirms her hips against Cheerilee's rump, forcing out another deep, throaty moan. Twilight breaks the kiss early so she can hear it.

"...oooooohhhhhhhh!" Cheerilee's face is scrunched up in pleasure, deep creases forming around her eyes. She's loud, completely without abandon, and it drives a feral urge, rising up through Twilight's loins. Twilight nudges Cheerilee's face to the side with a rough push of her nose and starts nipping and kissing her dark pink neck.

"Ohhhhhhhhhh!" Cheerilee pants out. "I haven't done this in so long..."

Twilight smiles against her neck, pushing her snout higher, closer to her real objective. She sniffs her way up until her nose hits...

*Soft, thick, soooooo thick...*

She buries her face in Cheerilee's mane, choking out a silent squeak. It feels just like in her fantasy, so long ago now. But there's one big difference.

She breathes deep. A faint smell fills her nostrils, something vague and untraceable.

*Grass? Leaves? Maybe a little bit like flowers...*

It's making her lose her mind, she has to know what it is! She inhales again, sticking her tongue out into the curls without even meaning to. Her whole body is aching with sensations, and she ignores all of it, focusing everything on this fragrance.

*What is it what is it darn it!*

Cheerilee is nuzzling against her head, breathing right into her ear. She clings to Twilight, pressing their faces together, rubbing against her like her life depended on it.

Cheerilee's body is so *warm*. She can't see, pink curls filling her vision. She searches with her mouth, kissing whatever lovely flesh it happens to meet. Twilight feels a tongue again, strong and slippery, tickling around the base of her ear.

"What kind of shampoo do you use?" Twilight blurts out, not opening her eyes.

"Hmm?" Cheerilee doesn't stop licking her ear.

"Or perfume. Are you wearing perfume?" Twilight asks.

"No."

Twilight can feel Cheerilee's smile against her ear. She breaks down completely and bites, suckling on a hunk of chewy, loose curls. It's so good she feels like crying.

"Twilight, are you... chewing on my hair?"

*Abort! Abort!*

She spits the hair out.

"Heh... uh... yes?" She can't see Cheerilee's face, she's still gripped in her arms, pinned close.

"Well don't stop," Cheerilee breathes into her ear.

*Oh god ohhhhaauughagh*

Twilight attacks, just running her face through Cheerilee's mane over and over again. She kisses and licks at a neck and shoulder...

*I'm probably slobbering all over her that's kind of gross.*

She chews on that mane again, tasting the smell.

*Dear Princess it's so much fun to play with it's got such mass to it.*

Hairs tickle the inside of her nose as she breathes deep.

*That's it! That's it, I HAVE to know!*

"Seriously, what kind of shampoo do you use?" Twilight gasps out. She props herself up so they can see each others' faces. Cheerilee is sweating a little, and she looks taken aback at the question.

"Uh... nothing special. Does it taste funny?" Cheerilee says.

Twilight laughs, feeling her knees go weak. She collapses on top of Cheerilee again, nuzzling their noses together. They kiss some more, sharing pace perfectly, not rushing or frantic. Just savoring it. Twilight can feel something wet against her belly and realizes that she's probably ruined a few floor cushions by now. She breaks the kiss and holds there, their lips still touching.

"I can't remember what I use. That's so silly," Cheerilee whispers.

"Huh?"

"Shampoo." She looks amused, at least as much as Twilight can tell. They're so close, she's mostly a pink blur and big, light green eyes. Twilight's mind runs in five directions at once – her drive to solve the mystery is being overwhelmed by other parts of her body.

"But..." Cheerilee smiles hesitantly, squeezing her forelegs tighter around Twilight. "If you come upstairs with me, maybe I can show you."

*Oh my. Ohhhhhhh goodness.*

Twilight jumps up immediately. Cheerilee leads, and Twilight wordlessly follows. The older mare's big, round rump bobs right in front of Twilight's face. Unthinking, Twilight leans forward...

*Heh, her tail tickles.*

... and makes a little nibbling nip right at the back of Cheerilee's thigh. Cheerilee freezes instantly.

*I did not just do that.*

*No, I did. I did? Oh gods above, I did.*

Cheerilee gives her a mock-scolding look over her shoulder, her smile betraying her. She flicks her tail right in Twilight's snout and leads on.

*I did do that. And it was okay!*

They don't even pretend to look at shampoo. Twilight follows her up a dark and narrow stairway into a dark hallway and then to a slightly less dark bedroom. There is a bed, a cozy little bed just big enough for both of them, and Twilight feels herself being pulled into it without thinking.

She slides onto a downy comforter. They're each on their side, facing each other. She feels Cheerilee's hooves around her withers, they're snuggled together close, warm and beautiful and willing.

*I can't believe this I just can't even...*

As if to confirm with evidence, Twilight leans forward and closes her eyes...

*Ohhhhhh ye- oh?*

...and feels hooves pushing back. Cheerilee leans back so their eyes can meet. Her hair is mussed up, random coils sticking out in strange directions. Her eyes glint in the glow of street lamps through the window.

"We're really doing this, aren't we?" Cheerilee says.

"I want you. I mean, I want to. You want to, ri-" Twilight is silenced by Cheerilee kissing her.



*...huh.*

Twilight holds the kiss, waiting for the teacher's tongue to advance, but it doesn't come. She gets impatient and forces her tongue deep into Cheerilee, drawing out another body-shaking moan. Her hips quiver, her pulse is racing now. Cheerilee tears her mouth away as soon as she can breathe again.

"I... I don't really... I'm not sure what to do," Cheerilee pants out.

"What do you mean?" Twilight says, just barely keeping herself under control long enough to talk. "You've been with stallions before, right?"

"Oh, *tons* of times..." Cheerilee smiles as if remembering, then her eyes go wide. "I mean, uh... a few." She grins bashfully.

"It's not that different." Twilight teases a hoof over Cheerilee's chest. "What do you want to do?"

Cheerilee bites her lip, her eyes wandering up Twilight's face and to her horn.

*My... horn? But... that's my horn! That's a very private place!*

Twilight almost snorts at that thought.

*What, between my legs isn't private?*

"I dated a unicorn, once," Cheerilee says, looking almost guilty. "I always wanted to play with one of those things."

"I haven't really done that before. Did he let you...?"

"No, he just wanted me to play with his lower horn." Cheerilee rolls her eyes.

"I don't have one of those."

"Yes, I can see that." Cheerilee flexes her hips into Twilight's, rubbing their smooth crotches together. They share a goofy smile for a moment. Then, with a weird sudden intensity, Cheerilee pushes at Twilight's shoulders, rolling her onto her back.

"Whoa!" Twilight gasps out.

*Is she nervous or not? This is so...*

Her heart pounds out of her chest. She feels Cheerilee mount on top of her, pinning her against the bed. She's trapped under this lovely mare, totally exposed.

*Hot. HOT. That's what it is.*

Wetness rubs into her coat just above her own mound, she can feel a wonderful slickness there every time Cheerilee's hips shift. Cheerilee climbs up a little, sniffing at Twilight's horn. Twilight holds her breath, seeing nothing but a pink chest and ribs in front of her eyes.

"Oh! Cheerilee, w—" Twilight's eyes go wide as she feels lips gently kiss the base of her horn.

*Wait? What? Words?*

The kisses work their way up, pressing lightly against the spiral fluting, until they reach the tip.

"Ahh...!" Twilight's breath catches in her throat as Cheerilee runs her tongue down, then up the length of her horn.

*Oh my GODDESS.*

Twilight squeezes her eyes shut, shuddering frantically. She feels hooves on either side of her head and she wraps her forelegs around them.

"Ohhhhhhhhhh..." Every joint and muscle in her body tenses up, then relaxes slowly. Cheerilee has her lips wrapped around the tip of Twilight's horn, sucking and playing her tongue over it. Her horn feels alive, tingling, more than tingling, sending chills right down through her head, shaking through her spine and into her hips. It's like her horn and clitoris are connected, transmitting pleasure up and down her whole body.

That tongue, that amazing tongue, starts working its way down. Twilight kicks her legs in the air, tapping her knees against Cheerilee's rump. She can feel Cheerilee's bouncy tail lashing against her thighs. She groans as the sucking on her horn gets harder, almost pulling her head up, stretching her neck.

Somewhere, distantly in the back of her head, she remembers how she had pictured this playing out – Twilight on top, making the schoolteacher squeal in pleasure. Maybe throwing out a few moves she learned from her time with Rainbow Dash.

*And now here I –*

"Guh!" She groans some nonsense, panting feebly as Cheerilee sucks hard on just the tip of her horn. It's like a whole night's worth of pleasure distilled and concentrated into the most sensitive place possible.

*Holy hay in... in... hooves?*

Hammer?

*What is wrong with me?*

She groans again and feels her thoughts slipping away, melting into a shuddering puddle.

*It's so GOOD oh gahbluh aaaaa*

"...aaaaaAAAH!" Twilight's hips buck up into the other mare as that hot, wet mouth moves down further, then back up to the tip. Cheerilee's lips are sealed tight around Twilight's horn. Twilight gasps and groans, utterly unable to speak. The older mare's mouth moves down and up and down and up again, smoothly, finding a slow rhythm.

"Ohhhhhh..." Twilight cries out softly, feeling her inner walls clench and shake. Her hips buck again on their own. Her eyes snap shut so hard it hurts, and she strains to keep her neck still. Cheerilee's mouth bobs up and down, faster, going further down her horn with each stroke until she's taking the whole thing in her mouth. Her lips brush against Twilight's head at the bottom of each movement.

*How is she even doing that shouldn't she be gagging or choking or something?*

Her thoughts are cut off as another wave of pleasure rolls out from her aching love, bouncing off her horn, rippling through her whole body. She shoots a hoof between Cheerilee's legs, pressing it against that burning wetness, feeling Cheerilee's lips part against her.

"Mmmm!" Cheerilee moans in delight, sucking even harder. She grinds her hips against Twilight's hoof, riding on it.

Twilight tries to rub with her hoof, but she can't summon the motor control. She just rests it there, sinking into the wet pleasure snaking around her horn. Her tongue lolls out, her chest shakes in ragged, gulping breaths. She feels something building in her body, some kind of lovely pressure throwing her high into the air and then –

"Ow!" Cheerilee jolts, her mouth leaving Twilight. Twilight drifts back up into thought.

"Wh... what..." she pants out.

"Sparks! Hot sparks." Cheerilee laughs a little. Twilight's eyes creak open and she can see more now, the room is lit up by the faint glow of her horn. She has just enough time to look up and see Cheerilee's determined eyes, her tongue sticking out to the side a little. Then she's licking up and down the sides of Twilight's horn, forcing Twilight's eyes to shut in reflex.

"Oh! Oh! Ch... Cheer... Ch..." Twilight stutters, clenching her teeth.

"Ah! Ah! Ah!" Cheerilee grunts out as she writhes against Twilight's hoof, working Twilight's horn with her tongue.

Twilight's mouth hangs open, all her limbs tense up, she's rising, rising high into the clouds and flying through beautiful pink curls and it feels like her whole being is stuffed into her horn and then...

A popping, shimmering sound rings out, and Cheerilee snaps her head back just in time for a fountain of hot, metallic sparks to shoot out of Twilight's glowing horn. A barely visible wave of energy ripples through the air with a quiet *WHUMP*, making the streetlights outside flicker.

"AH!" Twilight chokes out a short scream as she comes, an orgasm quaking down through her head, making her teeth chatter. Her back arches violently, her arms and legs flop against the bed. It's like nothing she's ever felt before, taking over her body.

"Oh my," Cheerilee says, breathless. All the hairs of her coat are standing on end. Her mane is poofed out like she's touched a live wire.

Twilight barely notices any of it. She sinks into the bed, motionless, just dead weight. Her lips quiver noiselessly. She's spent. Gone. Completely gone. Somewhere far away, in another world, she hears murmurs of a sweet voice and a warm body snuggling against hers.

• • •

*They are approaching the outer grounds of the palace, where Twilight's chariot waits.*

*"Thank you again for sending a chariot for me," Twilight says as they walk.*

*"Whenever you need one. Never forget that you have a second home here, my student," Celestia says.*

*"Did you really mean what you said before? About finding love again? Healing?" Twilight asks.*

*"Have you ever known me to say something I did not mean?"*

*"Of course. Sorry."*

*They walk, Celestia raising an eyebrow at Twilight.*

*"It's just... my friends said I should be careful. They said this was kind of soon. After... you know," Twilight explains.*

*"They have a point."*

*"But you said..."*

*"You've been trying so hard to rush into love, Twilight. Perhaps my sister is to blame. Perhaps it's your own natural curiosity," Celestia says. "A date is not a marriage proposal. Try to take your time with this one. Get to know each other. You have years and years to find love, after all."*

*Twilight snorts quietly, feeling very relieved. "That makes so much sense, after everything else that's happened," she says.*

*"I'm glad you think so."*

*• • •*

*Twilight breathes deep, lying still. Sweat cools against her coat. The room is stuffy with the fading smell of recent sex. She sighs deeply.*

*So much for that plan.*

*"I've never, ever seen anything like that," Cheerilee says.*

*Twilight is still on her back, in bed. Cheerilee is lying next to her, cuddled up against her side. A thick, heavy blanket is cinched up to their shoulders.*

"I've never *felt* anything like that," Twilight says, after a pause.

"Oh, you can talk again? That took long enough." Cheerilee graces Twilight's chin with a quick kiss.

"Sorry." Twilight slides her forelegs up, under the blanket, and hangs them over Cheerilee's shoulders, holding her close. "I really... just... wow. I think I owe you like, ten orgasms."

"Ha!" Cheerilee nuzzles against Twilight's face, smiling triumphantly. "Don't worry about it, Twilight. It was my pleasure."

*Regardless... I'm going to do things to you that... gosh, I don't even know. I have to invent new kinds of sex so I can do them to you.*

Twilight bites her tongue, trying to envision what she could possibly do to Cheerilee in return. Nothing comes to mind right away. Her body aches, satisfied. Tired.

*Guess I'm all sexed out for the moment.*

She rubs Cheerilee's back with her hooves and moves in for a kiss. Their lips meet like old friends, trading just a short greeting. Cheerilee rests her head on the pillow next to Twilight, and they idly stare at each other, letting time pass blissfully.

"Sorry if I didn't... you know. For you," Twilight says.

Cheerilee shushes her. "Next time. That was plenty for one night." Cheerilee sighs loudly, her eyes dreamy. "My first time with a mare."

"You were amazing. I can't believe you've never done this before."

"Well... I've done something like that before. You're right, it's not all that different."

Twilight's mind is back in form. She remembers to be curious. "So... you're kind of experienced, aren't you?" she says, arching an eyebrow.

"Well... the thing is..." Cheerilee shrinks away from her.

Twilight grabs her and hugs her close again. "I don't think that's bad. I think I like it, actually."

"Oh. Really?"

"Mmhmm. It's different. For me, I mean."

Cheerilee relaxes into Twilight's arms again. "Okay, you're right... I've had a few boyfriends. And a few flings here and there," she says.

Twilight's ears perk up. "Really? How many?"

"Uhhh..." Cheerilee shrinks again. Her eyes shift around.

"Sorry. Never mind." Twilight feels strange – the urge to keep Cheerilee comfortable is overpowering her urge to know.

"You really don't think that's...?" Cheerilee says.

"No, I'm just curious. About you," Twilight says. "You've dated a lot here in Ponyville?"

"Oh heavens, no. I've been a saint since I moved back. It's just, you know... college."

*I really wouldn't know.*

"Have you ever been with a stallion?" Cheerilee asks.

"Just once."

"Oh? Anypony I know?" Cheerilee smiles in a way that makes Twilight snicker.

"Probably not. It was Applejack's cousin. He doesn't live here."

Cheerilee's mouth makes an O of surprise. Her eyes light up. "Braeburn?"

Twilight almost sits up in bed. "How did you...? You know him?"

"Not really. I met him once. At one of the Apple family reunions. He seemed nice."

*Well that just raises MORE questions! What was she doing there?*

Cheerilee sees the confusion on Twilight's face and goes on before Twilight can form her words.

"I was Mac's girlfriend at the time. He brought me along."

"You used to go out with Big Mac?!" Twilight gushes like a gossiping school filly.

"Big Mac." Cheerilee sighs. "You know he hates being called that?"

*I... wha... what?!*

Twilight just hangs her mouth open.

"He was my first boyfriend. We went to school together here, before... before I moved to Fillydelphia."

"That's crazy! Were you two serious?"

"Oh, definitely. He's such a gentlecolt. He was so good to me."

"Huh." Twilight chews that over.

*Well, wait...*

"What happened?" she asks.

Cheerilee gets a far away look for a second. Just as Twilight thinks she might not get an answer, Cheerilee speaks.

"I went to college. He stayed here. We stayed in touch at first but... we made some mistakes. We were younger. We were stupid, maybe. I don't know."

"I'm sorry." Twilight snuggles closer to her.

"I really wanted to be there for him, especially after... you know. After."

*After?*

"It was hard. For both of us," Cheerilee continues. "God, what am I saying? It was so much harder for them. All of them. I shouldn't pretend I know what it felt like."

Twilight feels the older mare shiver and press into her.

"What are you talking about?" Twilight asks.

Cheerilee looks at her, eyes wide in shock.



"You don't know?"

*Apparently I don't know ANYTHING.*

"...no?" Twilight says.

"You go to Sweet Apple Acres all the time, right? You never wondered why you've never met Applejack's parents?" Cheerilee says.

"Oh!" Twilight fumbles with her brain. Of course she knew, had realized at some point, that Applejack's family tree was conspicuously missing a very important pair of ponies. But...

"She's never talked about it," Twilight says. "None of my friends have talked about it, actually. I just know I've never seen them."

"I guess that makes sense." Cheerilee casts her eyes down at Twilight's neck. Twilight waits. Curiosity burns in her tongue, but she's terrified to voice it. Cheerilee shuts her eyes, sinking her head into the pillow.

"I'm sorry, I can't really..." Cheerilee looks at Twilight with pain in her eyes. "I should explain. But I don't know if I can."

*Darn it, I want to know! Calm down. This isn't her story.*

"That's okay. They weren't your parents. I'm sure Applejack would prefer telling me in her own way," Twilight says.

"It's not that. I was with Mac when it happened," Cheerilee says.

"Well that doesn't obligate you to share it or anything," Twilight says, creasing her brow.

"No, you don't understand," Cheerilee says, shifting her eyes away. "I was there."

Twilight blanks for a second, then bites her tongue.

"Oh." She feels queasy. "Oh... you don't want to talk about it."

Cheerilee shakes her head slowly. "Sorry. It was... it was bad." Her voice cracks on the last word. Her eyes start tearing up, and she crushes them closed.

Twilight, in a rare moment of emotional intuition, pulls Cheerilee close and holds her. They lie together, completely still. A weird cocktail of emotions washes over Twilight. Sad at the story she's catching glimpses of. Compassion for her date's pain. Joy at being here to comfort her. It's indescribable.

Cheerilee sniffs loudly and pulls back from their embrace. She's forcing a smile.

"Gosh, how did we end up talking about this?" She wipes her eyes.

"It's okay. I had no idea," Twilight says. Questions push at her lips. She tries to pick one that isn't guaranteed to make Cheerilee sad.

"Do you and Mac... do you get along now?" Twilight asks.

"Sure. Superficially, anyway. We haven't really talked. Not in a long time." Cheerilee props herself up on an elbow, running her other hoof over Twilight's side. "I wonder sometimes. About me and him. If I hadn't left."

Twilight isn't sure what to say. She wraps Cheerilee's hoof in her foreleg, trying to be patient.

"But then I wouldn't be here with you," Cheerilee says.

Twilight is still trying to swallow those words as Cheerilee wraps herself around Twilight's body, sighing. Suddenly it's very hard to remember all her questions. She feels Cheerilee's chest rise and fall against her own, feels the gentle pounding of her heartbeat thudding into her ribs.

Twilight holds her tight in the darkness. Warmth invades her chest. She feels like she's glowing with what can only be some kind of love. She feels closer to Cheerilee than ever, for sure, but hesitance gnaws at the back of her mind.

*Maybe this is okay.*

Maybe.

*Maybe we could really have something.*

Maybe this is real, and not just sex.

*Maybe it IS love.*

Twilight Sparkle stirs in an unfamiliar bed. Arms are wrapped around her. Her arms are wrapped around something. It's big and warm and soft, like the world's loveliest pillow. She nudges her face against it, whimpering a little.

The arms tighten around her body, cradling her.

*Oh... oh that's nice.*

Twilight sighs and smiles, digging her face into someone else's coat. Her mind isn't really processing this – it simply sits in a sleepy haze, letting instincts take over. She lies there, floating on the surface of sleep. Everything is warm and soft and safe.

A pair of lips press against her forehead. She wakes up a little.

"Morning, sleepy," Cheerilee whispers against her ear.

Twilight murmurs some nonsense, her smile turning deeper.

"Don't go anywhere. I'll get breakfast."

Movement. Twilight's forelegs are being tugged, dragged, and then they're empty. She doesn't get up or even open her eyes. She curls her arms and legs against herself, trying to make up for the sudden emptiness there.

She dozes. Twilight is stuck in limbo, eyelids fluttering against themselves. She's barely cognizant of hearing herself snore. It would be strange if she was thinking more clearly. Her hooves twitch here and there.

Time passes.

Her eyes snap open, forced awake by her body.

*Stupid biological needs!*

She stumbles down the hallway, to the bathroom. Once that's taken care of, she resists the rude urge to look through Cheerilee's medicine cabinet. When she creeps back into the bedroom it's still empty. She flops back onto the bed.

She closes her eyes. They open again on their own. Her mouth is dry, her tongue scratching against her own lips.

*Stupid, stupid biological needs.*

Remember when Spike learned what hibernation was? He fell in love with the idea immediately.

*I could do with some of that.*

She sighs again and sinks into the bed. Her eyes wander. Cheerilee's bedroom is small but cozy, like the rest of the house. A few old posters hang on the walls, concert listings for bands that Twilight's never heard of. A desk is next to the bed, covered in textbooks, stacks of paper, and a disorganized mess of school supplies.

*Gosh, she leaves more books lying around than me.*

She doesn't have a baby dragon to pick up after her, Twilight thinks with a smirk. A picture frame on the desk catches her eyes, a gaudy pink thing with the words "BEST FRIENDS 4 LIFE!!!" across the bottom in garish, glittering letters. The picture shows Cheerilee, younger than Twilight is now. Maybe high school age? She looks ridiculous, her hair a large, frizzy mess, her clothes bright and strange.

*Are those leg warmers?*

She's standing with her forelegs around what could only be a young Bon-Bon and another mare Twilight thinks she might know. There, yes, her cutie mark is a strawberry and a bunch of grapes. Twilight knows she's seen that pony around town, but the version of her in this picture is younger than she ever would have recognized. All three of them are grinning at the camera, happiness shining in their eyes.

Twilight thinks of her own friends. A weird pang of sappy sentiment wells up in her.

*We should get a group picture done sometime. How have we not done that?*

She makes a mental note to look into it later.

Hooves clop up the stairs outside. Twilight breathes deep and feels a momentary urge to pretend to be asleep.

*That's silly. What's wrong with me now?*

Before she can begin to puzzle out an answer, Cheerilee enters the room. She has a tray balanced on her back, and she walks over and sets it on her desk with the utilitarian grace of your typical earth pony. Twilight's eyes go wide.

*No way! No way, this is amazing!*

The tray is weighed down with coffee, orange juice, and plump bagels. The smell of the coffee alone is overwhelming. Twilight sits up, mouth watering and stomach growling.

"Wow, I heard that. I guess you're hungry, then?" Cheerilee says.

"Uh huh." Twilight nods dumbly, not taking her eyes off the food. Cheerilee climbs into bed with her and sets the tray between them. Twilight goes right for the coffee. She cradles it in her hooves, sniffing at the steam welling up from the glorious brown liquid. It's not too hot, so she guzzles a fair bit down, feeling more awake instantly.

*Oh, caffeine. My one true love.*

Cheerilee giggles at her. It's a beautiful sound, but it triggers a pang of self-consciousness in Twilight.

"...What?" Twilight says.

"Your face. I've never seen someone so excited about coffee," Cheerilee says between bites of a bagel.

"Oh." Twilight looks down at her drink. "I thought you were laughing at my bed head. Spike always cracks jokes about it."

Cheerilee snorts and pokes a hoof into Twilight's mane.

"Are you kidding? It's adorable," she says. "I won't laugh at yours if you don't laugh at mine."

Twilight smirks and looks at Cheerilee. The fuchsia mare doesn't look that different – her bouncy, loose curls are maybe just a little unruly now. And flatter on one side. Twilight holds a hoof up solemnly all the same.

"Deal," she says. Cheerilee nods seriously, sipping at a glass of juice.

They sit quietly, slowly enjoying breakfast. Twilight grabs a bagel and is shocked to feel how warm it is. It feels fresh from the oven.

"Did you make these?" Twilight asks.

"Oh, no. I just warmed them up," Cheerilee says.

"Mmmm," Twilight says through a full mouth. She recognizes the taste now. Sometimes she buys bread from the same store. Seconds pass. The only sound between them is chewing and sipping. An odd feeling creeps over Twilight, and it takes her a few bites of bagel and another gulp of coffee to put her hoof on it.

*I'm... happy. Completely happy. This is like when I started making friends for the first time.*

That's it. That's what this is.

*You haven't even thanked her yet, you idiot.*

"Hey." She turns to Cheerilee. "This is really great. I don't think anypony's ever brought me breakfast in bed."

"What, not even Spike?" Cheerilee says.

Twilight rolls her eyes. "He brings me coffee sometimes. After I yell at him for a while."

"Ha! Must be nice. I hope you don't work the little guy too hard."

Twilight winces a little, still smiling.

*Well, maybe I do. Sometimes. No, he's fine. It's good for him. I think.*

They pass a few more moments just chipping away at their food, chewing contentedly. Twilight's mind is gearing up to full speed, looking for something to occupy itself. It turns, as it so often does, to over-analyzing.

*What now?*

She ponders how to handle the morning after. She wants to make a good impression, but the means to do so are a mystery.

*Are we just supposed to... I don't know, say goodbye? Go about our days?*

Twilight wrinkles her nose up as she finishes her coffee. That doesn't feel right. It feels too early. She starts to wonder what Cheerilee is doing today, if she's busy or not.

*Is that weird? Can this date just keep going? Please?*

"So..." Cheerilee sets her glass down. "What are you up to today?"

Twilight silently squeals with glee.

*Calm down. Play it cool.*

"Not much. Probably just hanging around the library," she says.

Cheerilee raises her eyebrows with a bemused smile. "Really? No epic adventures? You're not going to vanquish a dragon or anything?"

"Well, it's not on the schedule. As far as I know." Twilight fakes a serious tone. "That's the thing about dragons actually – they hardly ever take the time to schedule things properly."

"How rude! Pesky dragons," Cheerilee says with a playful shake of her head.

"What about you?" Twilight says.

Cheerilee sighs. "I'm afraid it's work on the schedule for me. As usual," she says.

"What? On Saturday?"

"I have plans with my friends tomorrow. Which is when I usually do my lesson plans for the week. So I have to take care of it today."

"Oh." Twilight teases the rim of her coffee mug. "That's too bad. I was kind of hoping... we could... I don't know. Never mind."

"You too?" Cheerilee puts her hoof on Twilight's. "I didn't want to say anything. Three day rule, right?"

"Three what now?" Twilight says.

"Oh, you know. Don't call or anything for three days. So you don't seem... I don't know. Desperate, I guess."

Twilight scrunches her nose up again. "Ponies really do that? That's so arbitrary," she says.

"Really?" Cheerilee says, her eyes wide and excited. She catches herself quickly. "I mean... you think so?" she says again, much more normal this time.

"Sure," Twilight says, gawking a little at her own bluntness. It's just tumbling out, speeding right past her usual safeguards. "I want to see you more. Why would I wait for three days?"

Cheerilee breathes a deep sigh, staring dreamily at Twilight. Again, she catches herself before speaking.

"I guess it is kind of arbitrary," she says. "But I really do have to get my work done. Sorry. Maybe later tonight?"

*That sounds good. More than good.*

But part of her is screaming that it's not good enough – there's a small part of her brain *demanding* more time with this mare, somehow, any way it needs to happen. She hedges on dropping it at that. She's scared, scared of pushing things too far too fast.

*Maybe stupid rules about three days aren't that stupid after all.*

Whatever. Faint heart never won fair lady.

*I think you already "won" her.*

Whatever, whatever. Just do it!

"...Why don't you come over to my place? To do your work, I mean," Twilight says.

"Huh?"

"It's a library, right?" Twilight says. "You could bring your stuff over and maybe I could help you. Or something."

Cheerilee just stares at her, looking like she's holding back a smile.

"You want me to come over and... you don't mind me working?" she says.



"No, it'll be fun. I'll get out some of my books and you can do your thing... we'll be like study buddies!" Twilight gasps.

Cheerilee looks like she's turning it over in her head. She smiles, determined, like she's steeling herself up.

"...Okay. Okay!" she says. She kisses Twilight quickly on the cheek. "That sounds great, actually. It'll be a nice change. I need to get out more."

*Yes! Study date! Excelsior!*

"Just give me a little time to clean up around here and gather my things. I'll come over in a little while," Cheerilee says.

"Sounds good," Twilight says.

• • •

It was good. So, so good.

Twilight watches as Cheerilee packs up her saddlebags. They're sitting in the main room of the library. Twilight had come home that morning and badgered Spike into cleaning up the place with a frantic intensity normally reserved for crisis situations. Dragons, for example. Of the not-Spike variety. She can't figure out if it paid off or not. Cheerilee seems incapable of being anything but impressed and pleased.

*Almost like the way she talks about her students.*

They had spent hours talking. Twilight asked every question she could think of, following along as Cheerilee crafted her lessons, learning nuances she never would have prepared for. Cheerilee crafted every word and assignment with care, putting in something for every one of her students. It was beautiful to watch, a master at work at their own special calling. Twilight likes to think that she helped, even if she mostly just ordered Spike to find various reference books. It had been a most educational afternoon.

And then there was the silence! The glorious, wonderful silence. Long stretches of quiet, Cheerilee writing in one of her notebooks, Twilight deep in one of her own books. Just the two of them, sitting near each other, alone but not alone. Twilight had been afraid it would turn awkward, nervous that she would bother Cheerilee too much or not enough. Things had never even come close to such a turn. Everything was just... comfortable, somehow.

Not a single customer had interrupted them. It was a sunny, perfect spring day, now quickly turning into a warm, perfect spring night. Twilight gathers the last of Cheerilee's books up in a telekinetic grip and lowers them into the teacher's saddlebags, nestling them next to...

*What's this now?*

There's a small pink notebook in the bag, decorated with smiling flowers and hearts. It stands out next to everything else there – all textbooks and somber, single-color notebooks. Twilight floats it out of the bag, holding it up in the air.

"What's this one? Did one of your students forget it or something?" she asks.

Cheerilee turns to see what Twilight is asking about and panic flashes in her eyes. She snatches the book out of the air, pinning it to the floor beneath her hooves.

"That one! That's... uh... nothing. Ha! Just more lesson plans. Boring ones," she says, her cheeks turning a faint shade of pink.

Twilight raises an eyebrow. "You write lesson plans in... that?" Small, cartoonish flowers grin up at her from the notebook's cover. They look like Cheerilee's cutie mark.

Cheerilee looks down at the notebook. "Oh... oh *this* one. This is, uh... the other thing. The thing you said. One of my students gave it to me." She flashes an awkward smile at Twilight, then picks the notebook up in her mouth and crams it in the nearest saddlebag.

"I didn't mean to pry," Twilight says.

Cheerilee just looks at her. She opens her mouth, then closes it again, looking very worried. She waffles back and forth for a few seconds. Twilight silently snickers inside.

*She's so cute. What could possibly be in there?*

"Sorry," Cheerilee says, guarding the bag with her hooves. "I shouldn't fib. It's just kind of embarrassing."

"What, is it a list of crushes or something?" Twilight giggles.

"No... I... like to write. Sometimes. A little." Cheerilee casts her eyes down at the floor, creasing the bag between her hooves. Twilight gasps, smiling wider than Pinkie Pie.

"Oh my gosh you like to write?! What kinds of things? Can I see?" Twilight reaches for the notebook without thinking. Cheerilee jumps back, coiling her forelegs around the bag.

"NO! No, they're... they're not finished. Sorry," she says. Her face is almost as red as Big Macintosh. She closes the flap on the bag. Twilight steps back, trying to give her some space.

"So... what do you write? Stories, or..."

*Isn't it obvious?*

Twilight gasps again.

"Do you write poems?" she gushes.

Cheerilee grins carefully and nods.

"That's not embarrassing, it's neat!" Twilight says.

"...I write other things, too. Short stories. Mostly," Cheerilee says, shifting her eyes around.

"Can I read some? Please?" Twilight tries to smile the way she's seen Apple Bloom smile.

"Oh no, no I couldn't... they're not very good. In fact, they're all pretty bad."

"Please?"

"No. Sorry. It's private."

Twilight readies another assault, but pauses. Cheerilee looks completely mortified. Just... cringing. She's glaring down at her own hooves.

*I didn't mean to upset her...*

How strange.

*We had sex last night, for pony's sake.*

She wants to see, badly. But again, the desire to not upset this mare overrides her curiosity. Twilight creases her brow.

"Okay. I respect your privacy," she says very formally, her nose up in the air. Then she flashes Cheerilee a new variant of the seductive smile, persuasive edition. "But I'd still love to read your stuff sometime."

"Thanks. Maybe. Sometime." Cheerilee smiles uneasily, looking more calm.

"Anyway." Twilight looks around, trying to find a new direction. "Are you hungry?"

"Yes, actually. It is about dinner time, isn't it?" Cheerilee says.

"Mmm." Twilight glances through the doorway into the kitchen. Spike is still hard at work cleaning up from lunch and the various snacks Twilight made him prepare as the afternoon wore on.

"I guess I could have Spike make us something again," she says.

"Oh, give the poor little guy a break. Do you know that sandwich stand over by the park? Let's go there."

Twilight flashes back to a gold-coated stallion slinging her bag over his shoulders, smiling at her. She can almost smell the leather of his hat. She shakes her head before the memory goes any further.

"Good idea. Spike?" Twilight yells. She leaves Cheerilee in the main room and practically bounces into the kitchen.

The little dragon grumbles something over the sound of scrubbing.

"We're going out for dinner. Do you want me to bring anything back?" she says.

"You two have been hanging out all day and now you're getting dinner?" Spike stops scrubbing and glares up at her.

"I know!" Twilight balances on hoof edge, beaming.

"But that means I have to stay here and..." Spike looks down at the sink full of dishes.

"I know, I know, I'm sorry," Twilight says. "Please? This is going really well."

Spike heaves a weary sigh.

"Fine. Just get me some..."

"Hay fries. Extra crispy," Twilight says.

Spike nods and grumbles something that sounds vaguely like a thank you.

"Best assistant ever!" Twilight rubs her hoof on Spike's spines. "Don't worry, we'll be right back."

She trots back into the main room, the sounds of Spike's grumbles fading on her ears.

"You know what he wants?" Cheerilee asks.

"Same thing every time." Twilight rolls her eyes.

"He seems like such a good kid. You're really lucky," Cheerilee says as they step outside.

"Yeah... yeah, he is," Twilight says.

"How did you end up with him, anyway?" Cheerilee asks.

"That's a funny story, actually," Twilight begins. "When I was a little filly in Canterlot..."

They walk. Twilight talks. The sun is just starting to set. The streets of Ponyville are bustling, full of ponies enjoying a lazy Saturday. Cheerilee listens with fascination, nodding along as Twilight tells a tale of magic and tests and goddess monarchs. The story runs on longer than she meant it to. She always forgets just how much is tied together in this one story.

They reach the stand and spend a long time waiting in line, of course. Twilight asks Cheerilee how she got her cutie mark. Cheerilee's story is over before they've even ordered their food. Twilight is about to ask her more about teaching when they reach the front of the line.

Two sandwiches and an order of hay fries, please. Extra crispy.

They wait, idly pony-watching.

*I've been here over a year and I still don't know so many faces.*

It's not a big town. Cheerilee is nodding or waving at almost every other pony that walks by. All of them wave at Twilight as well, smiling in recognition. She waves back sheepishly. She's never felt so in the spotlight, under the public's eye.

"Order up!"

They split the bill and perch their brown paper bags on their backs.

"So... back to the library?" Twilight says.

"Let's take a walk," Cheerilee answers. She trots off into the park across the street, with Twilight in tow. Twilight follows mindlessly, taking in the scene. The park is gorgeous, bathed in fading orange light. Small groups and pairs of ponies are scattered around, enjoying the fresh air.

*It IS quite the view, isn't it?*

Twilight suppresses a snicker. She's walking just behind and to the side of Cheerilee. Her eyes keep wandering over the smooth curves of the fuchsia mare's rump. She tries to hide it at first, but then wonders why she should bother. Her eyes move up, and her hooves freeze.

Cheerilee is staring back at her over her shoulder. Her lips are pursed out in a kind of scolding grimace, but her eyes are shining with amusement.

Twilight clears her throat loudly. Cheerilee bumps her side lightly with her flank.

"Get a hold of yourself there, sweetie."

"I'm not sure if I can," Twilight says, lowering her eyebrows. Cheerilee gives her a smile that makes her ears heat up.

*Wow, that... did not sound as nervous as it did in my head. That actually sounded kind of suave! How did that happen?*

Cheerilee nods towards an empty picnic table just off the path. They sit down and unwrap their food. Twilight nibbles on her sandwich, paying more attention to the pony sitting next to her. Cheerilee eats quietly, leaving her sandwich on the table, grazing at it.

*No wonder Applejack eats grass, earth ponies eat like that all the time.*

Don't be rude.

*It's bad enough that you're staring at her, you don't have to start stereotyping.*

Cheerilee picks up on her stare and stares back, wiping her mouth with a hoof.

"What?" she says as soon as her mouth is empty.

"Uh... nothing, I guess."

"Nothing, huh?" Cheerilee smiles mischievously. "So you're just watching me eat?"

"Yup." Twilight grins.

"Okay then. I guess I'll just have to watch you eat."

Cheerilee leans forward, bugging her eyes out wide. She stares intensely at Twilight's sandwich, creasing her brow. Twilight keeps staring at her but Cheerilee doesn't move. Twilight shrugs and lifts her food into the air with magic. She floats it up to her mouth slowly, casting sideways glances at Cheerilee.

Her date is following the floating sandwich with her eyes, frowning in concentration. Twilight opens her mouth, but can't bring herself to actually take a bite. She falters and drops the sandwich, raising her eyebrows at Cheerilee. Her green eyes pierce into Twilight, unmoving. Twilight screws her face up in confusion before noticing the slightest hint of a smile forming on Cheerilee's lips. Then the stare cracks completely and Cheerilee is laughing quietly. Twilight can't help but laugh with her.

"Heh... you had me going for a second there," Twilight says.

"I know."

Twilight's eyes are torn away from Cheerilee by the sight of two very familiar ponies coming up the path near them.

"Oh my!" Rarity perks up the moment she catches sight of them. "Twilight! And Cheerilee! How nice to see you... together!"

"Hey girls." Twilight waves at the pair. Fluttershy nods back.

"Fluttershy and myself were just taking a lovely walk. Would you mind terribly if we joined you for a moment? I was just thinking of finding a place to sit," Rarity says, pausing on the path.

Twilight opens her mouth to say yes, but instead looks to Cheerilee, her eyebrows raised.

"Oh!" Rarity gasps. "Oh, where are my manners? How could we even think of interrupting?"

"No, it's fine. We're just having sandwiches." Cheerilee motions them over. "Please, sit! I feel like I haven't talked to you in ages."

"How gracious of you. Indeed, it's been months." Rarity settles in at the table with them, and Fluttershy silently follows suit.

"You two know each other?" Twilight says.

"Well, from afar, I suppose," Rarity says.

"Your friend was a few years behind me in school," Cheerilee says. "She made me a lovely costume for the school play that one year."

"Oh, those old things?" Rarity laughs. "Those were nothing. You should come by my boutique sometime. I'd love to fit you for something."

"Right, you have your own store now! We all knew you would," Cheerilee says.

"Oh, my own store... you make it sound so official! It's nothing major, just a venue for my creative side." Rarity grins smugly.

Twilight rolls her eyes. She's seen Rarity's ego being stroked plenty of times before, and it's always the same.

"This is my friend Fluttershy," she chimes in.

"Don't be silly, Twilight, of course I know her name," Cheerilee says.

"You do?" Twilight says.

"You do?" Fluttershy says, eyes wide.

"One of the famous Elements of Harmony *and* a supermodel? Honey, I think everypony knows your name," Cheerilee says.

"Oh?" Fluttershy says, then tries to hide further under her bangs. "Oh... that."

"Don't worry, I won't ask for an autograph or anything," Cheerilee says. "Besides, you helped me with that field trip last year."



"You remember that?" Fluttershy says.

"Field trip?" Twilight says.

"I brought my students on a hike through Whitetail Woods. Fluttershy was an excellent guide. She's much more knowledgeable than me when it comes to the local flora and fauna," Cheerilee says. "And she's pretty good with kids, too."

"Um... thanks. I try. I'm really more of an animal pony, though." Fluttershy reluctantly makes eye contact with the unfamiliar mare.

*Good girl, Fluttershy! Responding to other ponies. Just like we talked about.*

Twilight nods with pride. She's not sure if she should praise Fluttershy for this display right here, in front of others. Rarity talks again before she can make up her mind.

"Forgive me if this is a bit nosy. But I just have to ask... you two look smashing together, by the way," Rarity says.

Twilight looks away, happily embarrassed. She's surprised to see Cheerilee doing the same thing.

Rarity continues, "But I thought your big date was last night?"

*Darn it Rarity, you and your hunger for gossip...*

"It was. You told your friends about us already, huh?" Cheerilee taps Twilight's side with a hoof.

"Heh, well... uh..." Twilight feels her face heating up and her hooves fumbling around on their own. "The restaurant was Rarity's idea," she says. Rarity grins at them, waving a hoof. "And the flowers were Fluttershy's idea," Twilight says. Fluttershy nods, smiling from under her shield of hair.

"I guess I should thank you both, then." Cheerilee smiles warmly at them.

"Don't mention it. Twilight came to us for advice and we just had to help. She wanted so much to impress you, but she had no idea what to do. The poor dear." Rarity smiles wickedly.

"Ha ha!" Twilight barks out a loud, hollow laugh. "Thank you for that information, Rarity." Twilight puts on her biggest, fakest grin. She starts to wonder if she can kick Rarity with her magic without being noticed.

"That's cute," Cheerilee says. She puts her hoof over Twilight's, calming her. "Don't worry about it. I might have let a few things slip to some of my friends, too."

"Really? What did they say?" Twilight blurts out.

"Twilight Sparkle?! *The* Twilight Sparkle?" Cheerilee says in mock amazement. Twilight laughs nervously.

"Oh, she's so modest. Look how nervous you're making her," Rarity titters. "It's so lovely that you're dating one of my friends. To think, when I was a filly you and Macintosh were such an item," Rarity says, casting a subtle look at Fluttershy. Fluttershy perks up at the mention of the big red workhorse, but doesn't say anything.

"Oh my god, you remember that?" Cheerilee says.

"Of course I do! You two were the talk of the town back then," Rarity says. Fluttershy's eyes get wider and wider.

"Gosh, I didn't think so," Cheerilee says.

"Come now. Surely you're joking?" Rarity says. "I've always wanted to ask you about... well, about him."

Cheerilee cocks one eyebrow at Rarity in response.

"Oh no, no, not like that. Don't get me wrong, he's a lovely male specimen," Rarity says. A ghost of a blush plays across Fluttershy's cheeks. "But he's a bit rough around the edges for my tastes. And, well... I've heard some things. There are so many rumors, I thought you might be able to shed light on the situation."

Cheerilee casts her eyes down, frowning. "That was all after I left. I don't really know what happened," she says.

Twilight feels frozen in place, like she's watching a carriage accident unfold in slow motion.

*Rarity will you please just shut up already?*

"Surely you must know something about it?" Rarity asks.

"AHEM." Twilight glares at Rarity. "Certainly some lovely *weather* we're having, isn't it?"

"AHEM." Fluttershy glares at Twilight.

Twilight drops her jaw in shock.

"I mean... um... sorry," Fluttershy says.

"It's okay, Twilight," Cheerilee says, then turns to Rarity. "I don't know what to say, really. Like I said, I don't know what happened. I just heard things when I moved back here."

Twilight's own curiosity is hidden behind raging panic. Rarity opens her mouth to say more, but her words die on her lips. A shadow passes over them, trailing behind a multicolored blur, and all eyes shoot up to follow it. Twilight sighs in relief.

*Rainbow Dash to the rescue...*

"Hey, Rainbow Dash!" Twilight says very loudly. "We should get her down here and talk to her. About other things." She glares at Rarity. Rarity pouts back at her.

Pinkie Pie comes bouncing up the path, her eyes on the flying pegasus. Her eyes dart down and a smile explodes onto her face when she sees the four of them sitting.

"Hey guys! Rainbow Dash is doing a super duper brand new move from her tricktionary! You wanna watch with me?"

Before anyone can answer, Rainbow Dash is hovering over their picnic table.

"Yeah, you guys should come check it out! It's gonna be... oh! Hey Cheerilee." Rainbow Dash waves down at her.

"Hi, Rainbow Dash." Cheerilee smiles up at her.

"So I guess that date went well, huh? Figures. Twilight's such a nerd and all, of course she'd fall for a schoolteacher," Rainbow Dash says.

"Ha ha. That's *hilarious*," Twilight growls out. "Why don't you just show us that trick Pinkie's talking about?"

"You guys gonna watch? Awesome! You gotta come over to the creek, though. I need the open area."

Dash darts off through the air. Pinkie Pie bounces off in the direction of a stream nearby, a calm trickle of water that runs right through the middle of Ponyville. Rarity and Fluttershy follow together, trailed by Cheerilee and Twilight.

"All we need now is Applejack. Complete Harmony set," Cheerilee says.

"She's always working. Kind of like you," Twilight says.

"Mmm. So, which part of last night was Rainbow Dash's idea?" Cheerilee waggles her eyebrows.

"Oh! Heh... well we didn't do her idea. Yet." Twilight blushes a little, proud at letting that one slip out.

"Oh my! Now you've gone and gotten my hopes up," Cheerilee says.

Twilight knows she should counter with some kind of innuendo, but nothing comes. Something else is tickling her mind.

"Do you... do you think I'm a nerd?" she asks.

"Well, you are kind of a nerd," Cheerilee says.

"Oh."

"Sweetie, I love that about you. I'm one too, after all."

"Really?"

Cheerilee stops and raises a solemn hoof.

"Hello, everypony. My name is Cheerilee and I am a closet nerd."

"You do a much better job of hiding it than me."

"Years of practice. Besides, I'm of the opinion that you kind of have to be a nerd if you're going to be a good teacher."

Twilight's face goes blank as she swallows that one. It seems so obvious, and makes perfect sense. She never in a thousand years would have thought of it herself.

"Anyway," Cheerilee says. They've reached the edge of the water, a tamed set of terraces decorated with walkways and flowers. "I can't believe I get a private showing of a new trick from the famous Rainbow Dash!"

"Oh, it's not so special," Rarity says. "She'll most likely just crash or explode or something." The five of them are lined up on the stream bank now. Pinkie Pie is bouncing and shaking, looking up at the sky.

"That's not fair. Rainbow Dash is an excellent flier," Twilight says.

"Yes, but..." Fluttershy butts in. "She probably *is* going to crash or explode or something."

"Explode with awesome!" Pinkie Pie yells.

Five pairs of eyes crane up, following a rainbow contrail high above. Rainbow Dash paints a streak of color across an already colorful sky, shining in the glow of dusk. Other ponies around the park are looking up as well, *oohing* and *aahing*.

"You know, Twilight..." Cheerilee leans in close to her, speaking quietly. Just for her ears. "You really know how to show a girl a good time."

"Oh?"

Rainbow Dash is looping down, skimming above the treetops. She disappears somewhere upstream.

"Fancy dinner. Flowers. Studying. And now an air show. Not bad for a first date!" Cheerilee says.

"Second. Does this count as third now?" Twilight says.

"Maybe. Who cares?"

They can see Rainbow Dash again, streaking right above the stream. She's near top speed, blasting her way just above the surface of the water. She's kicking up huge waves of water in her wake, almost emptying the stream onto its banks.

"Wait a minute..." Twilight furrows her brow, piecing together her observations. Pinkie Pie is laughing so hard she falls over.

"Oh my..." Rarity says, backing away.

"...goodness!" Fluttershy shields herself with a wing.

The words *You've gotta be kidding* never have a chance to leave Twilight's mouth. Dash rockets past them, and for just a moment all Twilight can see is a wall of water, glowing with the rainbow colors of the blue pegasus pony's wake.

*That really is quite pretty, actually.*

And then gallons upon gallons of cold, muddy water crash down on them. Twilight realizes just too late that she probably could've shielded them with magic. But she didn't. She opens her eyes as soon as she can breathe again, shivering as the breeze cools her wet coat.

Rarity is squirming in place, stomping her hooves in the puddles all around them and making annoyed little gasps. Fluttershy's face is totally hidden behind her soaked tresses of mane. Pinkie Pie is rolling around in the mud, laughing so hard that she's gasping for breath.

"Hee hee... did you... did you girls like the trick? Ha ha! I helped Dashie think it up. I call it the Filly Splasher!" Pinkie Pie chokes out.

Twilight groans and gives Pinkie a stare of death, which goes completely ignored. She turns to see Cheerilee shaking water and mud out of her hair.

"I'm so, so sorry about this. My friends are... um..." Twilight searches for words, forgetting the mud caking onto her own coat.

"Two meanings. I get it," Cheerilee says, not looking at all perturbed.

"Huh?"

"Trick. They tricked us by saying they would show us a trick. Kind of clever, actually," Cheerilee says.

"You... you're not...?" Twilight says.

"We'll just have to get them back sometime." Cheerilee grins devilishly. Twilight just stares at her.

"Oh man!" Rainbow Dash comes to a hover above them, snorting into her hoof. "So, uh... what did you guys think of my new trick?"

"I thought it was great!" Pinkie Pie tries to bounce but slips in the mud, landing right on her face. She's up again in an instant, laughing her flanks off.

"Rainbow Dash!" Rarity barks. She's trying to walk without touching any mud, unsuccessfully. "That was most..." She slides around, barely keeping her balance. "Inappropriate!"

Dash watches Rarity slip in the mud with undisguised glee. Then she sees Fluttershy wringing water out of her mane and she can't contain herself anymore. Rainbow Dash explodes into laughter, barely keeping herself afloat.

"You really aren't upset?" Twilight says to Cheerilee.

"Oh, please. I deal with teenagers all day. Thick skin is a job requirement."

"Huh." Twilight starts to sit down, then looks at all the grass around them, now soaked and muddy. "Still, sorry. I swear my friends are actually... well no, this is pretty much what they're like."

"They certainly aren't boring." Cheerilee reaches over and wipes a particularly thick chunk of mud off Twilight's cheek. "I was worried about meeting your friends, actually. I was scared they might not like me or something."

"Scared? Of course they'll love you. I lo—" Twilight freezes.

*And what exactly was I about to say next?*

Cheerilee's eyes go wide, then she smiles and taps her hoof lightly against Twilight's chest.

"Whoa there, sweetie. One step at a time."

Twilight smiles bashfully, not feeling the patches of mud hardening into her coat.

"I like you," she says quietly. Cheerilee laughs once, loudly.

"I like you, too." They lock eyes for a long moment. "Come on. Let's go get cleaned up."

Twilight nods and does a quick check on her friends. Rainbow Dash is carrying Rarity to drier turf, rolling her eyes at the stream of indignant chatter coming from the unicorn. Pinkie Pie is wringing out Fluttershy's tail, apologizing even through the last of her giggles. Twilight bids them all a quick goodnight, then turns to walk away.

"Applejack?" She pauses mid-step. Applejack is standing on the path nearby, looking confused.

"What in the hay did I miss this time?" she says.

"Oh, you know," Twilight says. "The usual nonsense."

• • •

Twilight shuts the faucet off with a glow of her horn. Her bathtub is full almost to the brim with hot, steaming water. It looks tempting, but she turns away.

"Okay. That looks good," she says.

Cheerilee is standing in her bathroom behind her. "Thanks again. I'm such a mess right now." She stares at the tub, obviously aching to sink into the hot water.

"Don't mention it. Here, I'll get some more towels. Be right back!" Twilight trots back out into the library, humming tunelessly. She rummages around in a closet and starts yanking out plush towels, floating them together into a neat pile with her magic. She's so focused on her chore that Spike's voice startles her.

"Is she taking a bath here?" he says from a chair nearby, not looking up from his comic book.

"Huh?" Twilight barely looks over from the closet.

"Cheerilee. Doesn't she live right down the street?" Spike says, still not looking up.

"Huh. Yeah, I guess so. I don't know, I didn't really think about it. I offered and she said yes."

"Okay." Spike shrugs.



"Problem?" Twilight cocks an eyebrow at him. He still doesn't look over.

"Naw. Just asking."

*Well, all right then.*

Twilight tries to think back to the last time she bathed Spike.

*Shoot, that was back when I moved here.*

Right before he started acting all grown up and insisting he could do it himself. She eyes him as she walks by with her towels, trying to gauge his feelings. But the little dragon seems genuinely absorbed in his comic book. He doesn't look up at all.

*All right then, indeed.*

She walks back into the bathroom, floating the towels along with her.

"Here we go! Plenty of – oh." Twilight pauses. Cheerilee is already in the tub, up to her withers in the steamy water. Her mane is deflated, hanging loosely around her face in damp curls. She looks over as Twilight enters. Twilight feels her ears flatten out and her knees go a little wobbly. A hind leg shoots out on its own and pushes the door closed behind her.

"Thanks. You can leave them right there." Cheerilee nods at the floor next to the tub. Twilight sets the towels down, trying not to stare too intensely. She feels rude for some reason, like she's intruding.

"There you go. I'll just... uh... leave you to it. I guess." She starts to back towards the door.

"Actually, could you get my back?" Cheerilee leans forward against the edge of the tub, displaying her shoulder blades. "It's hard for us earth ponies."

Twilight freezes. It feels like her tail is stuck in a light socket. Cheerilee is staring at her over her shoulder, her eyes sending all kinds of chills through Twilight's spine. Twilight traces the pink form of Cheerilee's body with her stare, sliding her eyes over the curve where rump meets midsection. It's distorted in the water, blurry and shifting.

"Well?" Cheerilee raises her eyebrows and wiggles her backside, sending small waves through the water.

*Oh sweet Celestia... thine grace is great on this day.*

Twilight swallows hard and steps up to the tub. Cheerilee folds her forelegs on the far edge of the tub and rests her chin on them, waiting. A bar of soap sits in a small dish on the other edge. Twilight picks it up with a glow of her horn and rubs it up and down Cheerilee's back. She can feel the muscles tense up against her horn, and then relax as the touch of the hard bar becomes familiar. Twilight rubs until a good lather is worked up, then puts the soap down.

"Can I... should I use my hooves?" Twilight asks.

"Please do."

*Ohhhhhh yeah... definitely gotta use the hooves for this one.*

Twilight reaches out slowly, carefully. It's a tiny bathtub, really. She has no problem reaching Cheerilee. But she always uses magic for everything – actually using her hooves feels almost... unnatural.

*Hey, she said it was fine.*

Indeed, she did. Twilight presses her hooves into Cheerilee's back on either side of her spine. Cheerilee matches her touch with a sharp intake of breath – Twilight can feel her chest expand, feel her back raise against her hooves. Twilight rubs up, pressing her hooves into a soft coat, slick with water and soap. Her hooves sink into the supple muscle as she rubs down, tracing two ovals across Cheerilee's back. She rubs up and down, slowly, relishing every shift of flesh against her hooves.

"Ahhhhh... that's perfect," Cheerilee sighs.

Twilight licks her lips as she rubs more. A few drops of water crawl down her forehead. She's not sure if it's sweat or condensation from the steam. She tries to concentrate on the task at hand, staring at the ripples of dark skin that form in front of her hooves as she pushes. Her hooves move easily over Cheerilee's body, caressing out the small bits of mud left sticking in her coat.

"Don't forget my lower back." Cheerilee raises up on her haunches, making a splash of water as she exposes more of herself. Her dark pink back stretches out in front of Twilight, from the nape of her neck to just the top of her rump. Twilight feels her cheeks flush with color and becomes aware that her tail is flicking around wildly. She greedily moves her hooves lower, pressing down hard along the sides of the spine.

Cheerilee's tail bobs around, dragging the heavy wet hair instead of flicking. Her tail slides over the curves of her cheeks, leaving trails of water behind. Twilight is scrubbing hard with her hooves, but her eyes are fixed lower, staring at the glimpses she's getting of the teacher's exposed privates, tantalizing peeks blurred by hot water and wisps of steam.

Twilight's mind is racing almost as fast as her pulse. She pictures just pushing Cheerilee forward, bending her over the rim of the tub, and then diving into those moist folds with her tongue. She bites her tongue instead. Her hooves falter a little, sliding down Cheerilee's sides and lower, onto the tops of her flanks.

"Ooooooh, Twilight. That's not really my back, is it?" Cheerilee purrs.

"Heh. Uh... there's some mud here, too," Twilight lies.

"Are you saying I'm a dirty girl?" Cheerilee casts a smoking look over her shoulder.

"...What?" Twilight pauses, her head almost spinning with confused lust.

"Just say yes, sweetie."

"Uhhh... yes?"

"Well, do what you must. I won't stop you." Cheerilee turns her head away and wiggles her rump right at Twilight. Twilight shudders, losing control of her arms for a moment. They slide down into the water, brushing right past...

"Eek!" Cheerilee's whole body shakes and she shrinks into the water, curling her tail around herself.

"What? What did I do?" Twilight's senses come back just a little.

"Heh... ahem. Sorry. My cutie mark. Kind of... uh... sensitive." Cheerilee turns to her and grins, her chest heaving a little.

"Oh." Twilight puts a hoof to her chin. "Sorry if I startled you. I didn't mean to touch you like... like that."

"No apology necessary." Cheerilee slides closer to Twilight, their faces close together. Twilight feels weirdly lost, nervous, like she used to back when this all began. She thinks back to Rarity's books for the first time in a while.

"But I read that... I've always read that the cutie mark is kind of... I don't know. Intimate? Special? You know... serious."

"That's adorable," Cheerilee says. "So you've never...?"

"No." Twilight fidgets uncomfortably.

*I thought I was done being all nervous about this. Oh well...*

"I mean... it's just getting rubbed on your flank, right? Does it feel different?"

Cheerilee gives her a quick kiss on the cheek and then leans back into the tub, drifting away from Twilight.

"Why don't you come on in and find out?"

Nervousness melts away. Twilight's eyes go wide for a second, then she grins like she's cornered her prey.

*It's really the other way around. She's so...*

Twilight's mind races for words as she climbs over the edge of the tub. Knowledgeable? Experienced? More than that... it's like she's...

Twilight gasps as the hot water wraps around her limbs. She dips in slowly, crawling on top of Cheerilee. There isn't enough room in the tub to go anywhere else. Cheerilee lies back against the end of the tub, rubbing her forelegs against Twilight's as she settles in. The water rises up to the edge of the bathtub, almost flooding over the sides.

*There's still so much I don't know. She can teach me. That's it.*

They lock eyes as Twilight muddles through her thoughts. She feels like she's floating above Cheerilee, suspended in hot, soothing comfort. The initial stinging of heat against her coat fades, replaced by warmth enveloping her belly and haunches. She stands in place, wallowing in it.

Cheerilee lifts her neck up and they share a long kiss, snapping Twilight out of her reverie. Twilight lowers herself fully into the water, wrapping her arms around Cheerilee's shoulders. When she opens her eyes, Cheerilee is looking up at her, a sultry look that sends her heart racing. She can feel Cheerilee's forelegs pinned against her chest, rubbing into her wet coat.

"I can't really show you like this. Turn around," she whispers.

*Oh, teach me, you dirty mare!*

Twilight just nods, murmuring something affirmative. She shifts onto her rump and spins around. Cheerilee drapes a foreleg over her shoulder and pulls her back immediately, cradling Twilight in her lap. Twilight closes her eyes, leaning back into a soft, firm embrace.

Cheerilee holds her for a second, then two. Twilight feels a nose sniffing around in her mane, feels hot breath against the back of her neck. Cheerilee's arms don't move.

"So... you just rub my cutie mark?" Twilight almost whispers.

"Not yet."

That warm breath, right against her ear. Twilight feels her insides wind up tight, a spring about to break. She sighs and coos as Cheerilee drags her arms down around her midsection, resting her hooves right above Twilight's thighs. Twilight sinks lower into the water, relaxing completely, when something tugs at her mane.

"Huh?" She tries to turn her head and feels her mane pinched, stuck.

"Mmmm?" Cheerilee's voice floats from behind her.

"And you looked at me funny when I bit your hair." Twilight giggles. Cheerilee spits out a lock of purple mane.

"You were just sucking on mine. I'm grooming. You've never groomed like this?"

"No... I always use a brush. That's more an earth pony thing, I guess."

"Mmm," Cheerilee says. Twilight feels pulling at the back of her head again, feels teeth chewing down the length of her wet mane. It hurts a little, sometimes, but the tugging strain in her scalp is more than a little pleasurable. She lies still, resting her hooves on Cheerilee's, letting her work.

Twilight's eyelids relax, hanging closed. Warm light filters through. Her chest rises and falls, and her mind empties out, feeling nothing but wet heat and soft body and tugging, lovely tugging in her mane. She takes a deep breath and lets it out slowly, sinking further into Cheerilee's firm body.

Cheerilee's hooves slide lower as she chews, rubbing at the edges of Twilight's flanks. Twilight takes another breath and holds it, tensing up a little. Cheerilee tugs again at her mane, harder, pulling her head back a little, and then slides both hooves down across Twilight's twin stars.

Twilight's flanks jerk, more from anticipation than anything. She lets her breath out. It tickles, certainly feels good, but it's not the mind-blowing pleasure she was expecting. She feels Cheerilee smile against the back of her head.

"That's it? Maybe I'm losing my touch," Cheerilee says.

"No, it feels great." Twilight squirms against her, grazing her flanks against Cheerilee's hooves. "Maybe I'm just not as sensitive as you. There."

Twilight drops her own hooves, past Cheerilee's, grasping at the big, round rump she knows is back there somewhere. She slides up Cheerilee's flanks, feeling her way up to that cheery trio of flowers.

"Oh!" Cheerilee squeezes her tight and gasps into her mane.

"Right there?" Twilight presses her hooves into a wet coat, rubbing them in, feeling firm muscle under soft, pliant fat.

"Ah!" Cheerilee grips Twilight's flanks tightly, pulling hard on her mane.

*Well, I do owe her one. Or several...*

Twilight smiles deviously and starts rubbing hard with her hooves. She can't really see the results, but she feels Cheerilee groan, the vibrations shaking into her back.

"Maybe... you were right... sensitive..." Cheerilee whispers.

Twilight rubs harder and flexes her back side to side, sliding their wet bodies together. She hears Cheerilee's breath pick up, puffs of hot air wafting against her neck faster now. She grins, feeling less like a lost little foal and more like a sexy, full-grown mare.

*Ha! That's right, moan some more... Twilight Sparkle's got a few moves after all.*

"Still think I'm adorable?" Twilight grins harder.

She feels Cheerilee smile and choke out a kind of gasping giggle.

"I guess I found a way to pay you back for last night." Twilight presses harder. Cheerilee squeezes her forelegs over Twilight's, pinning her still.

"You know what I think?" Cheerilee groans.

"What?"

"I think we need to finish washing up. And then I think we need to go up to your bedroom."

Twilight's eyes go wide, somehow not having considered that possibility.

*Why do I always go completely brain dead when it comes to sex?*

She turns to look over her shoulder and meets Cheerilee's lips, waiting to pounce. They kiss quickly, Cheerilee surprising Twilight with an aggressive tongue.

"I think that's a good idea," Twilight says as soon as her mouth is free.

Cheerilee lets her go and climbs out of the tub, dragging her wet tail up Twilight's chest. Twilight rinses off in record time, barely pausing to check if she actually is clean. She pulls the stopper out of the tub and hops out, finding Cheerilee waiting with a towel in her mouth. They towel each other off wordlessly, the only sound the occasional giggle. Twilight is fascinated by the other mare's body, hanging on every moment that she's running her hooves all over that dark pink coat.

They leave the bathroom and skirt through the main room. Twilight whistles tunelessly, pointedly not looking at the chair where Spike is still reading. Cheerilee follows, clearly amused at Twilight's facade.

They go upstairs. Twilight holds the door for Cheerilee, letting her eyes linger on that glorious rump as it goes by. She follows it in and carefully closes the door as quietly as she can, cursing the lack of lock.

She turns around to find Cheerilee paused, looking up at the bookshelves all around them.

"Nice collection," she muses.

"I'll give you the full tour later. Come on." Twilight bumps Cheerilee's flank with her head, pushing her towards the stairs.

"Oh, no need to be pushy." Cheerilee sticks her tongue out at Twilight and canters up the stairs to Twilight's bedroom proper. She holds at the top, looking around.

"Wow! It's so big," Cheerilee says.

"The room, or the bed?" Twilight passes her, headed right for that large, flat soft surface.

"Both."

They flop down on the bed without further delay, sliding close together on their sides. Twilight barely has time to smile before Cheerilee attacks with her lips. They make out loudly, wrapping their limbs around each other. Twilight shifts her head around, kissing all over Cheerilee's face, running her snout into her damp, soft curls of mane.

*It still smells like something... darn it, I'm never going to figure this out...*

She feels Cheerilee laughing softly against her neck.

"Getting all lost in my mane again?" she says.

Twilight pulls her head back, stammering nonsense.

"Yours is beautiful." Cheerilee leans her head against a pillow, running a hoof down the trail of Twilight's hair. "I love your highlights. You don't dye it or anything?"

"Nope. All natural."

*Despite Rarity's best efforts...*

"I never finished grooming you." Cheerilee smirks at her. "Would you like me to keep doing that?"

*Yes ma'am!*

Twilight just grins and nods.

"Mmm." Cheerilee starts to lean forward but pauses, looking thoughtful. She gets up and crawls over Twilight, putting her head down by Twilight's rump. "On second thought, your tail looks pretty tangled."

"Oh? Reallyyyyyyohhhhhh wow..." Twilight starts to crane her neck up, but loses her strength as she feels teeth tugging on her tail. She bites her lip and feels her hooves twitch



with each delightful tug. Her legs move, almost walking in place, sliding against the sheets.

Cheerilee starts right at her tail base and works down, chewing through the hair, pulling at Twilight's rump. Twilight feels her sphincter tighten and clench even as her nether lips swell, her own folds relaxing and blooming. She looks over at Cheerilee's body, leaning across the bed, her tail swishing in the air so far away. Twilight tries to scoot over a little, to return this lovely favor, but she's pinned under Cheerilee's chest.

Cheerilee moves back up to the base, chewing contentedly, pulling with short, insistent tugs. Twilight knickers softly as she feels hot breath over her privates and Cheerilee's muzzle rubbing against her rear.

*Wait a minute... how did this happen? I'm supposed to be doing her.*

"Hey." She runs a hoof up Cheerilee's back, to her neck.

"Mmm?" Cheerilee looks up, still holding a tail in her mouth.

"Get up. I owe you one."

"Oh?" Cheerilee drops her tail.

"Not that this isn't great." Twilight shifts under her, pushing Cheerilee to the side.

"You don't really owe me one. It doesn't work like that, you know," Cheerilee says.

"Maybe I just want to owe you one," Twilight says.

"Ooooh!" Cheerilee's eyes flash with desire as she rolls onto her side.

"If that's okay," Twilight says.

"More than okay." Cheerilee lies back, exposing herself for the taking. "I'm all yours."

Twilight coils up, lost in a wealth of choice.

*Where to even begin?*

Her eyes wander all over the lovely mare on the bed beside her, she's practically drooling. Cheerilee squirms in anticipation.

"Maybe you could use that horn of yours. I'm dying to see what else it can do," Cheerilee says, spreading her legs a little. Twilight balks.

"Are you... you really want me to...?"

"Ahem." Cheerilee closes her legs, looking a little bashful. "Right. I've heard that's a little naughty, even among unicorns."

Twilight remembers the waves of energy she'd felt blasting out of her horn the previous night and frowns. "That sounds dangerous."

"You don't think you can manage? Ponies say you're quite talented with that thing." Cheerilee runs a hoof over the blankets and up Twilight's foreleg.

*Talent... horn... of course!*

Twilight's lips curl up in a triumphant smile.

"Sorry, I don't know if we should do that. But..." She scoots closer to Cheerilee. "You're right. My special talent is magic."

"Oh?"

"Mmmhmm." Twilight leans in, looming over her. Her horn begins to glow.

"What... uh... what do you have in mind?" A bead of sweat runs down Cheerilee's temple. She cracks an eager smile, fidgeting with just a hint of nervousness. Seeing her shaking slightly, waiting like that, sends a swelling thrill through Twilight's chest. She grins again...

*The wild Twilight Sparkle closes in for the kill...*

Twilight answers the question with a kiss, forcing Cheerilee's eyes closed as she brings out her secret weapon. Her horn glows brighter, and she concentrates on the image of those beautiful curves in her mind. She feels Cheerilee gasp into her mouth as the magic begins to work.

"Oh!" Cheerilee breaks their kiss, her eyes wide. "Are you doing this?" She looks down, her eyes going even wider at the sight of magical auras surrounding her flanks and sides.

"Mmhmm!" Twilight smugly appraises her handiwork. She presses into Cheerilee's cutie mark on both sides with her magic, dragging a throaty moan from the mare, then sends a third magical hoof up her spine. Cheerilee writhes in pleasure, throwing her head back.

"Oh goddess!" Cheerilee cries out. Twilight is sending feelers of magic up and down her sides, caressing her smooth coat. "This is... this is amazing!"

"Mmmmm." Twilight licks her lips, knowing she can't hold back much longer. She focuses a little harder, effortlessly lifting Cheerilee's whole body into the air, hovering her just above the bed.

"Ha! Twilight, I'm floating! Oh my gosh, I'm floating! This is amazi- OH! Ohhhhh..."

Cheerilee squirms in the air, kicking her back legs around as Twilight pushes and presses against her with magic. She has tendrils of magic massaging her flanks, her thighs, her sides and back, and it's not even difficult. She turns Cheerilee's backside towards her, pulling her tail aside with another simple magical grasp.

*Oh... oh yes... oh dear all that is hot in Canterlot YES...*

That beautiful, beautiful thick rump is hovering right in front of her snout. Twilight finally gets a clear look at the bounty between her lover's legs, pert, thick lips drenched with arousal. She nuzzles against Cheerilee's thighs, shuddering at the smell, the waves of heat crashing against her nose. She nibbles tenderly up Cheerilee's legs, working her way closer and closer.

Cheerilee whimpers and spreads her legs as wide as she can, begging with her body. Twilight obliges happily. She shoves her snout right into that drenched slit, inhaling a deep breath of pure, heady sex. Cheerilee squeals loudly, but Twilight barely hears it. Her head is spinning, fighting to keep control of her horn as she loses herself in Cheerilee's plump folds. She drags her tongue right up the middle, lapping softly, savoring the almost sweet taste.

"Ohhhhhhhhhh!" Cheerilee grunts loudly, flailing her limbs about to no effect. She's helpless in Twilight's grasp. Twilight falters a little at the intoxicating sound, almost dropping the mare, but she recovers. She runs her tongue all over Cheerilee's lips, sloppy and eager. She pulls back for just a second, trying to remember to breathe, to keep control of her horn.

*This next part... delicate touch...*

It's easy, even while keeping her grasp on the rest of Cheerilee's body. Twilight grins as her horn glows brighter. Light shines between Cheerilee's legs, and her lips spread, exposing her twitching clit and a moist, pink expanse of flesh surrounding her entrance.

"Ahhh!" Cheerilee gasps, crushing her chin against her chest. She's looking down at Twilight, eyes wild, almost frantic. Twilight locks eyes with her as she dives in, flicking her tongue against that shining little nub. She hears choking, a ragged absence of air coming from Cheerilee's mouth as her whole body tenses up.

*And now... for my next trick...!*

She reaches just below her chin with magic, slipping a tendril of telekinesis into Cheerilee.

"AH! You! Oh! OH!" Cheerilee reaches down with her hooves, sliding them through Twilight's mane. Twilight meets them with her own, and they grasp hooves together tightly, wrapping them together on top of Cheerilee's belly. Twilight snakes a feeler of magic into her lover, exploring her soft, smooth inner walls. She can feel the hot, wet flesh clenching and shaking around her horn as if it was really there. She searches around that tight passage, massaging with her magic, even as she runs her tongue in circles all over Cheerilee's quivering clitoris.

Twilight hears a suppressed whine coming from the pink mare, slowly getting louder and louder, straining at her closed mouth. Something in her demands that she draw it out. She splits her magical finger, feeling around in several directions at once, stretching Cheerilee's insides.

"OH GOD! OH!" Cheerilee screams out. It startles Twilight, sending shivers of pleasure through her haunches. She drops Cheerilee roughly onto the bed, losing all her magic touches for a moment.

"Sorry!" Twilight starts to wrap her up in magic again.

"NO! No no, put it all here!" Cheerilee drags Twilight's hooves onto her mound, panting, out of control. "Forget everywhere else, just in me! Put it all in me!"

"What?"

"Please!" Cheerilee squeezes her hooves together almost painfully. Twilight feels sweat running down her temples as she hurries to comply, concentrating her glow, pushing

deep inside. Cheerilee squeals and arches her back, her face twisting up in pleasure, her mouth hanging open in a crooked smile.

"Like this?" Twilight bends her magic, pushing around, straining at the inside of Cheerilee's crotch.

"Mmmmmmm!" Cheerilee nods, biting her lip.

With her focus all in one spot, her magic is stronger, more controlled. Twilight is shaking inside, aching to pleasure her partner completely. She starts rubbing in and out in a slow rhythm, watching Cheerilee's pink flesh expand and contract as she pushes. She can almost see *into* her, blurred in the glow of her magic. She loses all thought, staring at that dark, quivering hole, leaking clear fluid onto the bed.

"Twilight?" Cheerilee gasps out.

"Huh?" Twilight's magic hoof slows down.

"Could you... can you... if you can..." Cheerilee trails off, her cheeks tinting slightly red.

"What?"

"Could you shape it like... you know?"

"...Huh?" Twilight doesn't know, doesn't have the slightest idea. She can't take her eyes off the lovely petals of her partner's vulva.

"Like a stallion, stupid."

"Oh," Twilight says absently, not really listening. Then it hits her. "Oh!"

"If that's... if you want..." Cheerilee says, a little out of breath. Twilight just stares at her for a second.

*Actually, that would be pretty simple to do.*

She reforms her magic, pulling her invisible fingers together into a solid lump. Then she shifts it, lengthening the extension of her mind into a crude phallus. She feels it in her horn, tight flesh grasping as it parts before her.

"How's that?" Twilight says.

"Um... a little bigger?" Cheerilee whimpers, her eyes shining.

Twilight surges the energy in her horn. Cheerilee gasps, her smile broadening.

"Oh, oh yes! Now just a little thicker!"

Again, a mere thought and it's done.

"Oooooooooohhhhhh..." Cheerilee kicks her hind legs, her tail lashing around wildly. She beckons with her forelegs. "Come here!"

Twilight climbs onto her, pressing their stomachs together. She holds herself above Cheerilee, locking eyes as she grinds her hips down. Their engorged clits rub together, sending an electric tickle of pleasure jolting through Twilight's hips. She thinks of Dash, for just a moment.

*Ha! Now I get to be on top! I'm really doing her. I'm making love to her!*

Cheerilee writhes against her, panting.

"I want you close to me," Cheerilee says.

"Like a stallion?" Twilight can't stop a goofy smile creeping onto her lips.

"Better than any stallion!" Cheerilee moans out. "Your magic, it's... it's so hot..."

They kiss, bodies pressed tightly together. Twilight holds her magic in place, filling the other mare. She breaks the kiss and just holds her, wallowing in the sound of heavy breathing and the feel of their sweaty coats rubbing together.

"Well?" Cheerilee says into her ear.

"Hmm?"

Cheerilee takes Twilight's head in her hooves and holds her, staring deep into her eyes. She looks more than a little impatient.

"Sweetie," she says, her eyes deadly serious. "Fuck me."

"Bu wha huh?" Twilight blushes like crazy.

"Do me. Rut me! Give it to me!" Cheerilee begs.

"Like... like a stallion? Really?" Twilight stammers.

"Yes!" Cheerilee almost screams, her eyes crazy.

Twilight closes her eyes, commanding the glow of magic to slide in and out.

"Oh!" Cheerilee breathes into Twilight's ear. "Move your hips!"

"...excuse me?"

"Move your hips!"

"Uh," Twilight pauses to think for a second. She braces her hind legs awkwardly against the bed and pulls her hips back, drawing her magic out of Cheerilee at the same time. They both take a sharp breath, hovering on this one moment. Cheerilee's whole body trembles under her, yearning. Then Twilight bucks her hips forward, forcing her magic back into Cheerilee's tight, wet passage.

Cheerilee howls out loud, convulsing under her. Her eyes roll back in her head, and her tongue lolls out of her mouth. Twilight can feel her vaginal muscles clenching against her horn.

"Did you just...?" Twilight asks.

"More!" Cheerilee digs her hooves into Twilight's back. Twilight bucks into her again, sliding her magical phallus in and out in one long, slow stroke. Cheerilee just about goes crazy, thrusting her own hips up at Twilight, shutting her eyes tight. Twilight strokes again, then again, picking up a slow, halting rhythm.

"Ohhhhhhhhhh YES!" Cheerilee hooks her hind legs around Twilight's ankles, pulling her into each thrust. Twilight slowly adjusts to the unfamiliar motion. She tries to focus on the feel of Cheerilee around her horn, the sight and sound of the mare losing herself only adding to her lust.

*This... this is neat. Weird, but neat. I could get into this.*

Her rhythm smoothes out with each stroke. Their hips connect with a dull slap, over and over again, punctuating the cries of pleasure ringing out from Cheerilee's mouth.

"AaaaaaaaAAAAAHHH!" she screams louder.

Twilight winces, her ears twitching. "Cheerilee!" Her thrusting slows down.

"Mmmm?!"

"Spike is right downstairs!"

"Oh! Sorry! Sorry." Cheerilee's eyes shift around, nervous and hungry. "Please don't stop."

Twilight thrusts with renewed vigor, really giving it to her.

"Oh! OH! Ugh! Unnnnnnnmmmmmm!" Cheerilee grunts with each stroke, then presses her lips together, struggling against her own voice. Twilight was taken out of the moment, worrying that Spike would hear them, but it's quickly becoming difficult to care. Seeing Cheerilee moaning in pleasure under her, *because* of her, is driving her wild. She glares and pumps her hips harder, swelling her magical member, flaring the tip like a real stallion's head.

*Is this what it feels like for a guy?*

She can feel tight, wet walls quaking against her horn. It's so *good*.

*I could REALLY get used to this.*

"AaaaHHHH!" Cheerilee's lips break open, her face twisted up in pained ecstasy.

"Cheerilee!" Twilight grins despite her scolding.

"I'm sorry! I can't... AH! Help it!" she whines.

Twilight leans down and silences her with a kiss, holding it as they rut like animals. Cheerilee screams into her, barely moving her tongue.

"Mmm! Mmm! Mmmmmmm!" Cheerilee's muffled screams grow more urgent. Twilight can feel twitching, clenching muscles around her horn, squeezing tighter and tighter. She picks up the pace, slamming her hips over and over and over again.

"MmmmmmmMMM!" Cheerilee bites down on Twilight's lip, hard, and they both freeze as Twilight makes one last thrust. Cheerilee comes so hard she lifts her rump up off the sheets, shooting waves of pleasure into Twilight's horn.

They both gasp as Twilight collapses on top of her, panting.



*WOW... that was ridiculous!*

Twilight barely has time to finish that thought before Cheerilee is shifting under her, pushing her up. She slides Twilight off her body and turns around, sticking her flanks in the air.

"Like this!" she pleads.

"Excuse me?" Twilight has barely caught her breath.

"Mount me! Oh god, I need it!" Cheerilee wiggles her rump, lashing her tail against Twilight's snout. Twilight's eyes fall on her gaping, swollen mound, winking and running down the inside of her thighs. Twilight starts to think but finds she can't. Something animal invades her mind, and she snorts loudly as she climbs up Cheerilee's backside.

Her partner moans as Twilight lowers her weight onto her back, hooking her forelegs over Cheerilee's soft pink shoulders. Twilight feels a tail brushing against her belly, and it just strengthens the drunken swirl of lust in her head. Her horn shines bright, and a mad blankness enters her eyes as she penetrates with her magic.

"AAAA–!" Cheerilee starts to howl in ecstasy but buries her head in the pillows, muffling her screams again.

*YES! Take it! Scream! Oh my good Princess this is AMAZING!*

Twilight fucks her frantically, her head a jumbled mess of tangled-up sex. She pushes down with her forelegs, thrilling herself with how *powerful* it feels. Cheerilee is hers, all hers! That glorious ass flattens against her thighs with every thrust, jiggling with the impact. Spasms bleed down from her horn into her brain, crowding out anything like coherent thought. Her whole being is focused on one urgent need, an overwhelming desire to take this mare.

"Twilight?"

Twilight just grunts in reply, her eyes almost rolling back in her head.

"You can... you can pull on my mane. A little. If you want."

Twilight pauses, her eyes going wide. Cheerilee is glancing over her shoulder, looking almost ashamed. Her beautiful face is completely flushed, shining with sweat.

"If you want." Cheerilee wiggles her hips and clenches her cheeks, urging Twilight to resume thrusting. Twilight starts again slowly, lowering her head. She examines the back of Cheerilee's head, bobbing up and down in her vision, seeing those delicious, rich curls as if for the first time. She carefully takes a hunk in her mouth and tugs softly.

"Aaaahhh!" Cheerilee's cry of pleasure rings out through the room. Twilight can't even come close to caring. She tugs harder, yanking Cheerilee's head up.

"AAAAHHH!" Cheerilee screams. Twilight is rutting her hard again, pulling her into each thrust by the hair. The pressure against her hips with each stroke is incredible, sending tickling ripples up through her haunches.

"Yes! YES! Like that! Like that!" Cheerilee babbles. Their hips ram together in short, hard intervals, slapping loudly. Twilight bites hard on her hair, shaking her head back and forth, breathing in that smell again, that mystical, mysterious smell!

Twilight pounds Cheerilee furiously for what feels like just seconds. Her horn throbs, starting to ache. Even with all her skill and practice, she's been using it for quite a while without pause. She yanks Cheerilee's mane harder, feeling static crackling out from her horn. She thrusts desperately, her thigh muscles quaking with the effort.

"Oh oh oh ohhhhhhhh Twilight aaaaaaaaaAAAAAHHHH!" Cheerilee is almost shrieking, pounding the bed with her front hooves. Twilight feels her come again, feels that ample rump bucking up into her, and it pushes her over the edge.

"Augh!" Cheerilee's mane falls from her mouth as Twilight collapses on top of her. Sparks shoot from her glowing horn, tracing constellations on the wall before fading out. The brushes and clock on her nightstand shake and clatter, dancing around in the shock waves flowing out from her horn.

They sink in a sweaty pile onto the bed. Twilight slides to the side and rolls onto her back, splayed out, completely spent. She lies there just looking at the ceiling, gasping for breath.

*What... what just happened?!*

Well, I just had sex with Cheerilee. That is what just happened.

*You... you gave it to her!*

I GAVE it to her?!

*You did owe her one, after all.*

Somewhere in her brain she giggles, but her body is frozen.

*What... WHAT JUST HAPPENED?! I was on top?!*

I rutted her, like a... like a...

*Oh, relax. Sure, it was a little weird. But it felt soooooo good!*

Her thoughts are interrupted by a kiss, by a pair of frantic hooves caressing her chest and arms. She opens her eyes to see Cheerilee crawling on top of her, nuzzling against her neck.

*Ah, yes... cuddle time...*

Cheerilee straddles her hips, rocking against her.

*Whoa! Whoa, whoa, whoa...*

"Got enough left in you for another round?" she purrs, her eyes ravenous.

"Heh! Um..." Twilight's horn aches, almost as much as her twitching hind legs. "Maybe?"

"Aww," Cheerilee pouts, her eyes glinting with smug amusement. "Did I wear you out again?"

*No!*

Twilight ignores the defiant, foolish voice in her head. Instead she just chuckles weakly, blushing. "I'm sorry?" she says.

"Oh, don't be." Cheerilee relaxes, resting her head on the pillow next to Twilight. "That was amazing. I haven't done it like that since... ever, I think."

"Me neither." Twilight summons strength enough from somewhere to wrap an arm around Cheerilee's shoulders.

"You know I was so nervous about this? The sex, I mean," Cheerilee says.

"Oh?"

"I really *love* getting fucked like that." Cheerilee looks her right in the eye.

"Oh!" Twilight looks away, embarrassed at the language. "Uh..."

"I didn't know if a mare could do it. Like that, I mean. Boy, was I ever wrong! You're the best stallion I've ever been with, Twilight."

"Um...?" Twilight frowns, feeling more confused by the second. Cheerilee sighs and cuddles up next to her. Twilight tries to relax but knows her body is stiff and tense, still quivering with exhaustion. Cheerilee raises her head, nervously tapping her hoof on Twilight's chest.

"I mean... I know you're not a stallion, of course. I was joking. I'm not freaking you out or anything, am I?" she says.

*Maybe a little?*

"No! No, no, I... it's not you. You were great."

Cheerilee raises her eyebrows, looking a little worried. Twilight races to try and put her feelings into words.

*What's going on here?*

"I don't know, I... I've never thought of myself as the, uh... dominant party. I guess," Twilight says.

*What are you talking about? You went down on Rarity, you practically molested Braeburn, you wanted to top Dash... you're completely...*

Male?

*Who am I, again?*

"Twilight?" Cheerilee looks very worried now. Hurt is just beginning to ebb into her eyes. "You okay?"

The sight of her snaps Twilight out of her thoughts.

"Sorry." She wraps Cheerilee in her arms. "I think I freaked myself out a little. You know, magic penis and all."

Cheerilee snorts and laughs.

"Is that what you call that spell?"

Twilight rolls her eyes. "I'm sure it's technical name is something closer to 'instant gender identity confusion issues.'"

Cheerilee giggles. "It should be called the 'give Cheerilee the best sex ever' spell."

Twilight just snorts like a schoolfilly, unable to conjure any words.

"If it makes you feel any better, you're still all mare to me." Cheerilee teases a hoof over Twilight's ribs, tickling her just a bit. "A lovely, lovely mare."

Twilight smiles at her. It does feel a little better. A shadow of worry creeps back into Cheerilee's eyes.

"You would tell me, though, if I freaked you out. Right? I don't want to come on too strong."

Twilight scrunches her nose up as the pieces of a new mystery come into view. This fragile side of Cheerilee confuses her.

"I really like you, Twilight. I... I want to be with you." Cheerilee curls her legs together, hiding against the bed.

"I really like you, too. What are you so afraid of?" Twilight says.

Cheerilee gives her a caught-in-headlights stare. "Maybe I am afraid." She sighs. "I swear I used to make a habit of getting used. I've done some really dumb things. In the past. It was like the harder I fell for someone, the faster it would push them away."

"What do you mean?"

"I don't know! I'm not even sure why I'm telling you this. No, I want you to know. No secrets, right?" Cheerilee looks up at her hopefully.

*No secrets... I like that.*

"I feel like this is moving so fast. But I want you to take me seriously. This isn't just sex," Cheerilee says.

"No." Twilight's heart melts, and she tightens her hooves around Cheerilee's shoulders.  
"No, it isn't."

Cheerilee smiles at her, warming out of her misgivings.

"Sorry. I'm sorry, I'm having one of those girly emotional things, aren't I?"

"If being honest is girly and emotional, then yes. But I like it," Twilight says. Cheerilee crushes her in a hug, rubbing her face into Twilight's neck.

"Thank you," she whispers. "Thank you, thank you, thank you..."

Twilight just holds her for a few moments, gathering her words. Cheerilee is melding against her, sighing. Twilight takes a deep breath and readies for the plunge.

"As long as we're being honest," she says. "I was in love with Princess Luna."

"Huh?!" Cheerilee's mouth hangs open.

Twilight just nods.

"Like... Moon Goddess Luna? Celestia's sister, Luna?"

Twilight nods again.

"...What?"

"All those times you ran into me when I was upset. That scale my friends and I were talking about. All because of her."

"So you two...?"

"Not really. She told me we would be together. But she said I had to date some other ponies first."

Cheerilee gives her a long, hard look. "And?" she says.

"I did. But it wasn't good enough for her. She wanted me to... I don't even understand, really. I don't know if I could understand. She made it impossible. Then she left me."

Cheerilee stares, blinking. Twilight can almost see her head trying to swallow this new development.

"I was heartbroken," Twilight says.

"I'm sorry."

"Don't be," Twilight says. "Like you said, I wouldn't be here with you otherwise."

"You're sweet. But still... wow! Princess Luna. A goddess. That's kind of a lot to live up to." Cheerilee stares off into space.

"Heh... I didn't mean it like that. Besides, at this point she would have to live up to you." Twilight nudges her shoulder.

Cheerilee turns and glares. "Well I don't intend to give her the chance," she says.

"Oh? So you would defend my honor against the goddess of the night?" Twilight says.

"I don't care if she is the moon princess, she better not even think about laying a hoof on you." Cheerilee narrows her eyes, smiling with resolve.

"What are you, laying a claim down?"

"After what we just did? You bet your cute little tush, I am."

Twilight giggles, feeling feminine all over again. She wonders why the very things that make her hate cheesy romance novels always seem to make her swoon in real life.

"As long as we're laying claims down... I'd like you to be mine," Twilight says.

Cheerilee scoffs. "I don't know about that. I have so many lovers, you know."

Twilight jolts with panic. "...really?"

"Ha!" Cheerilee playfully taps her foreleg. "You know, for someone who deploys sarcasm so readily, you sure are bad at detecting it."

Twilight lets a breath out and they share a smile, staring dreamily at each other.

"You were right," Twilight says. "This has been pretty amazing for a first date."

"Aha, you admit it! This is our first date." Cheerilee grins at her.

"Yeah, I guess it is."

"The first of many. I hope," Cheerilee says. "If you don't mind me saying."

"Not at all."

Twilight gets lost in Cheerilee's eyes for a moment, lying still in her arms. Then they're kissing, a long, slow, tender connection, just barely whisking their tongues together. Twilight's heart swells – this kiss is glorious somehow, a beautiful, soaring thing. They break away, both sighing.

"You... um... you sure you couldn't go again, lover?" Cheerilee says, her breath husky.

"Oh! Uh... heh... I'd love to. My horn's still a little tender, though." Twilight grins, embarrassed.

"That's okay." Cheerilee leans forward and plants a line of kisses down Twilight's neck, moving down onto her chest. "I think it's my turn to owe you one."

"Oh. Oh! Ohhh..." Twilight trails off into a naughty giggle, running her hooves up Cheerilee's back. Cheerilee snakes her lips down further, sliding across Twilight's stomach.

"Full disclosure. I've never done this to a mare before. But I'll give it my best shot," Cheerilee says.

"Don't worry. I'm sure you'll be..."

Twilight was about to say great, but her words catch in her throat as Cheerilee's tongue explores the inside of her thighs. She moans out loud and bites her lip in anticipation, grasping at Cheerilee's mane. Cheerilee pauses just above her target, making eyes at Twilight.

"Here goes nothing." Cheerilee winks at her.

Twilight relaxes into the bed, shaking with pleasure.

*It was great.*

...



Twilight Sparkle stretches and feels her eyelids strain at themselves, yearning to open. It would only take the most miniscule effort to open them. She resists. Pale morning light is filtering through into her eyes. She doesn't want to wake up just yet.

She stretches again, yawning. She arches her back and then curls forward, sighing at the sensation in her muscles and bones. Her body feels so, *so* rested – the usual grogginess and disorientation with waking up are nowhere to be found. Even the aching of sore muscles in her thighs is fine, just fine.

*Gosh, I feel great... did I just sleep for days?*

She grins, sweeping a foreleg across the other side of the bed, caressing...

Nothing. There's nothing there.

Her eyes snap open and she sits up. She's alone. She rubs her hooves over where Cheerilee's body was when she fell asleep. The mattress is still warm there.

*Huh. Well... huh.*

She rolls out of bed and makes her way downstairs. The library's main room is quiet and empty. Spike's door opens as she clops her way down the stairs, and he walks out, wiping at his eyes with a claw.

"Hey... have you seen Cheerilee?" Twilight asks.

"I just woke up," Spike grumbles.

Twilight glances into the kitchen. It's empty.

*She's gone.*

What? Why? How?

*She did say she had plans today...*

But... but...

"What's wrong?" Spike says.

"I... nothing." Twilight's head droops, and she drags her hooves into the kitchen. Spike follows and starts digging around in the cupboards as Twilight flops onto a floor cushion.

*How could she just... I thought...*

Calm down. You just started dating. It's no big deal.

*Yes it is!*

Twilight rests her head on her hooves, frowning.

*So much for taking this seriously.*

I don't understand.

*What, you want her to be around ALL the time? You just spent almost two days together!*

"Man, Twilight. We really need to go grocery shopping," Spike says, oblivious to her mood.

"Not now, Spike," Twilight mumbles.

"You aren't hungry? It's Sunday breakfast! We should be making something big!" Spike raises his arms, flabbergasted at Twilight's apathy.

Twilight is about to snap at him when her ears twitch. The library's main door opens. She gets up and peers out into the main room.

"Cheerilee!" she almost yells in glee.

"Huh?" Cheerilee pauses just inside the door, her saddlebags bulging with something. Twilight runs up and halts right in front of her, standing on hoof-edge.

"I thought you were gone!" she says.

"You thought I just left?" Cheerilee raises an eyebrow.

"Um... yes?"

"Well that's silly." Cheerilee pecks her on the cheek and walks past, into the kitchen. "I told you I'd be right back."

"You did?"

"Maybe if you weren't such a sleepy lazy butt you would've actually listened." Cheerilee smiles and blows a kiss over her shoulder.

"Wait... where did you go?" she asks as she follows the pink earth pony.

"Hey Cheerilee." Spike waves at her from the cupboard, eyes following her saddlebags.

"Good morning, Spike." Cheerilee nods at him. She dumps her saddlebags onto a small table. "You know your ice box is empty? Like, completely empty."

"That's what I was just saying!" Spike clambers up to the table, staring at the saddlebags. Cheerilee opens them and empties a dazzling variety of food onto the table.

"How does pancakes for breakfast sound?" she says. Spike just about jumps out of his scales.

"Awesome! I'll get the pans!" He rushes around the kitchen.

Twilight sits on a floor cushion, reeling a little at how amazing her life has become.

"Didn't you have plans today?" she asks.

"Not until later," Cheerilee says. "Plenty of time. Even if we did sleep in." She waggles her eyebrows while opening a bag of flour.

"Oh yeah... are you guys okay? You were screaming a lot last night." Spike gives them both a sidelong glare. Cheerilee cracks the fakest smile ever, laughing unevenly.

"Haha, Spike... I think there's a little dragon here who's getting special pancakes today," she says.

"Special?" Spike's eyes light up.

"With quartzes. Do you like quartzes?"

"Oh man! Really?"

"Of course." Cheerilee nods.

"As long as a certain little dragon can keep his mouth shut," Twilight says. Cheerilee shoots her a gentle glare.

"I mean, uh... yes. Pancakes!" Twilight backpedals. "Pancakes sound good."

Spike makes coffee. In minutes, the smell of pancakes hot on a skillet is wafting through the library. Twilight cradles a steaming mug of caffeine in her hooves, watching Cheerilee cook. Spike helps her, and they joke that Twilight is renting out her assistant for the day.

It's different, somehow. This is different.

*This is what I wanted.*

Twilight tries to imagine a morning like this with Luna at her side, and nothing comes. It's preposterous, ridiculous.

*What was I ever thinking?*

She smiles and drinks her coffee, just watching. Cheerilee and Spike are laughing about something, Twilight wasn't listening. Cheerilee flips a pancake, holding the spatula in her mouth, and Spike applauds with a slow clap, nodding.

*This is perfect.*

It is. It really, really is.

Twilight sighs. She leans her head back into the pillow, letting her hips sink into the mattress under the weight of another pony. She looks down.

*Well well well... at least that rump is as amazing as ever...*

Cheerilee's back is facing Twilight. She's steadily humping away, that perfect ass spreading its curves as it smooshes into Twilight's hips. Twilight watches it, her pupils bobbing up and down, slightly hypnotized. Cheerilee arches her back, throwing her head back and forth. She's panting and moaning loudly, like she always does.

Twilight just lies there, holding her magic phallus in place, letting Cheerilee work herself on it. It's almost effortless by now, even with her creative additions. She's learned to stimulate herself with it while using it on Cheerilee – it's always in place anyway, so why not? She's teasing herself with thin tendrils of magic, even as a thicker finger massages Cheerilee's clit with each stroke.

Cheerilee slams her rump down into Twilight again and again, shuddering with each impact. Twilight traces a hoof down her spine, over the delicious curve where her rump begins, and twists it around her thick tail. She tugs on it.

"AAAHHH!" Cheerilee screams out, craning her neck back. Twilight almost reminds her yet again that Spike can hear them. Instead she just rolls her eyes a little. She yanks harder on Cheerilee's tail, pulling another gasping scream from her lungs.

*Come on, come on... I know you're close...*

Cheerilee keeps driving her rump down, over and over again. She seems to be stuck on a plateau, but Twilight knows by now exactly how to push her higher. She smirks a little and slides her other hoof up Cheerilee's flank, pressing hard on her smiling flowers, rubbing little circles into them.

"AAAAHHHHH oh GOD!" Cheerilee moans out, convulsing all over. Twilight can't help but grin.

*We really should have just soundproofed my room somehow. How would we even do that?*

She starts drawing blueprints in her head, outlining a set of experiments to see what material would best absorb the frequency of Cheerilee's screams. Her hoof

absentmindedly keeps rubbing circles against Cheerilee's cutie mark. Her other hoof relaxes into a long, gentle tug on Cheerilee's bright pink tail, not giving any slack.

"AH! AH! AH! OH, OHHHHHhhhhhhh Twilight!" Cheerilee yells.

"Yes?" Twilight says in a normal conversational tone.

"Mmmmmmmmmmm aaaaaAAHHH!" Cheerilee tries to hold it in, but wails all the same.

"You wanted to say something?" Twilight smirks. She yanks hard on Cheerilee's tail, interrupting her thrusting.

"I'm coming! I'm coming ohmygodI'mcoming!"

*Of course you are... what is that, three times tonight? Four?*

Twilight feels the familiar shivering in her horn, Cheerilee's inner walls shaking against her, clenching tightly. Cheerilee moans out one last, feral wail and collapses back, sliding her sweaty body against Twilight's. Twilight wraps her forelegs around Cheerilee's chest and clamps her teeth around one dark pink ear, just the way Cheerilee loves it.

"AH... Ah... Ah... ah... ahhhhh..." Cheerilee pants out, getting more and more quiet. She writhes against Twilight, slowing down with each second. Twilight gently rocks her hips up into her, keeping a slow, steady rhythm, cushioning her fall from climax.

"Mmmmm!" Cheerilee folds her arms over Twilight's. Twilight knows the exact look on her face without having to see it, that big, satisfied smile. She nibbles on Cheerilee's ear, rolling the rubbery flesh back and forth between her teeth.

*Not bad, not bad at all... you still got it, Twilight Sparkle.*

Cheerilee has calmed down and she's just lying on Twilight, squeezing her hooves. Twilight finally lets the light of her horn die down, trying to ignore the slight aching running down into her skull. She rolls Cheerilee to the side, resting her on the bed.

"Mmmm?" Cheerilee turns her head slowly, her eyes dazed, almost sleepy. Twilight kisses her on the cheek.

"Be right back." Twilight gets up, giving Cheerilee a gentle spank on the rump. Cheerilee whimpers and gives a weak nod, letting her head drop into the pillows. Twilight sneaks off to the bathroom.

She doesn't have to go to the bathroom. Instead she washes her face, rinsing off the sweat and hopefully the stench of recent sex. She blinks and rubs her hooves into her eyes, feeling refreshed. She opens her eyes, and is taken aback to see herself staring back at her. Unwelcome thoughts come pouring in.

*Talk to her.*

About what? Everything's fine.

*This is getting bad. Didn't you learn anything?*

About what? Nothing's wrong. We just had great sex, like we always do. How could anything be wrong?

*This is wrong and you know it and you have to say something before*

Twilight sniffs loudly, checking out her mane in the mirror. It isn't too mussed up. Nope, nothing wrong at all. Everything's fine.

She stalks back to her bedroom, closing the door quietly behind her. Cheerilee is still awake – Twilight doesn't know how but she can just tell. The fuchsia mare is lying on her side, her back to Twilight, chest rising and falling slowly. Something about the rate of breathing, perhaps? It's still a mystery.

Instead of getting into bed, Twilight ambles around the room, looking for something to do. The place is a bit of a mess – Spike comes in here to clean less and less frequently – so she starts magicking around with piles of books and papers, shuffling them over to her desk. She's trying to organize them when a page of notes on a recent astronomical lecture given in Canterlot catches her eyes.

*That shouldn't be there, with these notes... I thought it was tucked into this book over here...*

But it's the wrong book. She searches around for the right one, finding another page of notes in a drastically incorrect place.

*Got to put these here, and this one over there...*

How did this get to be such a mess? The botany books are mixed up with the magical theory textbooks...

*Jeez, this is bad even for me. I think this one might even be Cheerilee's. How did that...?*

"My, this certainly is a big, empty, cold bed," Cheerilee says.

Twilight barely looks up.

"If only I had somepony to share this bed with me. Wouldn't that just be lovely?"

Twilight glances over to see Cheerilee wrapped up in her sheets, the ones with stars and moons all over them. Cheerilee is smiling at her. Twilight smiles back before going back to her organizing.

"Yup. It sure would be nice. Having some lovely, magical unicorn mare to hold me in her arms." Cheerilee rolls her eyes.

"Just one second," Twilight says, her eyes glued to her papers.

Long silence. Shuffling papers. Again, Twilight doesn't have to look to know the face Cheerilee is making.

"I'm sorry about the noise," Cheerilee says quietly.

Twilight drops her papers, sighing loudly. "It's fine," she says.

"You always say you like it."

"I do like it." Twilight turns to her, giving a naughty smile. It fades quickly. "But... you know. Spike."

"I know, I know. I'm sorry." Cheerilee hedges on her words, shrinking into the sheets. "I really try, I swear. You're just too much for me to handle, I guess."

Twilight makes a big show of rolling her eyes. "This is why we save the really sexy stuff for your place. But noooo, no, you just needed me right here, right now."

"I'm sorry!" Cheerilee snaps at her. "Is that so wrong? I love you."



Twilight doesn't answer. She glances out the window, up at the sky. The sky is hidden behind a seamless blanket of moody gray clouds. Twilight pictures the stars and moon, a beautiful tapestry of lights. She yearns to see them again.

*She was always so skinny. Sleek. Lithe. I wonder what it's like to...*

No! No, no, no bad thought. It's good you can't see her. You should thank Dash for the cloud cover.

*Oh, the ways I could thank Dash... speaking of sleek and sexy...*

No, darn it!

"Are you coming back to bed?" Cheerilee says.

Again, Twilight doesn't answer. She shuffles papers on her desk loudly.

"You were thinking about her, weren't you?"

Twilight jumps in place. A flurry of papers floats to the floor.

*Which one?*

"Who?" Twilight says, sporting a huge, guilty grin. Cheerilee just sighs and frowns.

"Are you coming back to bed or not? I really am cold."

"I said just one second," Twilight says. She picks the papers up from the floor and pretends to organize them. Seconds tick by like hours, shuffling paper from one pile to another and back again.

"Twilight?"

"Mmm?" Eyes focused on her desk.

"Twilight!"

Twilight turns to her and Cheerilee is a quaking bag of nervousness. She's half sitting up, tapping a hoof against the bed. Their eyes meet. Cheerilee can't hold the contact. She keeps glancing away, like Twilight's eyes are hurting her.

"What?" Twilight says.

Cheerilee takes a long time to answer, building up her courage. Finally, she spits it out.

"Do you still love me?"

"Of course I still love you. Don't be silly." Twilight says it instantly, turning back to her desk.

"Would you say it? For me?"

"Say what?"

"That you love me."

"I just did."

"No, no, come over here." Cheerilee pats the bed with her hooves. Twilight shrugs her shoulders and capitulates, walking over to the bed. She rests her forelegs on the mattress. Cheerilee fixes Twilight in her gaze, her eyes hard points.

"Say it," she orders.

"Say what?" Twilight feigns innocence.

"I love you, Cheerilee," Cheerilee recites.

"You know I do. I've said it a million times before."

"Look me in the eyes and say it!"

Twilight opens her mouth, but nothing comes right away. She turns her head, trying to dodge those eyes. "What is this, some kind of test?"

"Why can't you just say it?" Cheerilee's face falls, her eyes on the edge of tearing up.

"I don't have to. It's obvious. Self-evident."

"If it's so self-evident then just say it." Cheerilee glares at her.

"No." Twilight narrows her eyes. "This is some kind of... I don't know, this is foal stuff. We're both grown mares. We're mature. We don't need to be all emotional all the time."

"Don't patronize me." Cheerilee's glare hardens, then disappears. She just looks sad now. She begs. "Please. Just tell me. One more time."

"Come on." Twilight forces a hollow, empty laugh. "You know I do. I'm your sweetie, and you're my Cheerilee."

Twilight smiles at her, but Cheerilee slumps down further into sadness. She barely looks up.

"It's just not the same," Cheerilee whimpers. "I'm so scared."

Twilight groans loudly, against her will. "We've talked about this. What do you want? You want to spend more time together?"

"No! No, we spend plenty of time together," Cheerilee says.

"Do you want to move in with me?"

"No... I mean... no, it's fine..."

"Than what? Is it the sex?"

"No! I don't..." Cheerilee crushes her eyes closed, grimacing. She cinches the sheets up in her hooves. They're shaking, just slightly. Twilight waits out of habit. This is usually the part where Cheerilee apologizes for being emotional and things go back to normal.

"I just want you to love me." Cheerilee looks up at her, her eyes watery.

*That's a new one...*

Twilight wipes the shock off her face, putting up a solid front.

"Well, that's easy. We just talked about that. Relax," she says. Twilight takes her own advice and relaxes, forming an easy smile. She's pretty sure this is about to blow over. But Cheerilee says nothing. She stares down at her hooves, and the pause between them stretches out uncomfortably.

"We never cuddle anymore," Cheerilee mumbles. Before Twilight can say anything she speaks again.

"Ugh! How cliché can a mare be? I can't believe I just said that." Cheerilee scowls.

"No pony's forcing you to say it," Twilight deadpans.

"You! You..." Cheerilee scoffs in disgust. "Why can't you... you're terrible sometimes, you know that?"

"What is your deal?" Twilight backs away from the bed. "You're always saying how wonderful I am and then you come out with something like that? Which is it?"

"Both," Cheerilee whimpers. "You're the best thing that ever happened to me. And now you're driving me insane."

"Well if I'm so terrible then why do you keep coming here?" Twilight snaps.

"Because I love – !" Cheerilee halts mid-sentence, almost yelling. Her eyes go wide, then her face falls, a twisted, shocked mask of agony, like she's kicked herself in the gut. She turns away and curls up on the bed, sobbing quietly.

*Great. Great! You made her cry again. Just great.*

Twilight facehoofs silently.

*Why am I so stupid?*

She climbs up on the bed and puts a hoof on Cheerilee's shoulder. Cheerilee recoils like it's a hot poker.

"Don't touch me! I'm mad at you," she yells.

"What?!"

"Leave me alone!"

Twilight's mouth hangs open. "You're in my bed!" she yells. Cheerilee just pulls the sheets tighter around herself, curling up in a fetal position.

"I swore... never again. I swore..." Cheerilee murmurs to herself.

"What are you talking about?" Twilight says, trying to sound concerned. Cheerilee doesn't answer.

"Talk to me!" Twilight says, anger leaking into her voice.

Again, Cheerilee says nothing.

"You're being ridiculous! This is ridiculous!" Twilight throws her hooves up. Cheerilee just lies there, containing her sobs.

*This is the part where I cuddle her and we make up and it's all better. Why is she messing with the routine?*

Suddenly the room feels very small and stuffy, there's nowhere to run, nowhere to breathe. Twilight's chest tightens up, she's standing on the edge of a cliff and it's miles down into blackness and nowhere else to go.

"I'm going out. For a walk. For fresh air or something. I'll be right back," Twilight says. She stomps her way out of the room, not waiting for an answer.

Spike is downstairs, poking his head out through his bedroom door. He looks terrified. Twilight stomps past him, not even looking.

"Uh... Twilight?"

Twilight turns to him, scowling. "What?"

"You guys were yelling. Like, bad yelling."

Twilight just snorts at him, her nostrils flaring.

"Uh..." Spike shakes in fear, stammering. "I... uh... are you and Cheerilee getting a divorce?"

Twilight rolls her eyes viciously, growling out a sigh. "For the last time, Spike, we're not married!"

"Oh... yeah..." Spike puts a claw to his chin.

She turns to the door, resuming her stomping away. "I'll be right back."

Twilight slams the front door closed without really meaning to. She walks, not really sure where her hooves are taking her. The streets are practically empty. The gray skies promise rain at the very least, and most ponies are hiding indoors. Twilight glares up at the clouds, daring them to make the first move.

A garbled mess of emotions rages in her throat, threatening to spill out in any number of ways. Twilight studiously ignores them. She clears her head, meditating on the action of moving her hooves. It's a fine distraction for a while, but thoughts start to creep in.

*What is wrong with you? What are you doing?*

She snorts mockingly. Any number of directions to take those questions, really. Let's start small and work our way out, shall we?

I am angry, and I am walking outside.

I am trying to not lose my temper, and I am avoiding my girlfriend.

I think I might not love her any more and I am trying to figure it out and I can't I just can't how do I know what is this supposed to feel like

*Stop it! Just stop it.*

Deep breath. No thoughts.

*You're hurting her.*

No thoughts.

*Nothing I haven't heard before. Just walk.*

Twilight looks up, and is surprised to find herself in Ponyville's town square. It's empty and quiet. Her breath catches in her throat as her eyes fall on the café across from town hall, on...

*Rough cushions, thin but comfortable enough. They sit together, happy in the shade of the umbrella over their table. It's a bright, beautiful spring day.*

*"So good to see you again. It's been a while," Twilight says.*

*Cheerilee laughs. "It's only been a few days," she says.*

*"It felt like a while." Twilight slides her hoof over Cheerilee's.*

*"Oh, stop it. We're out in public." Cheerilee blushes. "What if one of my students walks by?"*

*"What, you haven't told them about your new girlfriend?"*

*"I can't even imagine. It would probably blow their adorable little minds. Besides, it's kind of unprofessional to tell my students about my love life, wouldn't you say?"*

*"Love life? Is that what this is? I thought I was just your magic sex toy."*

*Cheerilee blushes like crazy, glancing around them. "Ha! Ahem. Heh. Well... you are that."*

*"Good to know I mean so much to you," Twilight jokes. "Now let's eat."*

*Twilight picks up her menu, oblivious to Cheerilee. She looks it over, completely missing the long, fawning look Cheerilee is giving her.*

*"I was thinking just a salad, but if you want to split – oh." Twilight looks up. Cheerilee is staring at her with ecstatic resolve.*

*"Twilight... I..." she halts.*

*"What? Is something wrong?"*

*"No." Cheerilee takes Twilight's hooves in her own, grasping them tightly. "Nothing's wrong. The very opposite, in fact."*

*Twilight just raises her eyebrows, completely lost.*

*"I love you. Do you know that? I have completely, totally fallen for you. I love you, Twilight Sparkle."*

*Now it's Twilight's turn to blush. Her heart is singing, her head spinning. Their eyes meet.*

*"I... I love you too," Twilight says quietly.*

*They kiss, not caring if anyone is looking.*

*The café is empty now, all the umbrellas and cushions stowed inside. Twilight feels water in her eyes and blinks hard. The moisture threatens to creep out onto her cheek, but it stays back for now.*

*That was the first time she said she loved me. I said it, too. I meant it. Every word.*

*Twilight pauses, looking down at her hooves.*

*What happened?*

That is the pertinent question, isn't it? Her hooves start moving again, carrying her to the edge of the square, and the thin stream there. Rain is just starting to trickle down from the sky, making scattered ripples in the water.

*Ugh... speaking of cliché.*

Twilight sighs loudly, and her horn glows. A thin shield of magic forms above her, glowing brighter where the occasional raindrop hits it.

*How can I feel this way? It's not like I don't like her anymore.*

It's true. She still loves spending time with Cheerilee. She still likes everything about her. There's nothing wrong or bad about her.

*I want to love her. Maybe I'm in love with her... but I don't love her. No, that doesn't make any sense.*

Twilight's hooves pad softly on wooden planks. She sits in the middle of a small bridge, staring down at the water. The ripples distort her reflection.

*She's so wonderful. She's always been so wonderful.*

I should love her. She's perfect for me. Absolutely...

*Twilight creases her brow, glowering at the paper on her desk.*

*"There are many theories of magic, some conflicting. Some complementary," she reads out loud. "But a unified theory of magic has so far elusive... been eluded... elu... arg!"*

*She almost slams her face down on the desk, but catches herself. She takes a deep breath.*

*Tomorrow. The lecture is tomorrow. The special, by invitation-only, Equestria's-foremost-thinkers-will-be-there lecture is tomorrow, featuring keynote speaker Twilight Sparkle, favored protégé of the Princess herself. Said Princess will also be attending, of course.*

*Panic whines in her gut at the mere idea. She's been preparing this speech and the lab work supporting it for weeks. She's been reciting her speech over and over again for days. Her mane is frizzy and unkempt, her eyes supported by wrinkly bags.*

*Somehow, she's getting worse with more practice. It's madness.*



*A knock at her door. Spike has learned, through the incredibly embarrassing for all parties hard way, to always knock.*

*"I said no disturbances!" Twilight yells.*

*Spike comes in anyway. He's carrying something, but Twilight hardly sees it. A basket of some kind.*

*"I said no disturbances, Spike. This is incredibly important," Twilight says.*

*"It's not a disturbance. She made me promise I would bring it to you."*

*"She?" Twilight tears her eyes away from her desk. "Who?"*

*"Cheerilee. Duh." Spike rolls his eyes as he drops the basket next to Twilight. She glances down at it, and her breath catches in her throat.*

*A small paper sign is taped to the front of the basket. It says, "Twilight Sparkle's de-stress care package." The basket is filled with snacks, flowers, small pieces of paper and packets of tea. Twilight levitates one of the papers up to her eyes. It's a drawing, a simple little stick figure, like something a foal would draw. It shows a purple unicorn drinking a cup of tea, and then going to sleep with a big smile on her face.*

*"But... when... she left this here?" Twilight stammers.*

*"Just now."*

*"She was here? Now?! You didn't tell me?"*

*"You said no disturbances!" Spike holds his claws up, shielding himself.*

*Twilight tears through the library and out the door, not even closing it. She gallops through the streets, looking every which way for a dark pink mare.*

*Twilight finds her. She's sitting on the bridge in the center of town, looking down into the water.*

*"Oh! Hi." Cheerilee looks up as Twilight approaches.*

*"Hey," Twilight says.*

*They stare at each other for a long moment, just smiling.*

*"I didn't want to bother you," Cheerilee says. "I figured you needed the space. You've even been turning your friends away."*

*"No... no, it's... fine..." Twilight says, still catching her breath.*

*"Really?" Cheerilee says. "I know how important this is to you. You've been so worked up over it."*

*"Yeah." Twilight grins, averting her eyes. "I've sort of been going crazy in there."*

*Cheerilee steps closer and nuzzles her. "I know you'll be great," she whispers into Twilight's ear. "I wish I could come see you tomorrow."*

*"No, no..." Twilight chuckles. "I mean, me too. But I'm nervous enough already."*

*"I know." Cheerilee rests her chin on Twilight's shoulder. Twilight stares off into space, feeling her body unwind. Her eyelids droop. The feeling of Cheerilee's chest expanding against her is calming, soothing.*

*"Come back to the library with me," Twilight says.*

*"Are you sure?" Cheerilee says.*

*"I am. I could really use a break." Twilight's voice falters on her words, exhausted relief pouring out of her as she finally admits what everyone's been telling her.*

*"Okay."*

*They walk together in the soft glow of the streetlamps, their tails entwining.*

*...Perfect.*

*Twilight sits alone.*

*The rain has picked up. The ripples have grown, destroying any reflections. The water is just a dark, roiling pit of blackness. Distant thunder rolls through the air.*

*She really is great. Why don't I love her?*

It's one of Equestria's great mysteries, and it crept up on her out of nowhere. She's not even sure when it happened. She sighs again, feeling empty.

*What is this?*

Her head jolts up. Her inner voice is angry, insistent.

*Who am I? Some silly filly? Heck no! I am Twilight Sparkle!*

That's right! That is right! Her hooves pick themselves up. She walks on, wandering aimlessly, lost in her thoughts.

*I can figure this out.*

I'm smart. I can figure this out. Let's start with some facts.

*Fact: Cheerilee is beautiful and wonderful and great.*

*Fact: Cheerilee is obviously still in love with me.*

*Fact: At some point in the recent past, my feelings for her changed.*

Okay, now we're getting somewhere. Cheerilee hasn't changed – I'm pretty sure of that. I've changed. It's me.

*Why don't I feel the same for her as I used to?*

What could it be? I'm not bored of her or anything. I still love to see her. Spend time with her. Know her.

*Do I not know her well enough? Is there some level of intimacy I'm missing out on?*

No, it can't be that. It definitely can't be that.

*They're lying in Cheerilee's living room, on the same cushions where they kissed for the first time. Twilight's nose is buried in a notebook – a pink notebook, decorated with smiling flowers and hearts. Cheerilee is next to her, hiding her face under her hooves, quivering with anxious energy.*

*"Wow," Twilight says, not looking up.*

*"Wow?" Cheerilee peeks out from under her hooves.*

*"This one is really good." Twilight turns to her, putting the notebook down. "Sad, but good."*

*"Really? Which one?" Cheerilee says.*

*"Broken Rose."*

*"Oh... that one. Heh... yes." Cheerilee fumbles with her hooves.*

*"I mean... it's beautiful." Twilight leans into her. She stares off into space for a few moments, working her mind around the unfamiliar angles of emotional thinking. "It's about Big Mac, isn't it?"*

*Cheerilee startles, almost gasping. "Kind of. Good guess." She leans closer into Twilight, hiding her face. "He hates being called that."*

*"You told me."*

*They sit quietly. Twilight puts a foreleg around Cheerilee. "Are you ever going to tell me what happened with him? Really?"*

*"You really want to know?"*

*"I want to know about you."*

*Cheerilee gets a very serious look, taking a deep breath. "There's not much to tell, really. I used to come home from school. To visit," she says. "Other mares would flirt with him all the time. Right in front of me! They did it on purpose, I swear. They were just waiting for me to leave. They wanted me to know."*

*"You don't think he... cheated?" Twilight says.*

*"He wouldn't," she says. "I knew that. I trusted him. I tried to trust him. But it got to me, it did. We used to argue about it all the time. I couldn't help it. Whenever I was at school it just ate at me."*

*"It must have been awful when he left you," Twilight says.*

*"Actually, I dumped him."*

*"What?!"*

*Cheerilee winces, but goes on. "Things just weren't the same between us. It's hard, keeping it going when it's long distance. And I'd met a guy in Fillydelphia," Cheerilee says. "He seemed nice. He was there for me. Close. I just felt alone when I thought of Mac."*

*Twilight hugs her tighter, but her curiosity won't stay quiet. "So what are all these stupid rumors my friends won't tell me about?" she asks.*

*Cheerilee's face falls, a weary frown. "I heard them, too. When I moved back. I guess after we split up... I don't know. They say he slept around a lot. Some of the mares I knew said he was a real stud horse. A heartbreaker. Said it right to my face."*

*"Mac? Heartbreaker?"*

*"I don't want to believe it. He's not like that. He wasn't like that." Cheerilee sighs. "He's not like that now. Something happened. Your friend... his sister... she made him stop. I keep hearing that he won't go near mares anymore."*

*"Hmm." Twilight chews this over. She had never known Applejack to be good at hiding things, but she had successfully evaded answering these kinds of questions for months now. Twilight leaves it for later – Cheerilee is curled up next to her now, still looking despondent.*

*"At least you found someone new," Twilight says.*

*"Ugh." Cheerilee scowls. "The poem was about him, actually."*

*"...He left you?" Twilight's eyes go wide as it dawns on her.*

*"He just wanted to get me in bed. He dumped me right after I finally let him."*

*"That jerk!"*

*"It wasn't the last time." Cheerilee lowers her head, resting her chin on the cushions.*

*"What do you mean?" Twilight says cluelessly.*

*"It doesn't matter. I have you now." Cheerilee looks up at her with hope in her eyes. Then she gets a wry smile. "Although with my track record, I'll probably do something stupid and make you hurt me, too."*

*Twilight ignores Cheerilee's sarcasm.*

*"Never," she says.*

*"Hmm?"*

*"Never. I'll never hurt you. I promise."*

Twilight freezes in place. She's back at Ponyville's town square. She's traced a wide, wandering circle through the streets, ignoring the rain falling around her.

*Way to keep THAT promise.*

She groans at herself, acutely aware of exactly what she's done. She's noticed the pained desperation in Cheerilee's eyes, the strained smiles, the obvious efforts to kindle some kind of spark in Twilight.

*She knows. Of course she knows. She's not stupid.*

I don't want to do this. I don't want to feel this way. I want to make her happy.

*I want her to be happy!*

The rain picks up around her, coming down loudly now. Lightning arcs across the sky, followed by the booming roar of nearby thunder. Twilight shivers, despite being dry under her magic.

*Why haven't you just told her?*

She rolls her eyes at herself. Right, just tell her. Hey, Cheerilee, I think I might not love you. Bright idea, right there.

*She would be devastated!*

NOT telling her is just making it worse.

*But I can't! It would hurt her so much...*

Her eyes dart around the square. Sugarcube Corner catches her eye. Warm light pours out through the windows.

*They're still open? Of course, it's probably just Pinkie.*

My friends... My friends! Of course!

*Twilight slides in between ponies, joining them at their table. Her friends are all gathered. She grins nervously.*

*"Sorry I'm late! You know. Studying."*

*"Studying? You're late because of studying?" Rainbow Dash groans.*

*"Yer one to talk. You only just got here yourself." Applejack glares at her.*

*"Yeah, but I was napping."*

*They bicker pointlessly for a bit longer. Twilight ignores them, taking in the pub. It's warm and crowded and cozy, and they've even been nice enough to allow Applejack to come back after that awful night.*

*It's so much different from that night, long ago. Her friends all look happy.*

*"So, Twilight..." Rarity nudges her with a hoof. "How is everything going with your paramour?"*

*Twilight's smile was genuine until she heard those words. "Fine. Everything's fine."*

*"Really?" Pinkie Pie says. "Because she's right over there and you didn't say hi or anything so I thought maybe you guys were on the outs or something. And that would just be laaaaaame-o! You guys are cute together!"*

*Side conversations die as all eyes turn on Pinkie.*

*"Boy, she does cut right to the gristle, don't she?" Applejack says.*

*"Don't know what you mean! Everything's great," Twilight says.*

*"Forgive me for doubting you Twilight, but..." Rarity gives her a look, all knowing concern. "She's been trying to catch your eye since you walked in. Are you quite sure everything's alright?"*

*Twilight glances at the other side of the pub. Cheerilee is at a table with a group of her friends, and she is indeed staring at Twilight. Cheerilee gives a weak little wave of her hoof. Twilight gives a subdued wave back, then turns back to her friends.*

*"She's out with her friends. I don't want to bother them."*

*"It ain't just that. 'Cuz... we heard... well..." Applejack halts, uncomfortable with hearsay and gossip.*

*"Why are you ignoring her?" Rainbow Dash blurts out.*

*"Don't be ridiculous. I just saw her the other day." Twilight waves a hoof at them.*

*"How long ago?" Rarity asks.*

*"Why?" Twilight glares at her.*

*"Twilight," Fluttershy chimes in out of nowhere. "We're just trying to help you."*

*"Help? I don't need help. Everything's fine. What's with all this nosiness all of a sudden? Do I bug you guys about your dating all the time? Still alone, Applejack? You too, Rarity? How about you Rainbow? Are you still doing Pinkie Pie way more often than you pretend to?"*

*Shocked silence. Her friends are gawking at her. Twilight winces.*

*"Sorry. Sorry." She looks down at her hooves. "Let's get some drinks. I'm ordering alcohol. All the alcohol. Right now."*

*Her friends just glare at her.*

*"Um... first round's on me?"*

*Twilight shakes her head, closing her eyes.*

*What is wrong with me?*

*I need help. I don't know how to fix this. I don't know if I can fix this.*

*Not alone, anyway.*

*Help. Her hooves move quickly through the wet grass, carrying her towards that warm beacon. They can help. Even if it is Pinkie Pie.*

*Sometimes she makes sense.*

*Twilight grimaces, paused in front of the door.*

*Sometimes.*



She breezes through the door of the bakery as if it isn't late evening. It's stuffy and warm and bright, thick with the sweet scent of baked goods. Two pairs of eyes look up at the sound of the bell hanging over the door.

"Hi Twilight!" Pinkie Pie's face lights up at the sight of her friend. She's standing behind the counter, mixing a bowl of something.

"Oh... hi." Fluttershy is sitting at the counter across from Pinkie, looming over a plate of cookies.

"Fluttershy? What in the world are you doing here?" Twilight asks.

"I was just getting some cookies. I thought I could get home before it started raining... but... it's so dark outside..."

"She's hiding here until the storm stops." Pinkie dumps more sugar into the bowl, stirring with pleased gusto. "We're having a super duper baking slumber party!"

"I can see that. Are you okay? Do you want me to take you home or something?" Twilight says.

"No, thank you. We really are having a super duper baking slumber party." Fluttershy smiles. "I made sure all my animal friends were safe inside before I came over. Just in case."

Twilight sidles up to the counter with a pleased smile and joins them. It wasn't long ago that Fluttershy would have been quaking in fear at the merest thought of leaving Angel Bunny alone for a night, even without a storm coming. But now she just seems relaxed.

*So proud of her... she's doing so much better these days...*

Fluttershy munches on another cookie, looking content. "Did you get caught in the storm, too?" she asks.

"Not really. I... I kind of need to talk to somepony. If you guys don't mind me interrupting your slumber party," Twilight says.

"Oh goodness. You look upset. Is something wrong?" Fluttershy says, exchanging a knowing look with Pinkie Pie. Twilight sighs – of course, they've probably been talking about her.

"It's about Cheerilee. I think I've really messed things up," Twilight says.

"Not to worry, Twilight!" Pinkie drops her mixing spoon and rubs a hoof on Twilight's head, leaving a stain of flour behind. "You just tell us what's wrong and your Auntie Pinkie Pie will straighten everything out!"

"Aren't you younger than both..." Twilight starts to say, but Fluttershy raises a hoof, shaking her head.

Pinkie Pie ignores the gesture. "So what's up?" she says.

Twilight hedges, tapping her leg against the counter.

*Don't be nervous. This is good. First things first...*

"I know I've been a jerk about this lately. I know you girls have been worried. But... I don't know. Things have gotten bad. And I guess I didn't want to admit it or something. But now I think I really need help."

"We've all been worried about you," Fluttershy says.

"I know."

"But every time we tried to talk to you, you would get all snappy. Like Gummy... but with teeth. Teeth made of mean words. Word teeth!" Pinkie says.

"I know... I'm sorry."

"It's fine, Twilight. We want to help. What's wrong?" Fluttershy says.

Twilight hedges even more. It's so difficult to say it, for some reason.

*It's not true if I don't say it and nopony knows even though everypony already knows*

That is so, so stupid. And wrong. Just say it!

"I think I might not be in love with Cheerilee anymore." Twilight bows her head.

"Biggest gasp!" Pinkie Pie whispers, pausing at her stirring.

"Oh no!" Fluttershy drops her cookie. "Oh, Twilight! That's just awful!"

Twilight groans, bowing her head further. Her horn rests on the counter with a soft bump.

"Are you sure?" Fluttershy asks.

"No, I'm not!" Twilight snaps back up, almost frantic. "I'm not sure! I'm so confused."

"Poor Twilight." Pinkie Pie shakes her head, looking very serious. "Even the smartiest, pantsiest of us all is laid low by the mysteries of love."

Twilight and Fluttershy give her a combined look of pure confusion, then ignore her.

"Let's talk about it. We can figure it out," Fluttershy says. "I know a thing or two about love."

"You do?" Twilight cocks a skeptical eyebrow.

"Well... not really. But I want to help!" Fluttershy eats another cookie with excited determination. "Why do you think you aren't in love?"

"Well..." Twilight scratches her chin. "When I first started dating Cheerilee, I was definitely in love. I could feel it."

"Like a warm, glowing feeling in your heart?" Fluttershy says, her eyes twinkling.

"Uh... yeah, kind of."

"And you just felt wonderful every minute of the day?" Fluttershy smiles rapturously, flaring her wings out.

"Yes." Twilight smiles.

"And you can't stop thinking about him and you just want to be with him all the time?" Fluttershy clasps her hooves together, staring off into space.

"Um... Cheerilee's a mare," Twilight says.

"Huh? Oh... right. I knew that." Fluttershy deflates, her wings drooping.

"But you still like Cheerilee, don't you?" Pinkie says. She looks like she's more concentrated on her batter than their conversation.

"Of course I do. She's wonderful. I just don't feel the same as I used to."

"Oh no..." Fluttershy gives her a grave look. "What if... what if... I'm really sorry to say this, but... what if Cheerilee isn't your one true love?"

"My one true love?" Twilight says.

"Yes! You know... your perfect partner! Your soul mate!" Fluttershy explains.

Twilight creases her brow. Given her recent doubts, she had been wondering something along those lines. Even if she hadn't used the same words as Fluttershy.

"Well... how do you know?" Twilight asks. "If someone's your soul mate, I mean."

"Gosh, I'm not sure." Fluttershy frowns with unknown doubts. "I thought you would know. I thought maybe you had found yours. But now I don't know what to think."

"Pfft." Pinkie Pie rolls her eyes.

"Excuse me?" Twilight turns on her.

"Oh, you girls..." Pinkie Pie shakes her head, sliding her batter bowl away. "Here's how it is."

Twilight and Fluttershy exchange another look of pure confusion. Pinkie pulls out a tray of cupcakes, then pops one free. She sets it on the counter in front of Twilight.

"Here's a cupcake. Doesn't it look good, Twilight?" she says.

Twilight stares at it. It's chocolate, with yellow frosting and red sprinkles.

"Sure. It looks delicious. Your cupcakes always look delicious."

"Okay then. Eat it!" Pinkie says.

Twilight raises an eyebrow. Pinkie Pie is coiled up, ready to pounce. She nods at Twilight. Twilight raises a hoof, and sticks it out towards the baked treat. Before she even gets near, Pinkie slaps her hoof away.

"No, wait!" she yells.

"What?!" Twilight shrinks away.

"Oh my?" Fluttershy shrinks a little as well.

"You don't want to eat THAT cupcake!" Pinkie yells. "Somewhere out there, all alone in Equestria, just waiting for you, is your perfect cupcake!"

"...What?" Twilight frowns at her.

"The perfect cupcake! The most perfect, most wonderful cupcake ever. You'll never need another cupcake!" Pinkie says, batting her eyes and looking off into the distance.

"Ooooh!" Fluttershy nods.

Twilight looks back and forth between them, then down at the cupcake. "It's just a cupcake, Pinkie," she says.

"Is it, Twilight?" Pinkie leans forward and glares, pounding a hoof on the counter. "Is it?"

"...Yes?" Twilight says.

"Anyway!" Pinkie forges on. "You don't want that cupcake. You're worried that it isn't your perfect cupcake. So you don't eat it. You are cupcake-less. Sans cupcake! Tragic."

"That's okay. She can wait as long as she needs to. Right, Twilight?" Fluttershy says.

"No. No! It's just a cupcake. There is no such thing as a perfect cupcake. Even if there was, there's no guarantee I would ever find it. There are millions of cupcakes. It's just... mathematically unlikely," Twilight says.

"Nope! You're going to pass on this perfectly good cupcake. Or, wait... maybe you used to like cupcakes. But you've been eating cupcakes for months." Pinkie Pie sweeps the cupcake away, grabbing some of Fluttershy's cookies. "So now you want a cookie. Even though cupcakes are still pretty good!"

"Okay, okay, I get it. Enough with the dessert." Twilight grabs the cookies with magic and hovers them back over to Fluttershy, much to the pegasus pony's delight. "But what if my feelings really have changed? What if I just don't like cupcakes... er, I mean... her as much as I used to?"

"Don't be silly, Twilight! You still like her, don't you?" Pinkie says.

"Of course I do. But the feelings Fluttershy was describing are gone. The love is gone."

"Those feelings aren't love!" Pinkie Pie laughs, like it's the most obvious thing ever.

"What?!" Twilight and Fluttershy say in unison.

"That's just what being IN love feels like! But that isn't love," Pinkie says.

Twilight and Fluttershy give her completely blank looks, more lost than ever.

"Okay... imagine the first time you try a brand new kind of cupcake..." Pinkie says.

Twilight groans. "No more cupcake metaphors. Please," she moans.

"The first time you try it, it's sooooooooooooo good! But after you eat it a few more times, it isn't so exciting. It's old news. But it's still special and delicious. Right?" Pinkie raises her eyebrows, gauging Twilight's face.

"Maybe I should be getting back to the library. Thanks for all your help, though..." Twilight starts to get up.

"NO! Listen!" Pinkie grabs her face, pulling her back to the counter. "You have to listen!"

"Okay, okay, fine!" Twilight pulls Pinkie's hooves away, settling down again.

"You love your friends, don't you?" Pinkie asks.

Twilight stares at her, then at Fluttershy. They both just smile at her.

"Yes," she says.

"Would you stop being our friend if you found better friends?" Pinkie asks. Fluttershy gasps quietly.

"Of course not!" Twilight scoffs.

"Why not?" Pinkie says.

"Well... hypothetically speaking, of course. I don't think I could find better friends," Twilight says.

"Of course." Pinkie Pie nods. Fluttershy nods along.

Twilight takes some time, her mind scanning back through pages and pages of reports written with her own quill. This is her thesis, her final conclusion, the sum of all she's learned on her long assignment.

"I would never just stop being friends with you girls. Our relationship is too strong. We've shared so many experiences... I just couldn't. Even if some hypothetical perfect friend did come along."

"Exactly! That's what's important." Pinkie Pie beams at her.

"But..." Fluttershy raises a hoof, like they're in a classroom. "Isn't love different?"

"Why would it be?" Pinkie Pie gives her a quizzical look.

"Yeah, why..." Twilight trails off.

*Why would it be different?*

Twilight stares off into space, her face blank.

*They're in the library's kitchen. Twilight is watching Cheerilee mix something in a bowl, grasping a wooden spoon awkwardly in her hoof. It's thin, runny batter of some kind.*

*"I can't believe you don't know how to cook," Cheerilee titters at her.*

*"Well, in my defense, I've always had Spike around. Or the palace wait staff. Or the University kitchen. Or my parents," Twilight says, feeling a little ashamed. "Thanks for teaching me?"*

*"My pleasure! I love baking." Cheerilee keeps stirring. She looks like she's concentrating far more than Twilight thinks is necessary.*

*"I've tried learning before. From my friends. It never exactly went well," Twilight says. Cheerilee smirks.*

*"Unfortunately, I'm not a master baker like Pinkie Pie. Or Applejack. I can do a pretty basic job. But I'll see what I can do for you." Cheerilee smiles at her, a warm gift of a smile. Twilight feels like she can do anything as long as that smile is backing her up.*

*"They didn't have your touch for teaching, I think. I feel like you explain things so much better." Twilight watches carefully as Cheerilee pours the contents of the bowl out into a round pan. "So what's next?"*

*"Now we bake it." Cheerilee turns around, rummaging through the myriad baking supplies on the counter. "It's a pretty quick-baking recipe. It just needs some heat to expand the air inside and thicken the dough."*

*Twilight gets a smug look on her face. "Quick-baking, you say?" she says.*

*"Mmmhmm." Cheerilee doesn't turn around.*

*Twilight lights up her horn. She's always felt out of her element in the kitchen, lost and useless. The thought that she could actually bring something to the table fills her with confidence. Cheerilee turns around and gasps.*

*"Oh! What are you... what are you into there?" Cheerilee says, smiling proudly.*

*"Just some baking." Twilight grins. The pan is shaking on the table, the dough bubbling in the heat of her spell. "I'd like to see Spike make fun of me when we bring out this..."*

*She surges the energy in her horn. A loud, wet POP makes her jump, and her eyes close out of instinct. Stinging, sticky, wet drops splatter all over her. The light of her horn dies.*

*Twilight opens her eyes. The kitchen is covered – covered, even the ceiling – in hot dough. It's splattered everywhere. Cheerilee is staring at her in surprise, also covered in dough, oblivious to the heat. Her mouth hangs open.*

*"Um... whoops?" Twilight folds her ears back.*

*Cheerilee stands, frozen. Her eyes jump back and forth between Twilight and the empty bowl.*

*"Sorry?" Twilight says.*

*"HA! Hahahaha!" Cheerilee bursts into laughter, almost collapsing against the table. She howls at Twilight for whole seconds, shaking with mirth. Her chest heaves. Her eyes water. Twilight frowns at her.*

*"Ugh... you don't have to rub it in." Twilight says.*



*"No! No... haha... sweetie, your FACE! Hahaha..." Cheerilee wipes at her eyes, hardly breathing.*

*"Right. Right. Twilight is a bad cook. I know." Twilight rolls her eyes.*

*"Oh, come on." Cheerilee walks over to her, still snorting and giggling. She smiles at Twilight, different this time. Sympathy. Twilight stubbornly holds her frown.*

*Cheerilee leans forward and licks a bit of dough off of Twilight's nose. Twilight startles at the wet, tickling touch. She can't help but smile back now.*

*"You're really adorable sometimes, Twilight," Cheerilee says. Twilight says nothing – she just dumbly holds her smile, feeling silly for being annoyed before.*

*"Let's try again. From the top," Cheerilee says.*

Twilight's eyes focus. Pinkie Pie and Fluttershy are bantering about something. The words fall soundlessly against her.

"I get it," she says.

Neither of her friends notices at first.

"I get it!" Twilight almost yells.

They both turn to her.

"There is no perfect cupcake," Twilight says, giving Pinkie a determined look. Pinkie Pie nods and winks very seriously.

"There isn't?" Fluttershy says, aghast.

"No! No, there isn't!" Twilight cries out joyously. "Maybe I'm not IN love with her. Maybe that rush of new love can't last forever. But that's not what's important."

"That's my girl." Pinkie Pie nods along.

"I have to go. I have to go home right now." Twilight gets up and almost walks out the door. She halts mid-step. "Wait! Pinkie, do you have any of those buns? You know, the ones I always get for her?"

"Red bean?"

"That's it!" Twilight nods intensely.

"A whole batch. Fresh from the oven." Pinkie winks again.

"I need a half dozen."

Pinkie mock-salutes and begins rushing around the bakery, filling a white box with fresh treats.

"Um... Pinkie?" Fluttershy weakly raises a hoof.

"Mmhmm?"

"What if there could be a perfect cupcake? What if it really seems perfect?" Fluttershy says.

"Eh..." Pinkie Pie pauses long enough to make a so-so gesture with her hoof.

"What if he... I mean, the cupcake... is the biggest, most handsome cupcake you've ever seen?" Fluttershy asks desperately.

"Oh, there's always a more handsome cupcake," Pinkie Pie says with hungry eyes.

"What if the cupcake is quiet and kind, just like you, and he seems soooooo nice and he's good with animals and..."

"Sorry to interrupt, Fluttershy," Twilight cuts in as Pinkie Pie hands her the box. Fluttershy just frowns down at her lap. "Thanks. Both of you. But I have to go. There's a mare I love, and she needs to know it."

"Go, Twilight!" Pinkie yells. "Go to her and love her and never let go!"

"Yes, that," Fluttershy says. "You should do that."

"I intend to!"

Twilight rushes out into the storm, the box resting on her back. Her magic shields her from the pounding rain and howling wind. The fury of nature is nothing before her. She trots home as if it was a sunny day, calm and smiling.

She closes the library door behind her. She takes a deep breath.

*Okay... okay... start with "I love you" right away, or open up with the apologies?*

She ambles around the main room, shifting her weight from hoof to hoof. This has to be perfect. Spike's door opens, and his head pops out, sniffing eagerly.

"What's that smell?" he asks.

"Just something from Sugarcube Corner," Twilight says smugly.

"Oh man! Are those Pinkie's hot delicious buns?"

Twilight snorts into her hoof. "Heh... um... yes, as a matter of fact."

"Awesome! Boy, I can't wait to put them in my mouth!"

Twilight just stares at him, not sure if she heard that correctly. He walks over and reaches for the box.

"Whoa! Claws off. Cheerilee gets first pick. I'm bringing them up to her now," Twilight says.

"What are you talking about? She left." Spike says.

"What?!" Twilight does a double take.

"Yeah, she left a while ago. She looked all sad."

Twilight gallops up the stairs, dumping the box on the floor behind her. She bursts through her bedroom door. The thought of Cheerilee just leaving is so alien, so wrong... it can't be true. That's not how this is supposed to happen.

Her bed is empty. Her room is empty. She walks slowly into the center of her empty, empty room, looking around.

*But... what... no...*

There's a new piece of paper on her desk, on top of the notes she was pretending to read earlier. She lifts it with her magic.

*Twilight,*

*I went home. Please don't come see me. We need some time apart. I want to think about things.*

*I don't know if I can go on like this. I'll come find you in a few days.*

And that's it.

There's no "Love, Cheerilee." No "Don't worry, everything will be fine." It just ends.

*Like our relationship.*

No! No, no, no, this isn't happening. It can't be!

Twilight drops the letter on her desk. Her head is floating, stuffy, wrapped up in itchy cotton.

*I can still fix this. Right?*

The possibility that no, she can't fix this, comes crashing into her brain. Her vision narrows, darkening around the edges, focused just on that awful piece of paper. She remembers to breathe and does so in a loud, choking gasp.

Her ear twitches. She turns her head to see Spike timidly standing at the top of the stairs. He didn't knock.

"Is... are you okay?" he says.

Twilight's lip quivers. Her chin shakes on its own. She's desperately, desperately trying not to cry.

"Spike. Do we happen to have a..." She sniffs loudly. "...time machine in the basement?"

"Not the last time I checked."

"Oh..." She squeezes her eyelids shut, but this time it just forces the tears out. "Darn."

She looks down at a blurry version of her floor. She feels Spike grab her in a little dragon hug, his arms not even reaching around her body. She puts her foreleg around him.

She leans her head against him, and they hold each other in the gloom.

"Alright." Twilight stomps a hoof on the library's wooden floor. "Everypony report in."

She looks up and down the line of ponies in front of her. Her friends are standing at attention – well, some of them, anyway. Rainbow Dash is flopped out on a floor cushion, her eyes wandering up to the ceiling.

"Ooh! Ooh! Me first!" Pinkie Pie bounces, waving a hoof. "I brought her the cake, just like you asked."

"And?" Twilight's eyebrows go up.

"She said it was great, and then I said it was from you and you really wanted her to come talk to you, and she got all quiet and thanked me and went back in her house. She took the cake, though! That's good, right?" Pinkie Pie fidgets hopefully.

"Sure, that's something. Well done, Pinkie." Twilight looks at the next pony in line. "Rarity? You said you had a foolproof plan?"

"Most assuredly, Twilight! I've enlisted the help of my little sister. I instructed her and her friends in the art of subtle conversation and unleashed them upon their teacher."

"And her friends?" Applejack cocks an eyebrow. "You can't mean Apple Bloom."

"Why yes, of course. And that scrappy little pegasus, as well."

"Scootaloo?" Twilight asks. Then she cringes as she absorbs one of the earlier words. "Wait... subtle?"

"Indeed! Those girls will surprise you, occasionally. At any rate, they reported that they talked with her after school and dropped hints about how much you miss her."

"That's the most cockamamie thing I ever heard!" Applejack butts in. "Those three couldn't be subtle if their cutie marks depended on it!"

"Not that *you* would know anything about subtlety." Rarity peers down her nose at the earth pony next to her. "Besides, I don't know her well enough to approach her directly. It would be too obvious. On the other hoof, she loves those three fillies. They're the perfect agents for this."

"Nuts to that!" Applejack scoffs. "Can't believe you threw my little sis at her all sideways like."

"Yeah..." Twilight puts a hoof to her chin. "That's kind of..."

"You must trust me, Twilight!" Rarity says, her eyes intense. "This is love! All bets are off."

"Okay, okay!" Twilight smiles and nods, placating the other unicorn somewhat. "I'm sure it helped. Thanks, Rarity."

"I still don't see why you gotta be all movin' in the shadows. Just tell 'er what's what," Applejack says.

"Is that what you did?" Twilight cringes again.

"Well... yeah, I s'pose so." Applejack pauses, hemming on her hooves. "I mean, I don't know her so well. But I flagged her down in the market all the same. Then I gave her that order you picked out, and I kind of laid out what you've been sayin'. She seemed to take it alright."

"Oh?" Twilight's hopes jump a little.

"Yeah... I mean, she didn't make no promises or anything," Applejack says.

"That's fine. I'm sure it helped. Fluttershy?" Twilight moves down the line.

"Oh?" Fluttershy jolts as if startled. "Um... Twilight? I mean... I don't mind helping. But why don't you talk to her?"

"I tried." Twilight folds her ears down. She winces inside at the look on Cheerilee's face. "I don't think she wants to see me right now."

"Oh?" Rarity makes a hushed gasp. "That bad?"

"No... she was nice enough. But... she doesn't want to see me," Twilight says. "Not just now. And I want to respect that. Give her space."

"Wait..." Rainbow Dash raises her head up. "Getting all your friends to bug her all the time counts as giving her space?"

"Well I have to do *something*. I want her to know I care." Twilight glares at Dash. The blue pegasus just snorts and goes back to tracing her eyes around the ceiling.

"I gave her the flowers we picked," Fluttershy says, almost whispering. "I think she really liked them."

"Perfect. I knew I could count on you," Twilight says, then turns back to Dash. "Unlike some other pegasus ponies..."

"Hey, I helped!" Dash sits up on the cushion.

"You did?" Twilight's ears perk up.

"Yeah. Of course. I may have said stuff, but I know you still dig her. I got your back." Dash waves a hoof.

"Oh." Twilight feels bad now, despite the good news.

*Element of Loyalty, indeed...*

"Hey." Dash looks at Twilight, as if just now entering the conversation. "There may be plenty of other ponies out there, but she's a good one. For you, especially. It won't be the end of the world if she does dump you, but... you know. Either way's good."

"What did you do?" Rarity asks.

"Huh?" Dash lazily rolls her head towards Rarity.

"You said you 'have Twilight's back.' What did you do, exactly?" Rarity says.

"I talked to her. She's cool." Dash shrugs.

"Hmm." Rarity looks nonplussed.

"Thanks, Dash," Twilight says, ignoring Rarity. "I'm sorry I doubted you."

"No big. Just remember, if she does take you back, it was me. I did that." Dash relaxes back into the cushion. The line-up of friends all roll their eyes, almost in unison.

"I helped too!" Spike walks out from the kitchen, waving an eager little claw.

"Oh?" Twilight turns to him. "Did you say all the things I told you to say?"

"Well, I started to." Spike takes a thoughtful pause. "But then she asked me if you told me to say that stuff, and I said yeah."

"What?!" Twilight balks.

"Yeah... then we talked about how you can be kind of bossy sometimes. Uh... I mean..." Spike taps his fingers together nervously.

*Betrayal! Sedition!*

"Spike!" Twilight frowns.

"Hey, it was bonding! I was gaining trust. You know, being a good agent." Spike flexes his arms.

Twilight narrows her eyes. "You always take her side," she says.

"Well she helps me with chores sometimes. Unlike some other ponies." Spike crosses his arms in a huff. Twilight groans loudly.

"At least I wouldn't totally sell out for a pile of pancakes," Twilight says.

"Hey! Her pancakes are glorious!" Spike stares off into space, drooling a little. "Just... glorious..."

"Mmm... pancakes..." Pinkie Pie licks her lips, also staring into space. "Ooh! Waffles!"

"Huh?" several of them say, turning to Pinkie.

"Waffles! I'm gonna make waffles. Willions of waffles!"

"Willions?" Twilight says.

"It's like millions, but for waffles," Pinkie Pie explains very seriously. "You girls should all come over to Sugarcube Corner for waffles!"

"I'm in!" Dash sits up, waving a hoof.

"Me too!" Spike jumps in place, waving his claws.

"Ain't it like... night time?" Applejack screws her face up in confusion.



"Night time waffles are the best waffles!" Pinkie growls out, glaring.

"I suppose if we're all retiring to your bakery, I shall tag along," Rarity says.

"Yeah! Let's go!" Pinkie looks just at Twilight, waving her along. Twilight doesn't move. She just gives Pinkie a weary smile.

*Oh Pinkie... effective, if obvious...*

"You girls go on ahead. I just ate," Twilight says.

"Whaaaaaaaaaat?!" Pinkie Pie pouts. The rest of her friends make similar shows of dismay.

"It's okay. I need some time to think about things. And write a letter." Twilight holds her smile, trying to reassure them.

"You're going to write to her as well?" Rarity arches her eyebrows.

"I can't give up. I have to try everything I can. Even if it is..." Her smile breaks, and she casts her eyes down at the floor. Spike puts his hand on her shoulder. She looks up, enough to see him, anyway.

"It's gonna be okay. Come eat some waffles. They always make me feel better." He smiles up at her.

"No, you go ahead. Last thing I need right now is a stomach ache." She looks up at her friends. "Go ahead. And thank you. All of you. I don't know what I would do without you."

"Without us?" Pinkie Pie nods, closing her eyes. "You'd be a broken shell of a mare, alone and bitter, and Equestria would be cloaked in eternal night."

"...Oh." Twilight folds her ears back.

"Alright, enough of all that. Twilight says she needs a minute, she gets a minute." Applejack heads for the door, waving a hoof to draw the group along. "We'll come on right back after havin' some grub."

"Go on, Spike." She nudges him with her snout. Her friends shuffle out quietly, but Rainbow Dash and Rarity trail behind. Rarity gives her a strange look – it's sympathetic, but... as always, Twilight has trouble reading her.

"Twilight..." Rarity begins, her eyes hesitant. "I just want you to know that whatever happens, we'll still be here for you. Everything's going to be alright."

Twilight takes her time absorbing the words, trying not to let her face fall too much. "You think she is going to dump me." She frowns, despite her effort.

"She didn't say that. No pony said that," Rainbow Dash says.

"It's pretty obvious from the letter, though, isn't it? And it's not like I don't deserve it. I mean, I'd dump me..." Twilight closes her eyes as she speaks, getting more quiet. Rarity walks over and puts her hoof on Twilight's shoulder, much like Spike before her.

"Everypony makes mistakes. But you do love her. We can see that. I only hope she can see it, too," Rarity says.

"And hey, if she doesn't?" Dash cuts in. "Like I was saying before. You're Twilight Sparkle. She isn't the only mare out there who wants some of you." Dash winks at her.

Twilight raises her head, her eyes going a little wide at the wink.

*Maybe she's right... maybe it wouldn't be so bad...*

No! No! From now on, brain is doing the thinking. Not haunches. Not anymore.

"Thanks, girls." Twilight recovers quickly. "I mean, I know you're right. But she's..."

"Special?" Rarity smiles knowingly.

"...Yeah."

"She better be, the way you're fighting to hold on to her." Rainbow Dash waggles her eyebrows. "She must be, like, crazy in the sack, huh?"

"I think that's our cue to leave." Rarity glares at Dash. "Excuse us, Twilight. We'll be back in a while to check on you."

"Oh man, I am so right! Ha!" Dash laughs, looking at the slight blush on Twilight's cheeks. "We'll catch you later, Twi."

Twilight just nods at them as they leave. A small bit of her is annoyed that they think she needs to be "checked on", but the rest of her rightly reminds her that they're just being the good friends they always are.

Always.

Twilight sighs, happy and sad to be alone at the same time. The library is quiet. Pale moonlight pierces in through the windows.

She makes her way upstairs, meditating a little on what her life used to be. Once she opened herself up to the power of friendship, nothing was ever the same. She is never really alone. She's strong now, supported on all sides.

*Love really isn't that different, I suppose.*

It will never be the same. That bond... that *connection*...

She clears a space on her desk, laying out her quill and ink and paper.

*Even if I've lost her... it was so beautiful to have her.*

She sighs, closing her eyes. When she opens them, she's looking up, out the window. A full moon stares back at her, surrounded by breathtaking, twinkling stars.

She pauses for a moment. It's been a long time since she really gave thought to how this all began, in anything other than a strictly sexually curious way. She's had idle daydreams of making love to Luna occasionally, just as she occasionally catches herself staring at other mares. Just wondering.

*Not that Cheerilee isn't great or anything...*

No, that definitely isn't it. Nothing wrong with Cheerilee. Twilight smiles, her eyelids half-closing, as naughty memories send her tail lashing against nothing. The memories sting her just as quickly as she realizes she might never add to them.

Never again to feel that luscious body against hers, hear that beautiful voice crying out or whispering in her ear. To just lie with her, feeling the motion of breath in her chest.

She closes her eyes again, hard.

*No more of that. Stay focused.*

Have to stay focused. Have to fight. Have to win her back. Have to show her that I do care. It's not over yet.

Her eyes dart upward on their own, tracking movement. But there's nothing there. Twilight creases her brow, peering up into the night sky.

The moon seems dimmer, somehow. The room she's in feels darker.

Her breath catches in her throat. The hairs of her coat stand on end.

"My Twilight."

A voice from behind her. Twilight doesn't jump or startle. Her eyes narrow.

*Of course she's here.*

Twilight starts to turn around.

"I had a feeling you might..." Her voice drops dead. Her knees shake. Every cell of her body feels drained of blood, cold.

It's the most heart-stoppingly beautiful thing she's ever seen.

Luna is there, standing in her room. She's *tall*, as big as Celestia, if not a little taller. Everything about her before is more pronounced, more refined, the sleek curves of her body alluring, her large wings spread out in fanfare. Her mane and tail shimmer with stars, like they did when she was Nightmare Moon, stunning and only a little terrifying.

Her eyes *glow*, just slightly. Twilight feels an electric prickle, the air alive and tingling with magic.

"Duh... wha... how..." Twilight gasps breathlessly, her eyes wide.

"Good evening, Twilight. It's been so long," Luna says quietly. She smirks down at Twilight, as she always did, but warmer. Never before would Twilight have said that she resembled her sister.

"Good... evening...?" Twilight stammers out. Her chest aches, like the wind's been knocked out of her. Luna giggles, an arrogant, charming sound.

"You look so shocked. I wax, and wane. You've never seen me at my fullest before, have you?" she says.

Twilight starts to lose herself in that voice, those glowing eyes. She can feel her thoughts melting into dumb yearning. She shakes her head, crushing her eyes closed so hard it hurts. The slight pain brings thoughts back.

*NO! No! Brain is in charge now! Don't forget what she did to you!*

She opens her eyes, forcing her lips into a straight line.

"Good evening," Twilight says flatly.

"So grim, my eager student? And I heard you were doing better these days," Luna says, her smirk not moving.

"That's none of your business," Twilight says. "What, have you been watching me?"

Luna pouts at her, feigning hurt. "Oh, Twilight. Nothing so sinister." She steps closer to Twilight, casting moving shadows over the floor where her hooves tread. "I ask my sister of you, of course. I do have affection for you, after all. I never lied to you."

Twilight holds her grimace, despite tremors in her chest. "Why are you here?" she says.

"Isn't it obvious?" Luna's eyes light up. She stalks closer to Twilight. She looks ready to pounce. "You asked me once to come and claim you. At the time, you were not yet ready. But now I am here."

Twilight can't hold her mask through that one. Her eyes go wide again, and she stumbles back onto her rump.

"What? I didn't... we haven't talked in months! I don't want anything to do with you anymore!" Twilight forces a glare, trying to ignore the parts of her that very much want to do with Luna.

"I think we both know that isn't true." Luna smiles more, a real smile, predatory and thrilling.

"I didn't fall in love so I could appease you." Twilight's glare hardens.

Luna's smile fades. She gets that bored, feline look, staring at nothing in particular. "Whatever your intentions, you have done as I asked. I think you have learned much. Do you not better understand what I asked of you?"

Twilight starts to speak, but the words threatening to come out are too incriminating. She bites her tongue and casts her eyes to the side.

*She's right. I didn't understand. Before.*

No! Remember!

"You hurt me," Twilight says. "I still haven't really forgiven you, you know."

Luna shakes her head, looking somber. "I am sorry for what happened. But I think it more truthful to say that you hurt yourself. I tried to be gentle with you. Your infatuation was strong. Love's first bite is usually so."

Twilight looks away again. Every word she agrees with crumbles a bit of her resolve. She holds on tight.

"But I can see that you have grown up since then." Luna draws Twilight's eyes up to her own somehow, piercing into them. "You may appreciate what we have all the more."

"Luna... we... we don't have anything," Twilight says weakly. Her mind is tearing itself apart. The pull of craving lust is there, certainly – Luna's mere presence is arousing. Twilight can feel her pulse racing, feel herself getting wet just sitting there. But there's something else, too – that dormant longing for a goddess, forced into hiding by pain and shame. It's screaming in her mind.

But there is still resolve. She clings to it, squeezing tighter and tighter on a shrinking life raft.

"We don't have anything," she repeats, holding her head high.

"Perhaps not yet." Luna arches an eyebrow, stepping even closer. She's almost close enough to touch. Twilight's horn tingles, an antenna crackling in the aura of power surrounding the night princess.

"We could have so much, you and I," Luna whispers.

Twilight's face starts to go slack, dozy. She leans forward for just a moment before snapping herself back to attention.

"I can't. I have someone else," she says.

"Do you now?" Luna titters. Her eyes tell Twilight that she knows everything. "And where is this lover of yours?"

*How did she know?*

Twilight's head droops. She is alone. Alone and it's all my fault and I lost her and it was too little too late and I'm alone.

*You're not alone. She's here.*

No...

Twilight shakes her head, crumbling inside. She feels a hoof shod in the finest blue crystal stroke her cheek. She looks up into those powerful, glorious eyes.

"Be with me," Luna whispers.

Twilight's lip quivers. Her coat tingles at Luna's touch. She's hypnotized, stripped away down to nothing but basic urges.

*No!*

She reaches a hoof up and rests it on Luna's, rubbing her cheek against it. She closes her eyes, swimming in the intense feeling of just *touching* her.

*No no NO!*

Her eyes snap open.

*Her smile, her lovely, warm smile*

*Waking up, opening her eyes to see those light green eyes staring back at her.*

*Lying with her, reading, her head resting on me as she reads her own book.*

Twilight drops Luna's hoof, scooting back, away.

"No."

Luna's smile fades for just the briefest moment, then returns. She reaches her hoof out to Twilight again.

"I said no." Twilight stands, bracing herself.

"Twilight..." Luna smirks at her, dismissive. "I know you want me."

"Maybe I do. But I can't," Twilight says.

Luna's smirk fades and stays gone. She raises an eyebrow.

"I can't. I won't." Twilight stands tall. "I'm with someone else."

"She has left you."

"Maybe. It's not over yet. I have to try."

"You read her letter, didn't you? I would think it to be fairly obvious."

Twilight's jaw drops.

*How does she know...?*

"She has left you, Twilight. You two shared a wonderful love, but she left you."

Twilight's stance holds, but her face falls. "You're probably right," she admits.

"I have waited for this moment, and longed for you. Do you intend to keep me waiting?"  
Luna looks... almost plaintive. Twilight can't believe her eyes, but she holds strong.

"I'm sorry, but we can't do this," Twilight says.

Luna narrows her eyes. Twilight's coat crackles with silent static, magic pulsing through the air.

"I do not offer myself to just anyone. You would dare to refuse me?"

Fear rides Luna's icy voice right through Twilight's chest. Twilight swallows hard, her mouth dry. She holds eye contact with Luna, not budging.



"And what could possibly be running through your mortal mind to warrant such foolishness?" Luna glares down her nose at Twilight.

Twilight's breath is stuck again, a lump caught in her throat. She can't hide the fear on her face anymore. She stands, frozen.

"Why?" Luna says, cold and sharp.

Twilight's eyes go even wider. Everything in her mind falls away before that one word.

*Why*

Why?

"I..." she stammers.

Luna looks on, waiting.

"I love her," Twilight says. She blinks hard, feeling warm tears streaming out onto her cheeks. "I love her... I love her... I do. I can't do this. It would hurt her so much. Even if she is leaving me. Even if I did push her away. I love her."

The words pour out of her slowly. Something glows within her as they leave, something whole and healing and pure. She's never felt so warm, so peaceful. More pours out of her, everything, heedless of the living deity before her.

"I love her. I'm sorry. You're beautiful. You're all I ever dreamed of for so long. But you aren't her."

Twilight stares up at Luna, her eyes shimmering.

Luna glares back at her, the corner of her mouth turning down into a simmering frown. Her eyes are terrifying, glinting with hidden cruelties. Twilight quakes inside, caught, exposed, suddenly alive with panic. The room grows darker still.

And then the darkness fades. Luna smiles again, that strange, Celestial smile.

"I am very proud of you, Twilight."

Twilight's eyes bug out. "...What?"

"Truly, you have come to understand love. I am so happy for you." Luna sits on her rump, still smiling. "You've done well."

Twilight's stomach lurches, plummeting through the floor. An awful, terrible idea comes to her. "Don't tell me this was all some... some kind of test?" she says, more than a little angry.

"I do not know if test is the word I would use." Luna puts a hoof to her chin. "More like a crucible."

"What?!" Rage rises up out of nowhere. Twilight is almost quivering on her hooves. "WHAT?! That's crazy! You're insane! That's... you're crazy!"

"They don't call them lunatics for nothing, Twilight." Luna sticks out her tongue, making a silly face.

"You're awful!" Twilight screams. "What is wrong with you?!"

"Come now, Twilight." Luna rolls her eyes, looking almost bored. "Are you not happier now? You have found love, after all."

"NO." Twilight stomps a hoof, gritting her teeth. "You do NOT get to take credit for that. I found her despite you, NOT because of you."

Luna rolls her eyes again, sighing. "Very well, if that is what makes you happy."

"Happy? HAPPY?!" Twilight's throat stings, she's yelling so hard. "What would you have done if I said yes? Laugh?"

"Oh, I would have taken you. A win-win, really. As I said, I never lied to you. You are quite tempting." Luna licks her lips. "But I do not think that would be what's best. I am glad you chose as you did."

Twilight falls onto her rump, her mouth hanging open. Her mind reels, totally blank.

"I suppose you think I was just toying with you," Luna titters.

"GET OUT OF MY LIBRARY!" Twilight yells, glaring again.

Luna makes an amused pout. "Ooh, Twilight. Must you be so rough with a lady of my stature?" She grins devilishly. "I will go. But I wish to hear of your lover first. She must be quite the mare, if you think she is worth passing up on me."

Twilight's chest heaves. She doesn't have the breath left to scream anymore. "I asked you to leave," she says. "Seriously. I kind of hate you right now."

"That is a shame." Luna stands up, flapping her wings once. "At least tell me her name. I am very curious."

Twilight glares at her long and hard, loathe to even acknowledge the conversation.

"Cheerilee," she spits it out.

Luna looks delighted instantly. "A fine name. Warm. Full of mirth. Is she a unicorn like you, or are you as adventurous as I hoped?"

"Earth pony," Twilight growls out.

"Oh my! How do you keep up?" Luna smiles knowingly, bouncing her eyebrows.

Twilight just snorts at her.

"A final question. I know I am trying your patience." Luna asks eagerly, as if they were old friends, "What does she do?"

"She's a schoolteacher," Twilight says quickly, trying to get this over with.

Luna's eyes go wide, and a single, musical laugh escapes her mouth before she silences herself with a hoof. She snorts against closed lips a few times.

"...Are you her most faithful student?" Luna jeers.

"Get out of here. Now. Or I'll... I don't know. But really, I don't want to see you again."

"So serious sometimes, my Twilight." Luna sighs dramatically, pouting again. "I suppose I shall take my leave. I do not want to be in the way, after all."

"Excuse me?"

"She is coming here, you foal. Any minute now." Luna flares her wings out and wraps them around her body, casting shadows impossibly all around her. "Best of luck, my Twilight. Show her your love. I know you can win her back."

Some weird trick of light happens – or absence of light, as it were. Twilight tries to watch, but there's a blind spot all around Luna somehow, dark but not. Twilight is just beginning to tackle her confusion when it stops.

Luna is gone. She's alone again.

Her anger fades, now that it's target is gone. It shrinks to just a low burn, roiling in the back of Twilight's throat.

*How... what... what just happened?*

Slowly, her hooves come back to the ground. Nothing makes sense right now. Nothing makes sense ever. She's reeling, standing alone trying to wrap her mind around what just took place.

Her ear twitches.

*How could she do that? How could anyone do that?*

What's wrong with her? I wanted her?! What's wrong with me?

*I can't even... I don't...*

Her ear twitches again.

Knocking.

Somepony is knocking on the library's door.

*She's coming here, you foal.*

Twilight rushes so quickly she almost falls down the stairs. She coasts down the last few steps and bounds over to the door, slamming into it. She tears it open. Her face lights up.

"It is you!"

Cheerilee is standing there, a hoof raised where she was about to knock again.

"Excuse me?" she says, looking confused.

"Cheerilee!" Twilight can't contain herself. She darts forward, trying to nuzzle the fuchsia mare.

"Um... Wait a minute." Cheerilee backs away, blocking Twilight with a hoof. "Hold on. We need to talk."

"We do!" Twilight nods furiously, beaming. "I need to tell you that I love you."

"I... I know." Cheerilee bites her lip. "Your friends have been telling me. Not that you had anything to do with that, I'm sure."

"Oh, I did! I told them to do all that!" Twilight says, ignoring Cheerilee's sarcasm.

Cheerilee gives her a confused look. "Have you been crying? Are you okay?" she says.

"Yes! No! I mean, yes!" Twilight says frantically. "I am now."

Cheerilee starts to say something, but she gives up and just stares at Twilight.

"I'm so happy you're here," Twilight gushes, out of control. "I thought I'd lost you. I'm so sorry. About before."

Cheerilee winces, the words paining her. She looks away, trying to steel herself up. She takes a deep breath, letting it out slowly. Then she looks at Twilight and speaks, reciting.

"I appreciate that. I do. Your friends told me all that. And I'm glad."

*This isn't right. This isn't the face she should be making.*

"But..." Cheerilee falters on her speech.

*But?*

Twilight's face falls, her ears drooping. "But?" she says, half in shock.

"Listen..." Cheerilee begins, not meeting Twilight's eyes. "It's not that we don't care for each other. We do. And it's not that I want to do this. But..." Cheerilee pauses again, stuck. "I... we..."

Twilight's heart stops.

*She's here to break up with me.*

"Wait!" Twilight can't contain the panic in her voice. "Wait! I know I was awful. I was wrong. But I love you. It won't be like that anymore."

Cheerilee cringes, taking the words like blows. "I've heard that before. Too many times," she says, looking down at her hooves.

"Not from me!"

"No. But... I swore I would be strong this time." Cheerilee finally meets her eyes, long past tearing up.

"Don't do this!" Twilight bows down, gripping Cheerilee's foreleg. Shamelessly begging. "Please don't do this! I'm so, so sorry!" Her voice cracks, croaking out her pleas. "I love you. I love you so much. You have to believe me!"

Cheerilee tries to pull her hoof away, tugging at Twilight's grip. Twilight holds on for dear life.

"You're not making this easy." Cheerilee's lip quivers.

"Please... Please!" Twilight begs. Cheerilee keeps pulling her hooves, yanking at Twilight's grip.

"You're hurting me." Cheerilee looks down at her hoof.

*You're hurting her.*

I... but... I love her.

*Stop hurting her.*

Twilight lets go.

She freezes, the warm wetness of tears sliding down her face yet again. She stares up at Cheerilee.

"I'm sorry," she says quietly. "It's all my fault. I pushed you away. I was scared, maybe. I'm not sure. I wasn't sure." She bows her head, resting her chin on the front step. She closes her eyes. Defeated. "You should go. I don't want to hurt you anymore."

Twilight rests there, hiding in the darkness of her closed eyes. Seconds pass. She hopes, dimly, that Cheerilee will just walk away.

She doesn't.

"Do you... you really love me?" hHer voice floats through Twilight's darkness.

A spark of hope forces Twilight's eyes open. She looks up.

"More than anything."

Cheerilee pulls Twilight to her feet, looking very stern, her eyes shimmering with tears.

"Look me in the eye and..."

"I love you," Twilight interrupts her, eyes locked on. The words force a proud smile onto her lips.

Cheerilee blinks, fighting the smile creeping onto her face. "If I give you this chance..."

"I'll only need the one. I promise," Twilight interrupts her again. Cheerilee sniffs loudly and nuzzles her, desperately pressing their faces together. Twilight's whole body shudders with relief.

"I'm so stupid. I just can't say no," Cheerilee says, crying even as she smiles.

"You won't regret it. Not this time."

Twilight strokes her cheek with a hoof, pulling her face away. They both stare at each other through waterlogged eyes.

"I love you, Twilight." She sniffs loudly again.

Twilight isn't sure who started it, but they kiss, their lips drifting together. It's a brief, chaste kiss, just a welcoming hello. It ends quickly, and Cheerilee laughs out some tension as soon as it's over.

"Well are you going to invite me in, or are we just making out in your doorway all night?" she says.

"Heh... sorry." Twilight steps aside, holding the door for her. Cheerilee walks in. The slightest brush of her coat and tail against Twilight sends her heart fluttering.

*Hey... there's that new love feeling again! Oh my gosh!*

Twilight closes the door and follows Cheerilee, floating on her hooves.

"So – now... um..." Twilight's eyes dart around, chasing her nervousness. "Are we... oof!"

Cheerilee tackles her onto the floor, landing them both on a sitting cushion. She snuggles up against Twilight, pinning her on her back. Twilight sighs loudly.

*I missed her so much... even before she left me. How did I not realize?*

"I missed you so much. Even before it got really bad," Cheerilee whispers.

"Huh?" Twilight fidgets.

"I said..."

"No, I heard you. I was surprised. I was just thinking the same thing."

Cheerilee squeezes her forelegs tight around Twilight. "You started getting all distant on me. I was so scared. I thought you didn't want me anymore," she says.

"I'm sorry. I..." Twilight pauses. It's strange – it all seemed so clear, the epiphany had come. But now she's having trouble putting it into words for the one pony that most needs to hear it.

"It's okay. I know you're sorry," Cheerilee says.

"No." Twilight pushes her back a little so their eyes can meet. "I have to tell you. I should've told you a long time ago."

Cheerilee gives her a quizzical look, waiting.

"I guess when you first meet someone there's like a... I don't know. A buzz. A high." Twilight searches for word.

Cheerilee snorts with amusement. "It's not unlike being drunk," she says.

"Right." Twilight hesitates. Even now, it's hard to say. "And us... we were dating and everything was so great. But then that feeling wasn't as strong. And I got worried. I was worried I wasn't in love with you. But I still loved you, and... I was so confused."



Cheerilee's jaw drops. She stares at Twilight shamelessly. Twilight does her best to shrink into the cushion.

"That's all it was?!" Cheerilee says.

Twilight nods weakly.

Cheerilee smiles and hits Twilight's chest with a hoof, softly. "You're such a silly filly sometimes, Twilight. I keep forgetting that you're new at this."

Twilight just grins sheepishly.

"But I love you anyway." That seductive look, just like when they first started dating. Twilight starts to fall apart when something occurs to her.

"Wait... you know what I'm talking about? Did you feel the same way?" Twilight raises an eyebrow.

"Of course, Twilight. That always happens." Cheerilee rolls her eyes.

"Oh." Twilight really does shrink this time.

*I am the dumbest damn pony that has ever been.*

"We're kind of a big, dumb mess. The two of us," Cheerilee says.

"Both of us?"

"Well... maybe if I wasn't so paranoid I would have just talked to you more. We could have avoided this whole thing."

"It's not your fault," Twilight says, almost proud.

"Well it's probably a little my fault."

"No! Completely mine."

"Hey, I can say it's my fault if I want." Cheerilee stands up over Twilight, looming over her.

"You're so weird sometimes." Twilight flashes her practiced seductive smile, version two. "I missed you."

Cheerilee's mouth slowly forms a hungry smile. "I missed you, too."

They kiss again. This time Twilight is sure Cheerilee started it. Cheerilee forces Twilight's head into the cushion, laying her body back down on Twilight's. Twilight is pinned under her, just taking her kisses, squirming and flicking her tail around. Her whole body tingles, flush with pent-up arousal. She moans just a little as Cheerilee pulls away.

"Wow," Twilight blurts out between breaths.

"Yeah." Cheerilee grins above her. "You know what else I missed?" Her eyes are pure sex, and they force a nervous giggle out of Twilight.

"I wasn't sure you would want to... you know. So soon again. I mean, I hoped," Twilight says.

"Ha! You're so cute sometimes." Cheerilee lowers her face again, their noses brushing. "That was our first big fight, wasn't it? We never did it after all the little ones leading up."

Twilight shifts her eyes around. "So?"

"So..." Her eyes flash, drawing Twilight in. "I think tonight Miss Cheerilee needs to teach you a lesson about make-up sex."

"Ohhhhh..." Twilight shudders, her eyelids dropping to half-mast.

Twilight reaches her forelegs up and loops them around Cheerilee's shoulders. They're just about to kiss again when voices trot up to the library's door.

*Aw, darn it!*

They both turn their heads as the door opens. Spike immediately shields his eyes.

"Aw, jeez! Not again!" he cries.

"Whoa! Whoa... uh... 'scuse us!" Applejack immediately blushes, a rare sight. Twilight's other friends crowd in behind them, peering in curiously. Rainbow Dash's head pokes down from above, staring in from the top of the doorway.

"Nice!" Dash says, nodding and grinning.

"Hi, Cheerilee!" Pinkie Pie waves.

"Hi," Cheerilee says, smiling graciously, still cuddled against Twilight.

"Oh, so it did work out! How marvelous!" Rarity says.

"AHM." Twilight glares up at them from under Cheerilee.

"Ooooooh!" Pinkie winks at Twilight, exaggerating it as always. "Come on, Spike! Slumber party at my place!" She loops a foreleg around the baby dragon.

"Baking slumber party? Can I come?" Fluttershy perks up.

"Of course you can, silly! Let's all go and leave these lovebirds alone," Pinkie says.

"Baking? Twilight, can I go?" Spike looks back to the couple.

Twilight nods her head furiously.

"Alright!" Pinkie drags Spike away. "Come on, everypony!"

"Ah dunno. Should probably be getting' back to the homestead." Applejack pauses, still in the doorway.

"Likewise. I do have quite a bit of work to get to in the morning," Rarity says.

"Yes! Well! Thank you all for your help and support, and as you can see things have worked out. SO! AHM!" Twilight glares even harder, tilting her head at the mare on top of her.

"Right! Right. Sorry. You two... heh... you two have a good night, now." Applejack quickly shuts the door, grinning.

Voices fade outside, drifting away. Twilight turns her head to see Cheerilee giggling at her.

"Your friends..." She shakes her head. "You're so lucky."

"Yes." Twilight looks into her eyes. "Yes, I am."

Twilight cranes her neck up, reaching her lips towards Cheerilee. But her lover pushes her down with a hoof.

"Bedroom. Now," Cheerilee almost growls. Twilight's heart races as Cheerilee gets up and trots off towards the stairs, throwing extra wiggle in her rump as she walks. Twilight chases after her.

Cheerilee halts for just a moment at the base of the stairs, casting Twilight an inviting look over her shoulder. She flicks her tail and hops up the steps. Twilight catches her halfway up, and can't resist grabbing that thick tail in her mouth and giving it a tug.

"Oh!" Cheerilee halts. "I thought I said bedroom."

"Too far. Can't wait," Twilight mutters through teeth gritted around thick curls. She grabs Cheerilee's ankles with her arms and drags her snout up, over those luscious flanks, nuzzling them. She darts her tongue out, pressing it against a smiling flower.

"OH!" Cheerilee collapses, resting her head and forelegs on a wooden step. Twilight drags her snout along her flank and tail, sniffing and kissing. Her scent, her intoxicating scent, invades Twilight's nostrils.

*It feels like we haven't done this in years my gosh she's so wet my gosh I'M so wet*

A maelstrom of mixed-up emotions, building within her for days and churned up all night. Twilight can barely think. She yanks Cheerilee's tail again with her teeth...

*Oh yes oh YES*

...And dives right into the paradise under that tail, lapping softly at her lips.

"Ahhh!" Cheerilee squirms and whimpers. "What, no foreplay?" she says, her voice aching with pleasure.

*No time.*

Twilight just mumbles into her girlfriend's slick privates, lapping softly at her. She greedily eats her out, right there on the staircase, her forelegs locked around thick, shaking thighs.

"Uh. Uh! OHHHhhhhhh..." Cheerilee grunts, deeper and harder than her usual screams. Her tail curls around Twilight's head, caressing her head and withers, enveloping her in that heady, mystery scent.

Distantly, Twilight remembers the lingering mystery of that smell. It doesn't matter. She's too busy. She drinks deeply of her lover, suckling at her, running her tongue up and down the slit and dancing it around her entrance.

"Okay," Cheerilee pants out. "Okay!" She giggles, dragging her hooves, trying to shake Twilight off her rump.

Twilight grunts like a spoiled foal, holding on tight. She feels Cheerilee's backside buck against her, the lovely muscles flexing, interrupting her tongue's strokes. She squeezes tighter with her forelegs and plunges her tongue right in, flicking the tip up and down.

"Oh! Twilight!" Cheerilee squeals. "Ahhhhhhh I love that you know I love that oh god!" She shakes, almost giving in. Then she summons one last buck of her back legs, throwing Twilight's mouth off just long enough.

Twilight feels that lovely rump shake and buck and then slide away, dimly feels legs squeeze out of her hooves. She leans forward to chase, mindless. Cheerilee dodges and turns, meeting her with a kiss. She holds Twilight's face, directing her desire.

"Go on." Cheerilee breaks the kiss, still holding her. She scolds, seductively, urging Twilight to move past her. "Upstairs."

Twilight squeezes past, dragging their coats together. Cheerilee pushes her ahead and follows Twilight up the stairs, nipping at her thighs. Twilight tries to flick her tail and walk with her rump, the way she's watched Cheerilee do so many times.

The bedroom. Cheerilee nudges Twilight's rump, pushing her up onto the bed. She climbs after Twilight, clambering up onto her body, forcing Twilight onto her back. Twilight grins at her.

"Right, right. Foreplay. Sorry, I kind of lost my head there for a second," she says.

"Foreplay?" Cheerilee looks very confused.

"...Yes?"

Cheerilee gives her a wicked grin and sinks her body, dragging her mouth right into Twilight's yearning crotch.

"Whoa!" Twilight's arms shoot to the side, digging into the sheets. Her whole body jolts. Cheerilee's tongue is sharp, almost stinging, better than ever before. It reminds Twilight of her very first time receiving this kind of ministration. It feels *incredible*.

"Ohhhhhhhh wow!" Twilight moans, vising Cheerilee's head between her thighs. Cheerilee exposes that glorious little nub of pleasure with an expert touch, parting its hood with her tongue. She goes wild with it, somehow coiling her tongue around it. Twilight shudders and loses her breath. She closes her eyes, her face twisting up in what would otherwise look like pain.

And then it stops. Movement. Twilight feels hooves moving on the blanket around her. She opens her eyes and Cheerilee's hips are above her face, her back hooves planted on either side of Twilight's head.

Twilight freezes, taking in this new perspective. She's heard of this position by now, but they had never done it in the past. Cheerilee's tail teases at her bangs and horn. She feels Cheerilee's tongue go back to work and gasps, arching her back. Cheerilee is running her tongue up and down Twilight's nether lips, but the sight above her is...

Words fail. Twilight stares for some seconds, just watching. Cheerilee flexes her hips in the air, winking at Twilight with her crotch. Her thick lips are shining, parting on their own. Her clit is sticking out, almost visibly twitching.

Twilight licks her own lips and attacks, clinging to Cheerilee with her forelegs.

"Ahmmmaaaahhhmmm!" Cheerilee muffles her scream with Twilight, bucking with her hind legs. Twilight goes right for her nub, wrapping her lips around it and sucking. She flicks her tongue over it frantically. Cheerilee almost kicks with her back legs, moaning in her chest, picking Twilight's head up off the bed with each buck.

Twilight had always assumed that this would be difficult. How could you really pay attention to your partner while being pleased yourself, after all? But nothing of the sort occurs to her now. She holds on to her lover, completely losing herself in the pleasure at both ends of her body. Her tongue goes on its own – it knows what to do.

Her horn starts to glow. She wants – she *needs* – to make this mare come, to feel her being overcome with love. A quiet part of her thinks that's a little cheap.

*No magic tonight just us it's not a race you don't need to get her off*

It goes ignored. She snakes a thick finger of magic against Cheerilee's folds, rubbing them, then forces it inside her.

"Mmmmm!" Cheerilee stops licking instantly, shaking all over. She presses her muzzle against Twilight's crotch, basting it with her hot breath.

Twilight holds Cheerilee's clit in her lips, her eyes wide. She can see everything by the glow of her horn, dark pink skin squeezing around the glow of magic as she pushes it in and out in a slow rhythm. Twilight is transfixed. Fascinated. She presses around Cheerilee's tunnel, sliding against the slick, smooth flesh.

*Wait... what's that?*

Twilight feels a spot in her horn against the front of Cheerilee's inner walls, different somehow. Not smooth. She rubs it again. It's a little rough, ribbed almost, and the sensation against her horn makes her eyes cross.

"Mmmmmmm..." Twilight moans, sending vibrations into Cheerilee's button through her lips. Cheerilee gasps silently, her tail lashing violently.

Twilight presses down into this new spot, wondering how she never noticed it before.

*Well you were always so busy just rutting her like a stallion.*

True. I've never explored her so...

"Mmmmm!" Her thoughts fade as shivers run through her horn. This spot feels so *good*. She rubs harder on it, almost not noticing Cheerilee's quaking hips, the shaking in her mound.

"MMM! MMM! MMM!" Cheerilee screams into Twilight, her back legs tightening up, her muscles like steel.

*Wow she is loving this I can't believe I never this is GREAT*

Twilight keeps pressing, her horn glowing brighter. She smiles around Cheerilee's clit, barely sucking anymore, focused entirely on this new sensation.

"MmmmmmmmmMMMMM!" Cheerilee screams silently and writhes around, jerking her hips.

Twilight feels the flesh around her horn squeeze and clench, the familiar dance of her lover's climax. And then her eyes close on instinct. Something hot and wet squirts onto her face, right between her eyes.

*Wha duh huh?! Wha?!*

Her horn dies down instantly. Her mouth falls open, releasing Cheerilee's sore clit, just in time for a second spurt to soak her muzzle.

"AAAAAAHHHHHHhhhhhhhh..." Cheerilee snaps her head up, screaming loud enough to ring in Twilight's ears, trailing off into a low, dark moan.

Twilight sits up, frozen in shock. Cheerilee slides off her to the side, twitching and moaning. Twilight barely notices. She's making choking little gasps, she can feel warm fluid running down her face.

*What... what?*

She sniffs tentatively. Her nose is surrounded, bathing in the scent of... well, the scent of Cheerilee.

*Okay... not urine. That's good. That is good.*

She sits up on her forelegs, just hanging her mouth open.

*Did she just... was that some kind of super orgasm?! She is way more sensitive than me...*

Cheerilee's gasping breaths slow down, her face relaxes into that beautiful, post-coital smile. She tiredly turns her head towards Twilight and almost jumps at what she sees.

"Oh! OH! Oh my gosh! Oh my gosh!" She gets up, fidgeting next to Twilight, not sure what to do. "I'm sorry! I'm so sorry! Uh... here!" She grabs Twilight's sheets between her hooves, her favorite ones. Stars and moons. Cheerilee wipes at Twilight's snout with them, drying her off.

"What... just happened?" Twilight says.

"I came." Cheerilee smiles sheepishly.

"What, like... like a stallion?!"



"Sort of. I guess."

"You can do that? Girls can DO that?"

"Some girls. I don't know. That only happened to me once before."

"Huh." Twilight just gawks at her, taking this in. "Huh."

"I didn't mean to get you in the... um... you know."

"It's okay." Twilight crinkles up her nose, still sniffing Cheerilee's sex all around her. "I'm new at this, remember?"

"Ha!" Cheerilee takes a deep breath, still looking a little embarrassed. Only a little. "You really didn't know?"

*Still learning. Always learning.*

"No. I had no idea. It's not like there are books about this," Twilight says.

"True. There should be. Maybe we can write one."

"What's it like? Coming like that, I mean?"

"Maybe I can show you."

They share a seductive smile, leaning in closer to each other. Twilight's hoof slides over Cheerilee's, their bodies inching closer and closer together. Then Twilight is giggling as a hungry mare pounces on top of her.

• • •

They lie together, breathing slowly. The moon and stars have shifted a fair distance across the sky. Twilight slowly strokes a hoof against Cheerilee's side. Cheerilee nickers, occasionally flicking her tail gently into the air. They're both exhausted.

Twilight sighs, deep and contented. She had not, in fact, discovered what it was like that night.

*Maybe only some mares can do it.*

But that's okay.

*We certainly had fun trying.*

She stares down at Cheerilee's face. She's resting her head on Twilight's chest, her eyes closed. Peaceful. Happy. Twilight nods her head down and runs her snout through that pink mane, sniffing at her.

"Sunflowers."

"Huh?" Twilight's head jolts up.

Cheerilee opens her eyes and smiles slowly. "Sunflowers. Like my cutie mark."

Twilight's eyes go wide.

*Of course! Dear Celestia, it's so obvious!*

"Wait... sunflowers don't really have a smell. Do they?" Twilight says.

"That's what it smells like to me," Cheerilee says matter-of-factly.

Twilight is confused, but it feels like she agrees. She goes with it. "So... does my mane smell like magic?" she wonders out loud.

"It definitely smells magical."

Twilight rolls her eyes, smiling. Cheerilee nibbles at her chest, then rests her head down again.

"Hey." Twilight nudges her.

Cheerilee picks her head up again, eyebrows raised.

"I meant all those things I said before," Twilight says. "I really did. I love you. I want to prove it to you."

Cheerilee smiles, bemused. "Oh, sweetie. You don't have to do anything special. I believe you."

"No... I don't know." Twilight has no idea how to communicate this feeling. Something inside her is yearning to get out. Cheerilee cocks an eyebrow at her.

"I'm yours. I'll give you anything you want. I'll come see you every day. I'll promise to never leave you. You can move in here with me. Or I'll move in with you, or something, I don't know," Twilight blurts out.

"Twilight..." Cheerilee looks deeply happy, her whole face flush with bliss. "I don't care about any of that."

"You don't?!" Twilight balks. "What do you want?"

"I just want you to love me." Cheerilee smiles at her.

Twilight smiles back. "I do," she says.

"I know, sweetie. I know."

Cheerilee rests her soft mane on Twilight's coat. Twilight wraps her up in an embrace, holding her tight. She stares up at the ceiling, relaxing with Cheerilee in her arms. Together with her. Whole with her.

Twilight feels her fall asleep, her chest rising and falling. She looks down and Cheerilee is smiling, peaceful. Twilight lies there, wide awake with tears in her eyes, happier than she's ever been.

*This is something. This is real. This is love.*

We did it. She found me. I found her.

*It IS love.*

*Dear Princess Celestia,*

Twilight pauses after finishing the comma. It hasn't been that long since she last sent a letter to her mentor. She feels a small pang of guilt anyway, mostly out of habit.

*Usually I send you updates on my findings about the magic of friendship. But this time I feel I need to tell you what I've learned concerning a different kind of relationship. It's love, of course. As you know, I've been researching its complexities. I'm not sure if I'll ever understand it completely. Perhaps this is the first of a series. We'll see.*

"Hey! Twilight, come on!"

Spike's voice interrupts her. Her assistant comes up the steps of her room, carrying a basket.

"What is it, Spike?" she says.

"The picnic! We're gonna be late."

"Oh, shoot. Right." Twilight looks down at the paper. "I really have to finish this. I'll be right down."

"Aww... come ooooooooooooooooooooo..."

"Okay, okay. I'll write it on the way. I'll be down in one second."

Spike puts his hand on his hips, tapping a foot.

"I mean it, Spike. I'll be right behind you," she says. He smiles and rolls his eyes, making his way back downstairs. She watches him go, unable to contain the warm, glowing smile on her lips.

*You once told me that love is complex. I have to overwhelmingly agree. There are many kinds of love, and they all have their own special character.*

*The first kind of love is between family. For example, the love I have for my parents. Or for Spike. It's a very common form of love, but that doesn't make it any less special. Family is always there for you, no matter what. You support each other, and share a connection your whole lives. No matter where you are, there will always be a home for you with family.*

*I love Spike. Ever since he hatched, he's been my little dragon brother. Even if he acts like a kid sometimes. He is a kid – he can do that. More importantly, he's family, and I love him.*

She makes her way downstairs, hovering the letter along with her. Spike is waiting, but he's only been waiting for moments. Just like she promised.

"Are you ready?" he says.

"Naturally. You ready?"

"Got everything right here." He hoists the basket, a pile of food covered under a checkered blanket.

They nod at each other and step outside, into a glorious early summer day. The sun is shining, not a cloud in the sky. Twilight squints and moves her quill, hiding her nose behind her letter as she walks. She knows Spike will tell her if she's about to bump into something.

*You don't have to be related to somepony to love them like family. Obviously that's true, if me and Spike are any indication. But there are others, too. Anyone that's important to you, really. Which is why I have to say this – it's a little difficult, maybe, but I need to say it. I can't figure out why I've never said it in the past.*

*I love you, Princess Celestia.*

*I've always looked up to you. You've been there for me, ever since we met and you took me on as your student. You've had such a huge impact on my life, and I wouldn't at all be who I am without you. You are my mentor, my guide, and my Princess.*

*I've long hoped that you felt the same. More and more, I suspect that I'm right. Whether you do or not, I'll always love you. You are as good as family to me.*

Twilight sniffs loudly, blinking back rising water in her eyes.

"You okay?" Spike asks, dragging his basket along.

"Yes, Spike. I'm very okay."

He nods along, not perturbed at all. They walk. Ponyville is bustling, a normal, happy day. Even on its busiest day, life is calm. Slow. Relaxed.

"Hey! It's Twilight!"

Rainbow Dash picks them out of the crowd easily, skimming over heads to meet them. Pinkie Pie and Fluttershy follow in her wake.

"Those three... what are they, attached at the hip?" Spike shakes his head. Twilight giggles quietly.

"You guys headed to the park?" Rainbow Dash hovers above them. "Hey, whatcha got there?"

"She's writing a letter," Spike says.

"Aww, come on, Twi." Dash gives her a sour look.

"I know, I know. I really need to finish this. Almost done."

The three join them, and they walk on.

*Having said all that... I suppose I'll keep going. We're still pretending I'm on assignment, right? There are other forms of love, after all.*

*Like friendship. It seems that friendship isn't usually thought of as love, but I would disagree. Friends are the family that you find. They are the ponies you find that you connect with. Maybe that connection exists before you meet them. Maybe you make the connection yourselves. I'm not sure, honestly. But the connection exists.*

*It's more like a journey, really. You meet others, get to know them, and the connection strengthens and grows over time. As you share things. Until one day you realize that they may as well be family, too.*

*I love my friends, all of them. My true friends, the ones that I'll always have. If that's not a form of love, then what is?*

"AJ!" Rainbow Dash yells.

"Rarity!" Fluttershy says.

"Didn't expect to see you two together," Twilight says.

Applejack and Rarity trot up to the group, side by side. Like old friends.

"Well, we was walkin' the same way. It's not like we're strangers or somethin'," Applejack says.

"Please, we've known each other for years. The jokes about us are getting quite old," Rarity says with a flounce of her mane. "Besides, how could anypony really resist Applejack's rustic charm?"

"Rustic what now?" Applejack looks confused and uncomfortable.

"Ha! She's saying you're hot, cowgirl." Dash points with a damning hoof. Applejack grimaces, while Rarity glares at the blue pegasus.

"Calm down, just joking." Dash lands next to Rarity. "How you been, fashionista?"

"Just fine, Dash. Good to see you." Rarity's glare fades.

Twilight watches this display, feeling deeply satisfied. Applejack catches her eye.

"Hey there, Twi," Applejack says, warm and welcoming. The first friend Twilight made in Ponyville.

"Hey," Twilight says back.

A moment passes between them, Applejack just smiling at her. Then time moves again.

"Well, let's get a move on. Ah don't get too many days off, let's make the most of this," Applejack says.

They walk on, all together again.

*Friendship – and love – are strong. They can bring together two ponies who don't seem like they have much in common. They can heal wounds between two ponies who have disagreements.*

*I'll always love my friends, even if I don't love every single thing about them. Sometimes when Pinkie is being more crazy than usual, or Rarity is going off on one of her dramatic fits, I wonder how I ended up loving them so much. Love is funny, like that.*

*Which brings me to a bit of a side note.*

*Your sister.*

*You were right, before. I was angry at her. I think I might have even hated her, however briefly. It was an ugly thing to feel.*

*You also said that she can be inscrutable. That's definitely true. I think I might understand now, why she did what she did. I don't know for sure. But I'm not mad at her anymore. How could I stay mad at anyone? I'm so happy now.*

*Love can have a dark side. You can drive yourself crazy, or do things that you regret, all in the name of love. Love can be twisted into other things. It's strange, that a thing can be so strong and so delicate at the same time. But there are many kinds of love.*

*Luna taught me many things. I'm not sure I agree with her methods, but she did. Maybe one day she and I can talk about all of this as friends. I don't know if I'm strong enough to be quite that forgiving. But I can try.*

Twilight lets out a breath she hadn't realized she was holding. They've reached the park, her friends talking and laughing all around her.

The weather is perfect, the park more crowded than usual. They make their way through paths and trees and beautiful, grassy open areas.

They pass all kinds of ponies. More and more, Twilight knows names and faces. They wave and greet and smile as they walk past. One small group in particular stands out to Twilight – a few mares wave as she walks by, drawing her gaze from her letter. It's Bon-Bon, and her girlfriend Lyra, and that pink mare with the unicorn foal – Berry Punch, Twilight remembers.

She waves back. She's hung out with them a few times, recently. She's just getting to know them, but they seem nice.

*Where was I? Right, friendship. Friendship and love.*

*They aren't the same, but they're similar. They're both connections. They both make us strong, and happy. They both bring meaning and joy to our lives.*

*They have a way of growing on their own. My friends have their own friends, who have their own friends. Little by little, I meet them and get to know them. The connections just keep growing and growing. There's always a friendly face, wherever I go.*

*And then, of course, there's romantic love. Capital "L" love, the one everyone is always talking about.*



*Where to even begin...*

They reach a cool, shady clearing with a gazebo resting under swaying leaves.

The most beautiful mare in the world is waiting for them. She's sitting in the grass, reading. She looks up as Twilight gets nearer.

"Hi." Cheerilee smiles.

"Hey." Twilight smiles back.

"I see you brought the whole crew." Cheerilee peers past Twilight. Twilight's friends wave and greet her.

"Well, you know they're always bugging me to bring you along. They like you."

Cheerilee looks very amused. She closes her book and stands up.

"Hey Cheerilee!" Pinkie bounces up to them, overjoyed as always.

"Hey!" Spike drops the basket down nearby. "Nice spot."

"You guys are lucky I've been saving it. The park is popular today," Cheerilee says.

"Right here!" Rainbow Dash poses triumphantly. "Weather pony. Right here. All me."

"Yeah, we know. Thank ya, Rainbow Dash," Applejack says, lacing every word with sarcasm.

Twilight rolls her eyes at those two. Cheerilee and Fluttershy help Spike with putting the picnic blanket out. Rarity levitates Spike's lunch out of the basket, while Applejack and Pinkie Pie lay out their own contributions of food.

*Romantic love is... well, it's interesting.*

*It's not destiny. It's not perfect. It's not aching or pining or butterflies.*

*And it's not something that you can only find with one special, perfect pony. Anyone can have it, I think.*

*It is special, though. I think it's just making a connection – like with friends.*

*You find someone, and you connect with them. You spend time with them. You share with them, things about your life and about theirs. Over time, that connection becomes special.*

*They become your companion, almost a part of you. You know everything about each other, good and bad. You take it all – the good and the bad. You love them, and they love you. A complete whole.*

*And then... I guess most lovers start a family, and the whole thing starts all over again. I wonder sometimes if Cheerilee and I will do that. I'm not even sure how we would, honestly. We'll just have to wait and see.*

She sits with Cheerilee. Her friends are all around them, talking and eating. Rainbow Dash and Applejack get restless soon enough and get up, kicking a soccer ball back and forth across the clearing.

Spike is on her right, munching happily on an apple. Cheerilee is on her left, talking with Fluttershy. Everything is perfect.

*I don't know about this "true love" stuff ponies are always talking about. Soul mates, or eternal perfect love, or any of that.*

She's staring at Cheerilee, without even realizing it. Cheerilee notices. Their eyes meet, for just a second. She rests her head against Twilight's neck, smiling.

*I don't think it really matters.*

*Your Loving Student,  
Twilight Sparkle*