



THREAT REPORT



MUTANTS &
MASTERMINDS

THIRD EDITION

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THREAT REPORT

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INTRODUCTION



Threat Report is a collection of villains for the *Mutants & Masterminds* superhero roleplaying game (Third Edition). Inside this volume you'll find dozens of characters to use as antagonists in your *M&M* adventures! *The Mutants & Masterminds Hero's Handbook* gave you the rules to play. This book gives you a wide selection of villains to populate that world and give your heroes menaces to fight.

Some of these villains may be familiar—especially for fans of the *Threat Report* weekly series of electronic products and the *Freedom City* setting—while some are new, even for fans of those products. We have added some villains to this collection, seen here for the first time!

When the third edition of *Mutants & Masterminds* premiered, one of the supplements was a new venture for the game: a series featuring a new villain each week, complete with game information, background, illustration, and adventure hooks. If the series did well, there was the possibility of collecting it eventually. This book is proof that players and Game-masters of *M&M* found *Threat Report* a fun, useful resource for the game!

HOW TO USE THIS BOOK

Threat Report is a collection of villains, as such, this book can be used in a number of ways depending on your needs.

First, it's a resource for the Gamemaster. With the resources in this book, you should have no trouble finding enemies for your players' heroes to face. All the work of writing up the characters has been done for you, so you can spend your time coming up with a fun game to run for your friends!

Second, this book is filled with information to inspire story ideas—long-term and short-term plots by villains. You can borrow and build off the adventure hooks included with each villain write-up, or go with one of the more detailed adventure outlines associated with some of the characters. You can easily fill a whole *M&M* series with the material from *Threat Report*!

Third, you can use the information in this book to create your own heroes and villains. Pick and choose powers you like, adapt them to the character concept and power level you want and with a little bit of work you have a new creation that's all your own! Work new heroes and villains into the backgrounds of the existing *Threat Report* characters to build a new Avian hero connected to Black Vulture, for example, or a renegade member of the Cyber-tribe who is working to "liberate" her family from Motherboard's influence.

Really, there's no wrong way to use this book. It's a resource for you. However it helps make your games more fun and interesting, then that's the right way to use it.

HOW THIS BOOK IS ORGANIZED

The characters and groups on the following pages are arranged in two main sections: Solo Villains (including duos as well as masterminds and followers) and Teams, and then alphabetically within their section. Characters are listed by their *nom du crime*, if they have one, by their given name, if they do not.

Threat Report also includes indices of the villains arranged by power level: solo villains, team members, and all of the villains in the book. This allows you to quickly and easily find suitable characters for the adventure and heroes you have in mind.

HOW TO READ THE CHARACTERS

Every character entry includes game information so you can use the characters in your *M&M* games. Each entry follows a few rules to make them consistent and easier to understand at a glance.

- All characters are presented in their super-powered identity. This means when you look at Steelhead's entry, you're seeing is him in his power-armor, not

EMERALD CITY AND FREEDOM CITY

Threat Report uses the setting found in the *Freedom City* sourcebook for *Mutants & Masterminds*, expanded in the Third Edition of the game with events in Emerald City in the Pacific Northwest, and detailed in the first *Heroes Journey* adventure series *Emerald City Knights*. In this setting, a mysterious "Silver Storm" unleashed over Emerald City transforms numerous people into superhumans, many of them becoming dangerous criminals. Freedom City, by contrast, has a long history of superhuman activity and a number of superheroic defenders.

In the wake of the Silver Storm, AEGIS (The American Elite Government Intervention Service) is also on the job. The highly-trained agents and analysts of AEGIS District 5, working under the guidance of Director Lucas Merriwether, have compiled reports on many of these new "stormers". They've also gathered information on some of the other most dangerous, most wanted super-criminals that are known to operate in the Emerald City area.

Although the villains in this book use the setting as background to provide greater context, you are by no means required to have access to or use either Emerald City or Freedom City in your own *Mutants & Masterminds* game. Feel free to import the villains in this book into your own setting, modifying them as needed to suit. Villains who gained their powers as a result of the Silver Storm can just as easily be mutants or the beneficiaries of strange accidents involving chemicals, radiation, or similar power sources.

his normal identity as Bradford Steeley. In addition, characters with permanent modifiers to their abilities due to a power are presented with their modifiers already taken into account in their game traits.

- If a character can vary their abilities in some way, say due to the Growth power or because they can change forms somehow, then there are two numbers separated by a slash. Redwood, for example, has Strength and Stamina of 8/17; the first number reflects his abilities at his normal size, the second when his "Size of a Sequoia" power is active and he is at his full massive size. Characters like this are also accompanied with asterisks and notes to call attention to what scores are affected and when they have their higher scores or their lower scores. Lastly, just because a character like Redwood is listed with a 17 Strength, doesn't mean he *has* to grow to that great a size. Unless a character's powers say otherwise, you can always choose to have them operate at less than full power if it fits your game better.
- Characters that lack Powers, Equipment, Advantages, or Skills don't have a space for that category of ability.
- A character with the Equipment advantage may have only some of their equipment points spent. If this is the case, then you can spend the remaining points as you see fit. Usually this means that character

varies his or her arsenal depending on their mission. You may also elect to leave those points unspent to avoid the additional bookkeeping. Those characters accompanied by a list of equipment always show what that character typically carries.

- Skills and Advantages granted by a power (using the Enhanced Trait effect) appear both in the listing for that power and in the Skills or Advantages section of the character in *italics*. These aren't the same skill or advantage purchased multiple times, instead they're included under their appropriate headings for ease of reference.
- The Offense section of a character includes short-hand notations about the character's attack values and powers. This section does not list all the information about those powers and may not even include all of the powers or abilities that character is capable of using. Be sure to look at the full write-up of the character's powers and advantages in order to learn exactly what they're capable of and what your options are.

Overall, the characters should be easy to decipher, but the notes above will help if something is unclear. If a character breaks any of the guidelines above, that will be made clear in the character's entry either with notes called out using asterisks or with information in that character's **Powers & Abilities** section.

MUTANTS & MASTERMINDS



GREETINGS, DIRECTOR MERRIWETHER

YOU ARE CLEARED FOR RED+ ACCESS
THERE ARE NO ACTIVE ALERTS
CONDITION IS **GREEN**

THREATS: SOLOS

SEARCH:

NEWEST DATABASE ADDITIONS/UPDATES

TAP THE PICTURE BELOW TO ACCESS THE LATEST DATA AND REPORTS



DAKUWANGA



LADY VILA



REDWOOD



THE TERROR



PROF. JACKANAPES



HEXENHAMMER

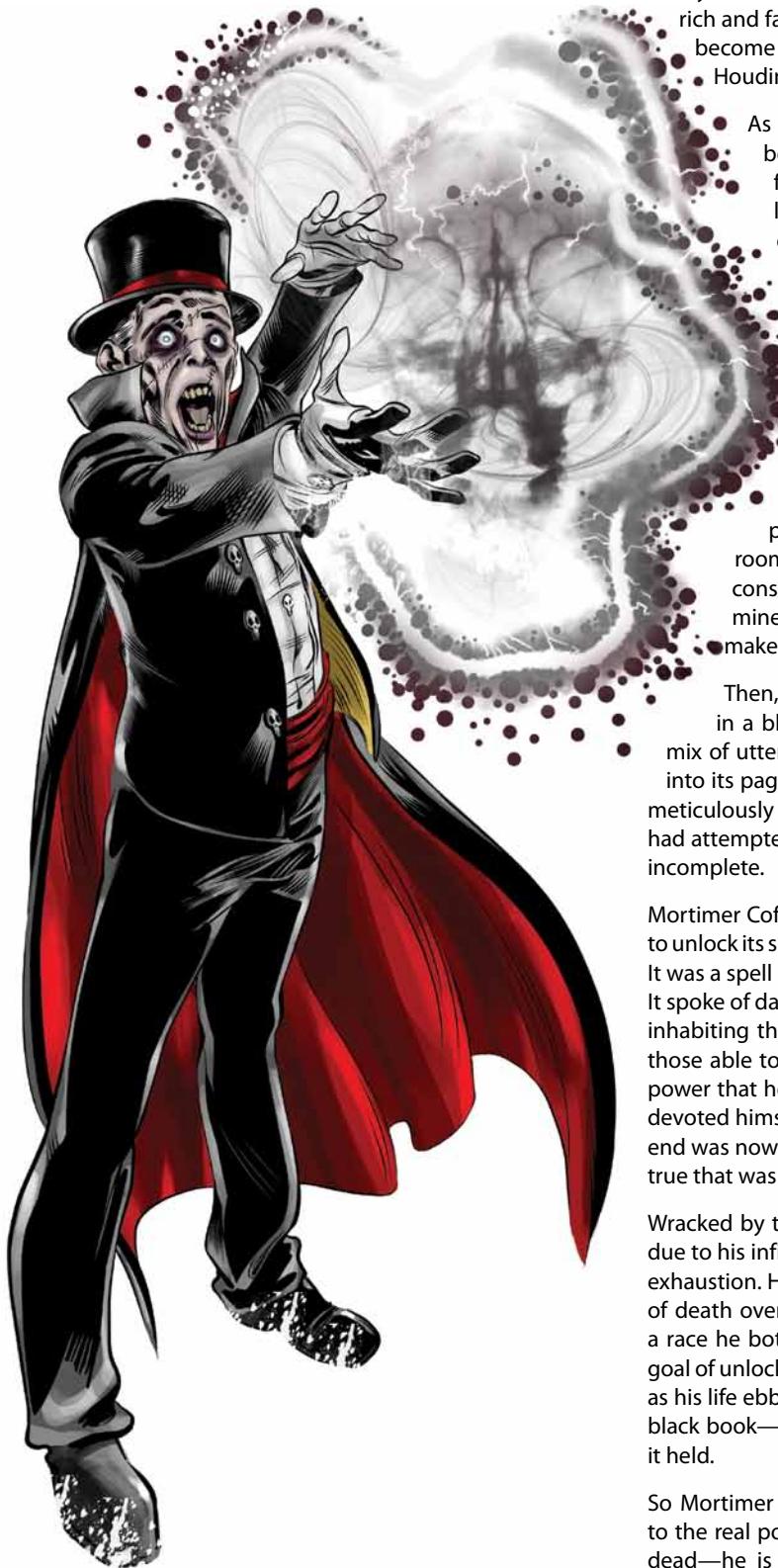
TAP HERE FOR THE GROUPS DATABASE

ABRACADAVER

REAL NAME: Mortimer Coffin (formerly Martin Achery)

OCCUPATION: Magician

BASE: Emerald City



As a fledgling magician, Martin Achery, calling himself the Amazing Achery, struggled to make ends meet. Somehow neither his name nor his show won over audiences the way he had hoped. He desperately wanted to become rich and famous, and, more importantly, he wanted to become known as the greatest magician since Harry Houdini. Sadly, it never really worked out for him.

As he descended into depression, his show became increasingly gimmicky, eventually focusing on a death motif that appeared lame and desperate as opposed to hip and edgy. This prompted him to adopt the stage name of Mortimer Coffin, better known as the Magnificent Mortimer. As success continued to elude him, he became increasingly withdrawn and spent an unhealthy amount of time locked behind closed doors perusing old musty tomes in search of something, anything, that would grant him real power. Spending most of his waking hours poring through dusty books in dimly-lit rooms, his health began to fail. Still he searched, consumed by despair and gloom, but determined to find something to improve his act and make him famous.

Then, at last, he found what he was looking for in a black book, ancient and written in a strange mix of utterly alien symbols and glyphs. Neatly tucked into its pages, written in old-fashioned script, he found meticulously scribed notes, as if the previous possessor had attempted to decipher its writings. But the work was incomplete.

Mortimer Coffin studied the book night and day, seeking to unlock its secrets before his failing body finally gave out. It was a spell book of some sort, that much was apparent. It spoke of dark dimensions and the preternatural entities inhabiting them. It also hinted at the power wielded by those able to tap into these dimensions. Finally, the real power that he had long desired was within his reach. He devoted himself to its study, forgoing food and sleep; the end was now in sight. However, he didn't realize just how true that was until it was too late.

Wracked by terrible fits of coughing and nearly crippled due to his infirmity, he drove himself beyond the point of exhaustion. He was so close, and he felt the grim shadow of death overtaking him. It was a race to the very end... a race he both won and lost. He did indeed achieve his goal of unlocking the dark magicks of the black book. And as his life ebbed away, he realized the dread secret of the black book—only the dead could wield the dark powers it held.

So Mortimer Coffin died, but in dying he gained access to the real power that he hungered for. He is not merely dead—he is undead, effectively immortal, and he has

ABRACADAVER

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
8	-	1	3	4	3	1	2

POWERS

Cadaverous Body: Enhanced Strength 8; Immunity 30 (Fortitude effects); Protection 12 (Fades) • 52 points

Dark Aura: Sustained Protection 4 • 4 points

Death Magic: Array (22 points)

- **Dark Bolt:** Ranged Damage 11 • 22 points
- **Dark Tendrils:** Ranged Cumulative Affliction 7 (Resisted by Dodge; Hindered and Vulnerable, Defenseless and Immobile), Extra Condition, Limited Degree • 1 point
- **Dead of Night:** Burst Area 2 (60 feet) Visual Concealment 4 Attack (All Visual) • 1 point
- **Death's Door:** Teleport 5 (900 feet; Portal) • 1 point
- **Life Drain:** Ranged Progressive Weaken Stamina 5 • 1 point

Grave Sight: Senses 5 (Darkvision, Magical Awareness, Ranged Detect Life) • 5 points

The Walking Dead: Summon Zombies 2 (Sixteen 30-point minions), Controlled, Horde, Mental Link, Multiple Minions 4, Sacrifice, Variable Type: Zombies • 28 points

SKILLS

Deception 10 (+12), Expertise: Magic 10 (+13), Expertise: Medicine 4 (+7), Expertise (PRE): Perform 4 (+6), Expertise: Theology 2 (+5), Intimidate 10 (+12), Perception 6 (+7), Ranged Combat: Death Magic 8 (+11), Sleight of Hand 8 (+11), Stealth 6 (+7), Treatment 4 (+7)

ADVANTAGES

Close Attack 4, Daze (Deception), Fascinate (Expertise: Perform), Ritualist, Startle

the means to achieve the fame, fortune, and power he's always wanted, but under a new name—the nefarious necromancer, Abracadaver!

PERSONALITY

For a dead man, Abracadaver is quite animated. He is still something of a showman because of his days as a stage magician. He can't help but act with a certain flair when confronted with a potential audience, even if that audience is costumed and is trying to thwart his latest plot. He is particularly fond of deathtraps and dramatic monologues. When he's alone, Abracadaver tends to be more withdrawn and brooding. He does, however, possess a rather morbid sense of humor, even in his darkest hours.

POWERS & ABILITIES

Over time, as Abracadaver has delved deeper into the black book, unlocking its darkest secrets, he has become increasingly powerful. He wields potent magicks that enable him to control darkness, which he uses in a variety of ways. He can also sense living beings, which he uses to locate victims in order to drain their life. Finally, being

OFFENSE

INITIATIVE +1

Dark Bolt +11	Ranged, Damage 11
Dark Tendrils +11	Ranged, Cumulative Affliction 7, Resisted by Dodge (DC 17)
Life Drain +11	Ranged, Progressive Weaken Stamina 5
Unarmed +8	Close, Damage 8

DEFENSE

DODGE	6	FORTITUDE	Immune
PARRY	6	TOUGHNESS	16
WILL	11		

POWER POINTS

ABILITIES	18	SKILLS	36
POWERS	115	DEFENSES	17
ADVANTAGES	8	TOTAL	194

COMPLICATIONS

Motivation – Power: Abracadaver desires power. He always used to say that he would find a way to get power, even if it killed him. Well, it did. And still he wants more.

Prejudice: Few people feel comfortable being in the company of the walking corpse. As a result, Abracadaver is feared by most.

Recognition: Abracadaver wants to be remembered as the greatest magician of all time, and he doesn't seem to care how he accomplishes that feat.

Rivalry: Part of Abracadaver's desire to be recognized as a master magician involves his pathological need to outdo all other living magicians. And if he can outdo the dead ones too, even better.

undead has given Abracadaver inhuman strength and made him resistant to pain. His body still suffers harm—his pale, dead flesh comes apart in meaty chunks when struck hard enough, reflected by the Fades flaw on his Protection—and he must occasionally procure body parts from other corpses, which he can then stitch in place of his own missing pieces.

ALLIES

There are few people willing to work with someone as morose and, well, dead as Abracadaver. He makes a powerful ally, but few can stand being around him for very long, so most of his associations are strictly short term. As far as other villains go, Madame Macabre is the only one who seems to enjoy his company at all. When he needs a helping hand, he usually just animates a small army of zombies to do his bidding—not only are they tireless workers, but they follow orders without question and never complain about anything!

SOLO VILLAINS

SCROLLS OF THE SECRET CIRCLE, PART 1

Abracadaver's study of the occult has revealed far greater powers than even the Black Book itself, perhaps power enough to restore "Mortimer Coffin" to life and make him Master Mage! That power lies within the fabled "Scrolls of the Secret Circle" the gathered works of Master Mages from times past across the ages, a vast library of magical knowledge unrivaled anywhere!

Abracadaver's challenge is that the location of the legendary Vault of the Scrolls is hidden, but there are supposedly various keys to show the way. These are items gifted to the Master Mages of Earth by some of the most powerful mystic entities in the cosmos. Together, they form the compass and key to the Vault. There's a further concern as well; ancient lore says that only those who are worthy may enter the Vault and claim the scrolls. Abracadaver is certain there are wards and traps in place for one such as he, so he needs agents to act as his eyes and his hands, agents who are pure of heart and intention, like the heroes!

Abracadaver's most likely tack is to take people close to the heroes hostage, threatening them with certain doom unless the heroes do as they are told. Given the potential curses the undead wizard could call upon, the heroes may have little choice. If necessary, Abracadaver may even be able to ensorcel the heroes, magically binding them to carry out this task, while still leaving them free to use their own initiative. In either case, award the players hero points for each complication.

Their first goal is to locate the three legendary Keys to the Vault:

- **The Star of Ahgrazul:** A golden eight-pointed star set with a red gemstone at its center. The Star is more than just a key, it is also a magical compass, attuned to the other two keys as well as to the location of the Vault of Scrolls. The Star is held in a museum collection, forcing the heroes to pull strings with the museum or the authorities to get ahold of it or risk breaking the law in order to steal it.
- **The Rod of Obroros:** A sigil-carved iron rod about eighteen inches long, buried in a cavern in the frozen wasteland of Siberia, guarded by ghostly Mongol warriors (use the Warrior Demon archetype on page 137 of the *M&M Gamemaster's Guide*). Russian authorities may also have questions for the heroes trying to enter or leave the country (especially with a Russian artifact!), perhaps even some trouble with local Russian superheroes!
- **The Ring of the Modrossus:** A tri-metal ring braided of gold, silver, and copper, large enough to fit around an adult's forearm. The Ring is hidden in a castle on the coast of Ireland, reputed to be haunted, but actually a site where the Serpent People sometimes visit the surface (use Coral Snake's ophidian form on page 163 as an example). The Serpent tribe has the Ring but are unable to touch it, carrying it in a sealed casket and worshipping it as a relic.

When the three items are brought together, the Star of Ahgrazul shows the way to a hidden temple in the depths of the Amazon jungle, the site of the Vault of the Scrolls. The three artifacts also fit together to form a large key: the Rod connecting the Star and Ring. No sooner do the heroes discover this, however, than the key is stolen... by Arcanix! (See Arcanix, page 14, for **Scrolls of the Secret Circle, Part 2.**)

ENEMIES

Abracadaver seems to evoke a sense of loathing from almost everyone. However, he maintains a special animosity for other magicians, both normal and super-powered alike. His fierce desire to be known as the greatest magician of all drives him to seek out others of his kind in order to "borrow" their ideas, drain their life force, and "unburden" them of any magical items or weapons they may possess.

HOOKS

Gone, But Apparently Not Forgotten: The heroes are contacted by the bereaved wife of a deceased occultist because someone has stolen her husband's body from the graveyard where he was recently laid to rest. Upon investigating, the heroes discover that someone has been robbing cemeteries across the city, specifically targeting graves containing the bodies of ex-occultists, academics, and stage magicians. Soon after, the heroes must stop a crime spree perpetrated by none other than

the missing dead men and women who are now magic-wielding zombies controlled by their new master, Abracadaver!

The Not-So-Good Book: Abracadaver learned his magical powers through dedicated study of a mysterious black book—a book that holds the secrets of life and death. But now another villain has stolen that book! The heroes are in a race against time as they try to prevent Abracadaver from reacquiring his most prized possession. And, of course, there is still the matter of having to catch the daring thief as well, who may have his or her own plans for it.

Trilogy Of The Damned: Abracadaver learns that the black book is only the first book in a trilogy of terrible tomes. He will stop at nothing to complete his unholy collection in the hopes of unlocking even greater power. The other books are all scattered and hidden away in various hard-to-reach locations, such as the restricted section of the library, a private collection, or possibly even someplace more exotic like the ruins of a castle, the hold of a sunken ship, or lost in another dimension. The heroes must keep Abracadaver from getting his hands on those tainted tomes before it is too late!

RETURN TO MAIN DATABASE

FROM: Elizabeth Nguyen <NguyenElizabeth1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Anvil

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted

Sir,

Please forgive the tardiness of this report, sir. I found myself having to follow a number of unorthodox avenues to put together and verify Mr. Moore's background, and I was uncomfortable with my conclusions due to the nature of the informants and the stories I was told, as well as the spottiness of traditional background sources. I spent rather more time than was perhaps wise in trying to double- and triple-check my information as a result. This is by way of an explanation and not an excuse, sir, and once again, I apologize.

I think we can safely dismiss the majority of the information in the files the ECPD handed off to us regarding Donald "Anvil" Moore. To be blunt, sir, the man is a liar. A high percentage of the information about him seems to have originated from one of the many, many tales the man has spun about himself. Any given story about him is, at best, a half-truth, so ferreting out the whole truth was rather tricky.

It's somewhat embarrassing, sir, but I should also like to request a tap-and-trace on my office line. Apparently, Mr. Moore became aware of my investigation at some point and was even able to get a look at me from a distance. He's called my office a number of times, alternating between offers to "set the record straight" and—unbelievably—asking me out.

Sincerely,

Agent Elizabeth Nguyen
Junior Security Analyst
AEGIS District 5



ANVIL

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

ANVIL

REAL NAME: Donnie Moore

OCCUPATION: Roustabout and muscle-for-hire

BASE: Mobile

Donnie Moore has never been interested in anything that didn't involve drinking, fighting, or riding motorcycles. He's been kicked out of every gang he's ever been in, usually for excessive violence, or simply for never letting up on his whole one-upmanship trip. He was riding a "borrowed" bike down to the police station to get his own motorcycle out of impound when he was caught in the Silver Storm. He passed out during his transformation and only regained consciousness as a policeman leaned over him to ask if he was okay. Still groggy, and reacting instinctively to a badge being way too close for comfort, Donnie punched the officer. When he saw the policeman fly across the street and through the display window behind him, Donnie was speechless.

Then, he realized he'd become super-strong, punched the air, let out a war cry, and charged through the police and AEGIS agents gathering in the area

before fleeing the scene (causing a little enjoyable property damage along the way).

After that, it just didn't take Donnie long to come up with a new career that involved punching powerful people for very good money, picking up the handle "Anvil" along the way.

PERSONALITY

Anvil views himself as a man's man and spends every waking hour proving it. He is loud, unrelentingly abrasive, boorish to an unbelievable degree, and generally tries to model his behavior after his idols, professional wrestlers. He loves being Anvil. Loves it. In his mind, he's finally

the strongest and toughest of dudes and he's happy to tell the world about it—all the time. He laments no longer being able to get drunk or high, and that his new specially-reinforced bike was so expensive, but it's all worth it to be able to take anyone he wants and throw them through the wall of his choice.

POWERS & ABILITIES

Anvil is a three-foot tall metal man. His body is very dense (weighing the better part of a ton), monstrously strong, and very difficult to hurt, almost impossibly so with physical attacks like explosions or punches. He's immune to most environmental factors, poisons, and toxins and he never seems to get tired.

Given his incredible physical defenses, heroes will likely need to find other ways to defeat or incapacitate Anvil. It's unlikely that any but the most powerful characters will be able to take him down in a straightforward fight.

Anvil is also an accomplished brawler, with dirty-fighting skills honed in innumerable bar fights over his long and rowdy life. His fighting style isn't at all pretty, but its effectiveness can't be denied.

ALLIES

Anvil works with anybody if the pay is right, or if he likes them, or if they're just pretty (though he's pretty sure he'll never hit on Mindfire again—talk about overreacting). He gets along very well with other superhumans who have similar personalities, such as fellow stormers Gator and Strongarm, or the Russian mercenary Perun.



ANVIL

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
14	10	2	-1	5	0	0	2

POWERS

Mad Combat Skillz, Baby! Oh, Yeah!: Array (37 points)

- **Bowling Ball Charge, Baby! Oh, Yeah!**: Reaction Damage 7 (Limited to While Charging) and linked Reaction Move Object 4 (Limited to knocking objects he strikes back/away • 37 points)
- **Head Butt from Hell, Baby! Oh, Yeah!**: Enhanced Advantage 2 (Improved Critical 2 (Head Butt)) Linked to Cumulative Affliction 15 (Resisted by Fortitude; Dazed, Stunned, Incapacitated) Linked to Unarmed Attack • 1 point

Metal Body, Baby! Oh, Yeah!: Enhanced Stamina 7; Enhanced Strength 11; Feature 4 (Increased Mass 4; 1,600 lbs); Shrinking 4 (Normal Strength, Innate, Permanent; 3 feet tall); Strength-based Damage 1 • 54 points

Shrug It Off, Baby! Oh, Yeah!: Immunity 16 (Age, Fatigue, Life Support); Immunity 80 (Toughness resistance checks; Resistance to Physical attacks only, Limited to attacks he knows are coming, Limited to Half Effect); Impervious Toughness 14; Protection 5 • 55 points

SKILLS

Acrobatics 4 (+6), Athletics 4 (+18), Deception 4 (+6), Expertise: Pop Culture 4 (+4), Expertise: Streetwise 4 (+4), Insight 2 (+2), Intimidation 8 (+10*), Stealth 0 (+6*), Vehicles 6 (+5)

ADVANTAGES

All-out Attack, Chokehold, Close Attack 2, Equipment 4, Fast Grab, Improved Critical 2 (Head Butt), Improved Trip, Instant Up, Move-by Attack, Power Attack, Startle

EQUIPMENT

REINFORCED MOTORCYCLE • 17 POINTS

Size: Medium **Str:** 7 **Spd:** 6 **Def:** 10 **Tou:** 8 **Features:** Navigation System

ENEMIES

Anvil is too laid back to accumulate many *actual* enemies. He wishes those AEGIS geeks would stop jumping him every time he sits down for a cold brew. Fighting them just isn't that interesting anymore.

HOOKS

This Is The Part Where I Punch You In The Face: Anvil's hired to guard some crime figures the heroes have come to take down. Or, someone the heroes made very angry pays Anvil to beat a lesson into them. No matter what the cause, Anvil's answer is the same, "Fight!"

Whatever You Want, Babe, You Got It: There's a new woman in Anvil's life, an exotic dancer named Tiffany, and she has a taste for the good life. So to impress her, Anvil goes on an unusual crime spree of stealing lavish gifts: jewelry, mink coats, expensive shoes—stuff that babes

OFFENSE

INITIATIVE +2

Bowling Ball Charge +7	Close, Damage 7 and other effects
Head Butt +7	Close, Damage 15, Crit. 18-20 and Affliction 15, Resisted by Fortitude
Unarmed +7	Close, Damage 15

DEFENSE

DODGE	7*	FORTITUDE	14
PARRY	7*	TOUGHNESS	15
WILL	6	*Includes Shrinking modifiers.	

POWER POINTS

ABILITIES	28	SKILLS	18
POWERS	14	DEFENSES	13
ADVANTAGES	14	TOTAL	207

COMPLICATIONS

Accident: Anvil weighs three-quarters of a ton, destroys unreinforced surfaces beneath his feet, and can't usually get to the higher floors of a building because the stairs and elevators won't hold him.

And now we FIGHT!: Anvil is *delightfully* unsophisticated and views violence as the only worthy solution to pretty much any problem. He doesn't think things through or plan, instead, if something goes wrong, he fights!

But You're a Girl: Anvil is a chauvinist and patronizing to women—but he also won't hit one unless she tears into him first and proves she can take it.

Motivation—Thrillseeker: Anvil lives for the fun and excitement that other people call mindless mayhem.

like, ya know? It shouldn't take the heroes long to figure out that the lil' guy has got it bad, which makes it even worse when he finds out Tiffany is just using him to get the goods. If the heroes confront her about the thefts, she admits it, with the bad timing of Anvil overhearing. Now the heroes have to contend with a heartbroken and *mad* stormer who's spoiling' for a fight!

Subtle As ... Well, Something Not Very Subtle: A newly convicted Anvil gets assigned an unusual form of "community service," working as one of the good guys! This might well come after a previous encounter with the heroes, with Anvil feeling he has to "give somethin' back." The only problem is, once a brawler, always a brawler, and Anvil doesn't have any idea how to be a hero. So his efforts to "help" nearly always end in disaster, or a fight tearing up downtown the heroes have to break up. He might even try joining the heroes' team, following them around on his motorcycle and "helping out" to impress them, at least until they can come up with some way to get rid of him.

ARCANIX

REAL NAME: Unknown (if any)

OCCUPATION: Occultist

BASE: Behind the Secret Door

There is power in the arcane, the occult, literally "that which is secret or hidden" and much of that power derives from the work of learning such secrets and then keeping them. Few do so as well as the mysterious figure known as Arcanix, an occultist so secretive that even his true face, name, and nature remain a mystery to the greatest masters of the magical arts.

What they do know is Arcanix is a thief, a hunter of magical lore and arcane items, willing to go to any lengths to add to his (no doubt considerable) trove of knowledge and power. He appears suddenly without warning, seizes opportunities to obtain the objects of his desire, and then vanishes once again, sometimes taking with him even the memory of his appearance. Master Mage Adrian Eldrich has tracked Arcanix to the Dimension of Doors: an inter-dimensional nexus guarded by the Gatekeeper and the Order of the Door Wardens. He believes the talismanic thief has discovered a "secret door" (or set of them) to traverse the nexus dimension and others but has thus far found no sign of it.

Arcanix's true purpose for collecting secrets and artifacts remains unknown, but is clearly more than just the having and holding. He has said on occasion that his power will make him like unto a god, and has previously sought to exploit mystic realms, beings, and places or times of power.

PERSONALITY

Arcanix is, unsurprisingly, cryptic and secretive. He speaks often, but reveals little. He's arrogant, sarcastic, and superior, taunting his foes about their ignorance and how they will never figure out what is really happening. When denied his prize, he becomes angry, hurling grandiose threats and insults.

POWERS & ABILITIES

Arcanix is a sorcerer of considerable ability, often having access to ancient, obscure, or unknown spells and rituals. In addition to his spellcasting skills, he appears to have two other (potentially related) powers.

First, he has unique access to the Dimension of Doors, allowing him to slip in and out of different dimensions virtually at will. This power also allows Arcanix to quickly traverse distances within a dimension by taking an other-dimensional "shortcut". The sole limitation on this power appears to be an inability to use it while being observed; Arcanix doesn't



STR	STA	AGL	DEX	FRT	INT	AWE	PRE
0	2	1	3	2	3	4	2

POWERS

Aura of Occultation: Concealment 10 (All Senses), Alternate Resistance (Will), Limited to Recollections, Permanent • 10 points

Levitation: Flight 1 (4 MPH) • 2 points

Magic: Array (24 points)

- **Bands of Binding:** Ranged Affliction 12 (Resisted by Dodge, Overcome by Damage; Hindered and Vulnerable, Defenseless and Immobile), Extra Condition, Limited Degree • 24 points
- **Bolts of Bedevilment:** Ranged Damage 12 • 1 point
- **Mystic Grasp:** Move Object 10, Precise • 1 point

Mystic Deflection: Protection 6, Sustained • 6 points

Secret Doors: Movement 3 (Dimensional Travel), Limited to While Unobserved; Teleport 13 (Accurate, Easy, Extended (8,000 miles), Limited to Extended, Limited to While Unobserved) • 42 points

SKILLS

Deception 10 (+12), Expertise: Magic 12 (+15), Insight 8 (+12) Intimidation 4 (+6), Investigation 5 (+8), Perception 6 (+10), Persuasion 4 (+6), Ranged Combat: Magic 9 (+12), Sleight of Hand 7 (+10), Stealth 11 (+12)

ADVANTAGES

Artificer, Assessment, Defensive Attack, Defensive Roll 2, Evasion 2, Hide in Plain Sight, Move-by Action, Ritualist, Taunt, Well-informed

OFFENSE**INITIATIVE +1**

Bands of Binding +12 Ranged, Affliction 12 (Dodge DC 22)

Bolts of Bedevilment +12 Ranged, Damage 12

Unarmed +2 Close, Damage 0

DEFENSE

DODGE	13	FORTITUDE	9
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PARRY	10	TOUGHNESS	10/8/2*
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WILL	13	*Without Defensive Roll bonus, without Protection bonus	
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POWER POINTS

ABILITIES	34	SKILLS	38
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POWERS	86	DEFENSES	36
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ADVANTAGES	12	TOTAL	206
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COMPLICATIONS

Motivation—Acquisition: Arcanix is driven to acquire new occult secrets, lore, and artifacts to add to his collection.

Power Loss: Arcanix cannot work Magic if unable to speak or gesture in any way.

Secretive: Conversely, Arcanix jealously guards his own secrets, including his origins and identity.

THE SECRET OF ARCANIX

Who is Arcanix and what does he want, really? It's ultimately left for the Gamemaster to decide. Here are some possibilities to consider:

- Arcanix is a rogue member of the Door Wardens, keepers of the Dimension of Doors, who discovered the Secret Doors and what lies behind them. He seeks apotheosis through arcane power.
- He is a former Master Mage, either of Earth's dimension or another connected to the Dimension of Doors. The former Master Mage Ios was strongly connected with that dimension, and could be linked with Arcanix in some fashion.
- Arcanix is the "shadow-side" of the power and personality of Gatekeeper, the destined guardian of the Dimension of Doors (see *Book of Magic*, page 104). One of Gatekeeper's challenges is to uncover Arcanix's secret and reincorporate his power and personality back into his own. If there is a mystic player character, Arcanix could likewise be a reflection of that hero's "shadow-side".
- An ancient mage created Arcanix as a guardian of certain mystic secrets but, left on-duty for countless centuries, the being became corrupt and obsessed with collecting *all* arcane secrets and power, perhaps believing it will grant him ultimate power or a true existence as an independent soul.
- He is a servant, guise, or manifestation of Glyph from *Paragons* (pages 129–130), a being of secrets and language, extending his power from "the other side" through the nexus of the Dimension of Doors to worlds like the heroes'.
- A cosmic being of the highest order, Arcanix is the occult made manifest, the tendency of secrets to remain *secret*, the impulse to conceal the arcane from the uninitiated. He merely gathers, steals, and hides all things mystical because that is his nature; to ensure only those able to overcome his challenges find what they seek.

SCROLLS OF THE SECRET CIRCLE, PART 2

Arcanix secretly tracked Abracadaver's minions—the heroes—as they progressed closer to finding the Three Keys. Once they held all of them, Arcanix struck, stealing the Keys and vanishing at the first opportunity (as he does so well). The heroes' best hope is to try and beat Arcanix to the fabled Vault of the Scrolls or, failing that, at least try and stop him from claiming their power for himself.

You can use the Hidden Temple lair on page 206 of the *M&M Gamemaster's Guide* for the Vault of the Scrolls or create your own. The heroes have to reach the lost pyramid in the depths of the South American jungle, where they discover the entrance at its peak is already open. What they do not know is that Arcanix remains hidden outside, allowing the heroes to go first to clear the way.

They must make their way past dangerous death-traps: pits, poisoned darts, and swinging blades, through a complex maze and tests of wits, to eventually reach the antechamber of the Vault itself. If the heroes are able to reach the Vault, Arcanix intervenes to incapacitate them so he can claim its contents. However, Abracadaver has placed a spell on the heroes, allowing him to materialize inside the antechamber and attempt to claim the prize as well!

Smart heroes may be able to set the two villains against each other, but they are not above trying to further use the heroes as pawns (or human shields). Abracadaver reminds the heroes of their obligation to him and demand they deal with the interloper Arcanix.

Matters come to a head when one side or another breaches the heavy stone doors to the Vault (intentionally or otherwise). Light pours out from within, causing both villains to wince and stagger back. A booming chorus of voices calls out, "Who seeks the scrolls of the Secret Circle? If you would claim the power and wisdom of the ages, then enter, and show your true worthiness!"

If the heroes willingly enter the Vault, then the ancient mystic spirits of the Secret Circle recognize the threat to their loved ones and assure the heroes they are now safe from Abracadaver, allowing them to act freely. If the heroes defeat Abracadaver and Arcanix, or trick the villains into entering the Vault (where they are mystically sealed inside, trapped forever), the ghostly image of the spirits of the Secret Circle appears to congratulate them on their wisdom and insight. The components of the Key are scattered once more and the heroes are transported back home.

If you want to escalate this adventure, let one of the villains manage to trick or overcome the Secret Circle and truly claim untold magical power. Worse yet, perhaps they *both* manage it, and now the Earth is a battleground between two cosmically-powerful and sinister magicians!

"vanish" in direct sight but instead disappears through a doorway, around a corner, or in a cloud of smoke. When pursuers clear the obstacle, they find Arcanix gone. In some instances, a Stealth check may be called for in order to Arcanix is vanish from notice long enough to disappear. Note that his Hide in Plain Sight advantage enables him to do this even while being observed.

Second, the mystical mountebank has a way of vanishing from even the recollections of those who have encountered him. Most mundane people forget about Arcanix, or rationalize away their experiences. Only the strongest-willed individuals remember him or their experiences, making it difficult to gather much information about Arcanix or to prepare for his schemes. His Concealment effect is essentially "retroactive" applying to efforts to recall information about him, overcome by a Will resistance check rather than a Perception check.

ENEMIES

Anyone who has something Arcanix wants is a potential target, if not enemy, although the villain has few qualms about achieving his goals, so his targets may end up injured or killed, their property or belongings destroyed, if that's what it takes. Arcanix would have a great deal

more enemies, if all of his victims were able to recall what happened to them. As it is, he is still hunted by some of the most powerful mystics in several dimensions.

HOOKS

Bait and Switch: A hero with a magical device has it suddenly fail at an inopportune moment (good for a hero point award) and discovers it is actually a temporary, enchanted fake! The hero's connection to the real device is sufficient to help track it to Arcanix, who is in the midst of another, similar, theft. The only problem is his target is another mystical villain, who also wants to claim the hero's magical device.

Run Around: A series of mystical outbreaks occurs in the heroes' city: a horde of minor demons on the loose, magically animated plants menacing park-goers, zombies loose near the cemetery, and so forth. It turns out these incidents are engineered by Arcanix in order to keep the heroes out of their headquarters, where an artifact obtained from a recently defeated foe is in their vault or trophy room. Alternately, Arcanix may plan a heist from a museum or private collection, and use the chaos and confusion of the incidents to help cover his tracks, especially when the victims are having a difficult time recalling what happened.

RETURN TO MAIN DATABASE**FROM:** Peyton Ramos

<PeytonRamos1@AEGIS.emerald.pac.net>

TO: Lucas Merriweather

<MerriweatherLucas@AEGIS.emerald.pac.net>

SUBJECT: Threat Report — The Battle Brothers**THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted**

Director,

To bottom-line the contents of this report: the self-proclaimed "Battle Brothers" are two-bit thugs who lucked into some tech of unknown (possibly alien) origin that makes them super-powered threats. AEGIS does not need outside help to take them down, just the right team with the right plan, backed up by some MAX armor units.

The Brothers may have walked all over the conventional authorities, but that doesn't mean they're outside our reach. As I have stated before, I think it's a mistake becoming too reliant on non-agency assets to deal with these threats. Washington isn't going to give us additional resources if we make it seem like everything is under control here, but they might be convinced if we show some promise and then ask for what we need to really get the job done.

Please look over the report and consider my proposal for a field operation, sir. I think we deserve first-crack at this one.

Agent Peyton RamosSenior Security Analyst/Field Operative
AEGIS District 5**BATTLE BROTHER I****BATTLE BROTHER II****THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted**

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

THE BATTLE BROTHERS

REAL NAME: Jack Bryce and Malcom Manning
OCCUPATION: Criminals
BASE: Emerald City

Both Jack Bryce and Malcolm Manning were doing thirty years in prison for armed robbery and assault. So they took an opportunity to escape from a chain-gang provided by a F.O.E. attack and ran, still handcuffed to each other. Fleeing the authorities in the Mount Stanley National Park area, the convicts literally stumbled upon a small cave opening. Inside, they found a half buried container, holding a pair of strange-looking wrist-guards. Thinking they might at least be valuable, Bryce and Manning decided to take them, but having no easy way to transport the decaying box, and still handcuffed together, they each put one of the bracers on.

The moment they closed and locked in place, the alien devices activated. It's likely the bracers were intended for a single wearer, so being split between two had unexpected side effects. The devices greatly enhanced the strength and stamina of both men, but also linked them, psychically and physiologically. While they are capable of each knowing what the other is thinking instinctively and reacting as if they were one, the greater the distance between them, the weaker they become, until they both begin to die.

Initially, however, Bryce and Manning knew nothing of these drawbacks. Calling themselves the "Battle Brothers" the two men sought to steal enough to set themselves up with a temporary haven and hire themselves out as mercenaries to the highest bidder. Since learning about the dangers of separating too far, the Battle Brothers have shifted their goals slightly to include better understanding the bracers they wear and learning how to adjust them to the eliminate their weaknesses.

PERSONALITY

The Battle Brothers were two of a kind even before alien technology linked them together: both crude and brutal criminals, bullies used to taking

whatever they wanted, at least until they got caught. Both are too short-tempered and violent to last long at any legitimate job and now they both enjoy their newfound power far too much to ever give it up.

The Battle Brothers are fairly simple in their wants: a good fight, enough money to enjoy themselves, and maybe a chance to fix the battle bracers so they can be even more powerful and do more of the same. The two men are as close as either is capable of being; they look out for each other as if they were actual brothers, but also quarrel (and sometimes even come to blows). Still, the fact that they literally feel each others' pain to some degree helps keep them on good terms.

POWERS & ABILITIES

The battle bracers have enhanced Bryce and Manning's physiology to superhuman levels: each of them is strong enough to lift a hundred tons, make mile-long standing jumps, and shrug off even some heavy-weapons fire for a time. They're both largely immune to concerns like changes in temperature or things like toxins or pathogens.

The bracers have also linked them together on a fundamental level. The Battle Brothers almost move as one when they go into action. They're a profoundly effective team: they communicate silently on a psychic level without needing to speak (although they still talk outside of "battle mode" largely out of habit). They coordinate their actions well, and can react instantly to each others' moves. They're effective at making Team Checks (*Hero's Handbook*, page 16) and using Set-up to transfer interaction advantages. For example, one might use Intimidation and Startle to feint against a foe, then transfer the benefit of the target's vulnerable condition to the other, who

 makes an attack against the target's reduced defense.

Their "one-two punch" power



THE BATTLE BROTHERS

PL11

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
12	12	2	0	5	0	0	0

POWERS

One-Two Punch: Reaction Damage 12 (When Brother hits with regular close attack), Limited to the same target • 36 points

Powerful Legs: Leaping 10 (1 mile) • 10 points

Reinforced Physiology: Enhanced Stamina 9; Enhanced Strength 9; Immunity 10 (Life Support); Impervious Toughness 10; Quirk: Enhanced Abilities lose 1 rank per distance rank between the Brothers (-5 points) • 57 points

Unbreakable Connection: Enhanced Advantages 5

(Extraordinary Effort, Interpose, Second Chance: Will checks vs. mental effects, Set-up, Teamwork, Uncanny Dodge); Senses 3 (Mental Communication Link with Brother, Rapid 2) • 9 points

SKILLS

Athletics 4 (+16), Intimidation 8 (+8), Perception 3 (+3), Ranged Combat: Throwing 8 (+8), Stealth 2 (+4)

ADVANTAGES

Chokehold (Bryce), Close Attack 5, Extraordinary Effort, Improved Hold (Manning), Improvised Weapon, Interpose, Power Attack, Set-up, Startle, Takedown, Teamwork, Uncanny Dodge

lets one Battle Brother make an immediate close attack as a reaction when the other successfully attacks and vice versa, effectively doubling their number of combat actions. A favorite tactic is for one Brother (usually Manning) to make a grab attack (*Hero's Handbook*, page 196) to put an opponent in a hold, giving the other (usually Bryce) an immediate attack against the held foe, followed by the other Brother's regular action for another attack, making a fairly devastating combo. Similarly, when using Set-up, one Brother Startles a target (leaving them vulnerable), the other attacks and, if he hits, the first Brother gets an immediate close attack as a reaction.

Although the Battle Brothers' powers originate from their bracers, the devices are permanently affixed to their respective arms. They do not have the Removable modifier (*Hero's Handbook*, page 149) Indeed, there is as yet no known way to remove them, even if the Brothers wanted to. Interference with the devices may affect the Brothers' powers, but the alien items are virtually indestructible and self-repairing, so any such interference is likely to be temporary. They bracers may detach if the Battle Brothers die but, thus far, the theory has not been tested, and they intended to keep it that way.

HOOKS

The Battle Brothers are basic super-criminal muscle with some tricks up their sleeves. They're useful as henchmen for master villains and crime-bosses and may be encountered operating on their own looking to fill their coffers with loot, either to maintain their lifestyle or to fund research into the battle bracers.

OFFENSE

INITIATIVE +2

Unarmed +10 Close, Damage 12

DEFENSE

DODGE	8	FORTITUDE	13
PARRY	10	TOUGHNESS	12
WILL	9		

POWER POINTS

ABILITIES	26	SKILLS	13
POWERS	106	DEFENSES	21
ADVANTAGES	11	TOTAL	177

COMPLICATIONS

Battle Bracers: The Battle Brothers' powers are derived from the alien bracers they each wear. They do not have the Removable modifier, but can still potentially be interfered with, making them a descriptor and complication rather than a power modifier.

Connected: The Battle Brothers are linked by their bracers. Moving more than distance rank 10 apart causes them both to acquire the dying condition until they move within that distance again. If one of them dies or becomes incapacitated, the other does so as well.

Two's Company....: The Battle Brothers' mental link becomes more expansive, a lot more. Turns out the Brothers are capable of "listening in" on stormers, those transformed by the Silver Storm in Emerald City. Only problem is that when they do, those stormers become a part of their "network" with similar physical and mental effects. The Battle Brothers are at the middle of a growing group of stormers (perhaps including some other *Threat Report* characters) who are basically "stuck with" each other and strongly motivated to do something about it, but less than willing to surrender to the authorities, even in exchange for help. What's causing the battle bracers' network to spread, and what if one or more stormer heroes get caught in it?

Repo-Men: Unbeknownst to Bryce and Manning, the activation of the battle bracers has alerted their original owner(s), now looking to recover their missing property. The heroes may be fighting the Battle Brothers when suddenly one or more aliens appear in their midst, targeting the criminals! While the heroes might be initially grateful for the help, they quickly learn these stranger visitors have no qualms about killing both of the humans to recover the bracers, and that they intend to target Earth after that. The only hope of averting an all-out invasion lies in the aliens' culture of trial by testing: if the Battle Brothers can prove they are worthy of the bracers, then they and Earth will be left alone. They are permitted to have a support team in their efforts, and turn to the heroes for help. Is saving the world worth saving a pair of unrepentant criminals?

BLACK VULTURE

REAL NAME: Vohl-Turr

OCCUPATION: Warrior Chief and Would-Be King

BASE: Atlas Mountains near Emerald City

Untold ages ago, perhaps even millennia, the star-gods walked the Earth. They gifted the winged-ones with the ability to fly, allowing them to soar high above all others. But when the winged-ones were driven into hiding by the jealous earth-bound humans, they sought refuge in the isolated reaches of the arctic mountains, in a place they called the Aerie. This is the recognized homeland of the Avian people, ruled by the warrior-queen Talona.

But not all Avians fled to the Aerie. A tribe of warriors stealthy enough to evade detection by the humans remained behind when the others fled for the safety of the northern reaches. They remained hidden deep within the caves that riddle the highest peaks of the Atlas Mountains. Unlike their distant kin, these Avians did not develop into an agrarian society, but instead held fast to their more primitive ways of hunting and gathering. However, their relative proximity to human civilization made it difficult to avoid drawing attention to themselves, so they evolved in a way that the old gods likely did not intend—they became scavengers. Humans seem to care too much for the living, they found.

But rarely do they care so much for the dead. So these Avians learned to avoid detection by feeding off the corpses of dead animals and even humans. In time, they came to view this as a sacred ritual—they believe that the eating of the dead gives them strength, and the higher up the food chain, the greater the strength. Their strict warrior code prevents them from killing and eating one another, unless victorious in a one-on-one fight akin to a duel. That, of course, makes humans the next best and most readily available source of strength.



One warrior who possesses this strength is a young man named Vohl-Turr. He is a born leader whose charisma is matched only by his cruel sadism. Skilled in both the martial and diplomatic arts, he rose through the ranks of his tribe and assumed the role of chieftain after slaying the old chief in one-on-one combat. By consuming his heart, Vohl-Turr proved his worth and is now recognized as the undisputed head of the entire tribe.

However, unlike his predecessor, Vohl-Turr is no longer content to hide in the mountains. He is no longer satisfied with the role of chief—he sees himself as a king. He wants to expand the borders of his great kingdom. Perched high on his mountain throne, he gazes down at the nearest cities—Emerald City being the closest—and sees only those who will serve, both as his slaves and as a source of strength-giving sustenance.

PERSONALITY

Black Vulture is generally calm and collected and exudes an aura of confident self-control. He rarely gives in to his bestial nature, having repressed it almost completely. In conversation he often seems quite pleasant, but even that cannot mask his cruelty for long. The suffering of others means little to him.

POWERS & ABILITIES

Much like others of his kind, Black Vulture is at his most dangerous when he is airborne. He possesses formidable skills when it comes to aerial combat, preferring to perform fly-by attacks using his wickedly sharp claws to shred his opponents. Unlike most other Avians, however, he has remarkable self-control over his bestial side, and in combat tends to fight defensively, using hit and run tactics and well-coordinated teamwork to his advantage. One power that he uses quite effectively is his ability to summon a wake, or flock, of vultures and use them to harass his foes, causing little in the way of actual damage, but greatly distracting them and leaving them vulnerable to his own opportunistic attacks.

BLACK VULTURE

PL10

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
4	4	8	4	8	2	4	2

POWERS

Birdspeak: Comprehend 2, Limited—Birds only • 2 points
Claws: Strength-based Damage 2, Penetrating 6 • 8 points
Vision: Senses 4 (Direction Sense, Distance Sense, Extended Vision, Low-Light Vision) • 4 points
Wake of Vultures: Perception Range Affliction 10 (Resisted by Fortitude; Vulnerable, Defenseless), Limited Degree, Limited—Outdoors only • 10 points
Wings: Flight 6 (120 MPH; Wings) • 6 points

SKILLS

Acrobatics 6 (+14), Athletics 6 (+10), Close Combat: Claws 6 (+14), Deception 10 (+12), Expertise: Tactics 4 (+6), Insight 4 (+8), Intimidation 4 (+6), Perception 10 (+14), Persuasion 6 (+8), Stealth 6 (+14)

ADVANTAGES

Agile Feint, Animal Empathy, Assessment, Benefit (Ruler of Avian Clan), Daze (Deception), Defensive Attack, Defensive Roll 4, Evasion, Favored Environment (Aerial), Improved Critical (Claws), Improved Initiative, Languages (Avian), Leadership, Move-by Action, Redirect, Set-up, Taunt, Teamwork, Tracking, Uncanny Dodge

ALLIES

Few people outside of his “kingdom” have even heard of Black Vulture, so he has no allies other than his own tribe of warriors, who are fanatically devoted to him and steadfast in their support of anything he does. He has little use for humans as anything other than food, so he is unlikely to even try to ally himself with other villains. That said, he is intelligent enough to know that humans do make good pawns from time to time....

ENEMIES

Because of his rather gruesome penchant for eating people, it won’t be long before Black Vulture makes enemies in and around Emerald City.

HOOKS

Bring ‘Em Back Alive!: Talona, leader of the main host of Avians living in the Aerie, catches wind of her cannibalistic kin and decides to capture them. She plans to have them tried for crimes against nature back home. She storms into the area with an armed hunting party, causing the people to panic. The heroes must avert a potential crisis either by confronting her or by teaming up with her.

One Flew Over the Cuckoo’s Next: An airplane carrying several important passengers crash lands on a snow-covered mountain peak high in the Rockies. The heroes are sent to locate the survivors and bring them home.

OFFENSE

INITIATIVE +12

Unarmed +14 Close, Damage 6, Penetrating 6, Crit. 19-20

DEFENSE

DODGE	12	FORTITUDE	6
PARRY	12	TOUGHNESS	8/4*
WILL	6	*Without Defensive Roll	

POWER POINTS

ABILITIES	72	SKILLS	31
POWERS	30	DEFENSES	12
ADVANTAGES	23	TOTAL	168

COMPLICATIONS

Addiction: Black Vulture and his followers have learned to enjoy the taste of dead flesh, particularly human flesh. He has difficulty resisting its allure.

Motivation—Recognition: Black Vulture wants to be officially recognized by the world as the ruler of his own kingdom of Avians.

Reputation: Although largely unknown right now, as word spreads of Black Vulture and his followers, their nasty habit of eating the dead makes them almost universally loathed by others.

However, there’s one problem—when they arrive at the crash site, they find no bodies. The crew and passengers have all disappeared. And stranger still... there are no foot-steps leading away from the wreckage of the plane. The heroes must locate the victims and rescue them from the Black Vulture’s clutches before it’s too late!

AVIANS

As an off-shoot of humanity, Avians take on a variety of roles and professions. Because their society is clan-based, the Avians still have a dedicated warrior caste. The statistics below represent a typical Avian warrior.

AVIAN WARRIOR

PL4

STR 2 STA 2 AGL 4 DEX 3 FGT 5 INT 0 AWE 1 PRE 0

Powers: Strength-based Damage 1 (Claws), Flight 5 (60 MPH; Wings), Senses 2 (Extended Vision, Low-light Vision).

Advantages: Defensive Roll, Favored Environment (Aerial).

Skills: Acrobatics 2 (+6), Expertise: Survival 4 (+4), Expertise: Tactics 4 (+4), Perception 4 (+5).

Offense: Init +4, Claws +5 (Close, Damage 3).

Defenses: Dodge 5, Parry 5, Fortitude 5, Toughness 3/2*, Will 3. *Without Defensive Roll.

Totals: Abilities 34 + Powers 8 + Advantages 2 + Skills 7 + Defenses 6 = Total 57 points

SOLO VILLAINS

CEREBRUS REX

REAL NAME: Sssethas Ruul
OCCUPATION: Scientist, conqueror
BASE: Mobile

Primitive cultures have little understanding of just how fragile life can be. Beyond the simple day-to-day struggle for survival, so much depends on the whims of cosmic chance. A single stellar event or planetary collision can spell the end for entire species, or wipe out all life on a world. In cases where they do not, such disasters fuel the fires of evolution, and it becomes change and adapt... or die.



Such was the case in the distant past, when a series of meteor strikes changed the environment of a primordial Earth. The colossal reptiles that ruled the world were forced to adapt, as were the small mammals they hunted. Both grew increasingly larger brains and learned to use tools. In time, the Saurian civilization developed language, agriculture, and cities, and went to war against the Simians. They enslaved their enemies, and built up the foundations of their civilization upon their labor.

The great Saurian nations explored the world, put down slave rebellions, and warred with and conquered their neighbors. After many millennia, three great power blocs emerged. The war between them lasted for thousands of years, off and on. The conflict drove evolution and adaptation: the development of new technologies for communication, medicine, travel, building and, most of all, for destruction. Sssethas Ruul was widely considered one of the most brilliant Saurian minds in history. His capacity for invention was matched only by his patriotic fervor. He devoted his work to victory for the Allied Saurian Republic over its enemies, including rogue Simian slaves. When the Final War ravaged the world and left civilization in ruins, Sssethas Ruul rededicated himself to the survival of his people.

He developed advances in cybernetic life-support and machine interface, shelters against the radiation and toxins permeating the biosphere and, most important of all, his research probed the fabric of reality for other worlds, places where the Saurian civilization might survive and build anew.

Eventually, he made contact. Imagine his shock when he discovered the civilization on the far side of the portal was made up of Simians! Still, the Simian scientist named Zed was eager to learn more about Saurian technology and Sssethas believed it would be a simple matter to manipulate him.

Things did not go as planned and, rather than lose the one promising connection he had found, Sssethas made the transition to this new world. Now he must prepare the way for his people, to secure a future for the Saurian race.

PERSONALITY

Even among his own kind Cerebrus Rex is arrogant. When dealing with "ape primitives" like those infesting this world, his superiority knows no bounds. He is coldly logical and pragmatic, but also believes he is always right. He sees himself as the savior of his people, ignoring his role in bringing about the end

CEREBRUS REX

PL12

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
6	6	0	2	4	11	6	4

POWERS

- Carnivore Teeth:** Strength-based Damage 2 • 2 points
- Dimensional Controller:** Array (48 points), Removable (-10 points) • 40 points
- **Spatial Shock:** Perception Ranged Cumulative Affliction 12 (Resisted by Fortitude; Dazed, Stunned, Incapacitated), • 48 points
 - **Dimensional Cascade:** Cone Area Ranged Damage 11, Indirect 4, Variable (any environmental effect) • 1 points
 - **Teleportals:** Teleport 12 (Extended, Portal, Limited to Extended) • 1 point
- Exo-Suit:** Enhanced Defenses 8 (deflector field; Dodge 4, Parry 4), Immunity 10 (Life Support), Impervious Protection 6; Removable (-6 points) • 24 points
- Neural Implants:** Enhanced Advantages 8 (Eidetic Memory, Languages 5, Improved Initiative, Jack-of-all-trades), Quickness 4 (Limited to Mental Tasks) • 10 points
- Rex-Sized:** Growth 4 (+4 Str, +4 Sta, +2 Intimidation, -4 Stealth, -2 Dodge, -2 Parry, size rank -1, mass rank 6), Permanent, Innate • 9 points
- Robosaurs:** Summon Robotic Dinosaurs 6 (90-point minions; Active, Continuous Duration, Controlled, Multiple Minions 4: sixteen minions, Variable Type: Dinosaurs) • 84 points
- Saurian Senses:** Senses 3 (Acute Smell, Low-light Vision, Tracking) • 3 points

EQUIPMENT

HEADQUARTERS: UNDERGROUND LAIR • 20 POINTS

Size Huge Tou 14 Features: Communications, Computer, Concealed, Deathtraps, Defense System, Dual Size (Small/Huge), Garage (robosaurus bay), Holding (Specimen) Cells, Isolated, Laboratory, Living Space, Power System, Security System

SKILLS

Athletics 4 (+10), Close Combat: Unarmed 4 (+8), Deception 4 (+8), Expertise: Science 9 (+20), Insight 6 (+12), Intimidation 4 (+10), Investigation 5 (+16), Perception 4 (+10), Technology 10 (+21), Vehicles 4 (+6)

of their civilization. The idea of cooperation or peaceful coexistence with humanity is entirely foreign to Cerebrus Rex; one might as well ask a hungry crocodile to peacefully coexist with a gibbering horde of monkeys.

POWERS & ABILITIES

Cerebrus Rex's saurian form makes him larger, stronger, and tougher than a human. He wears an exo-suit equipped with a variety of technology intended to allow him to survive visiting other worlds, but true to his name Cerebrus Rex's greatest ability is his brain, cybernetically enhanced even beyond the capabilities of his species. He is an inventive genius, capable of cobbling together earthly technologies to create far more advanced weapons and devices. His most common

ADVANTAGES

Eidetic Memory, Equipment 4, Languages 5, Improved Initiative, Improved Trip (tail attack), Inventor, Jack-of-all-trades, Move-by Action, Precise Attack (Close; Concealment), Ranged Attack 4, Startle

OFFENSE

INITIATIVE +4

- Dimensional Cascade — Ranged, Cone Area Damage 11
Spatial Shock — Perception Range, Affliction 12
Unarmed +8 Close, Damage 6 or Carnivore Teeth 8

DEFENSE

DODGE	10/6*	FORTITUDE	11
PARRY	10/6*	TOUGHNESS	12/6*
WILL	13	*Without Exo-Suit. Includes size modifiers.	

POWER POINTS

ABILITIES	62	SKILLS	27
POWERS	172	DEFENSES	24
ADVANTAGES	13	TOTAL	298

COMPLICATIONS

Alien: A Saurian from another Earth, Cerebrus Rex is alien in both appearance and outlook. He has difficulty moving unnoticed and is still learning about Earth history, culture, and customs.

Arrogant: Cerebrus Rex considers himself far superior to the "ignorant mammals" of this world, which sometimes leads him to underestimate their capabilities.

Motivation—Survival of the Species: Cerebrus Rex is looking for a new home for his people, and is willing to go to any lengths to secure their survival.

are "robosaurs"—robotic artificial dinosaurs he uses as shock troops to carry out his plans, and a dimensional controller built into his gauntlet, allowing him to warp the fabric of space and dimensions in various ways. He can release cascades of energy from other realms or produce a spatial distortion that stresses and shocks the target's systems. A similar dimension controlling device is installed into his lair, making it far more spacious on the inside than the outside, while still concealing it from casual inspection.

ALLIES

Cerebrus Rex forged an alliance with Professor Zed that allowed him to reach Earth, and he is willing to propose similar trades of knowledge and technology with others to further his own goals. However, the sinister saurian has no intention of upholding any agreements with ape

INVASION OF THE ROBOSAURS!

Cerebrus Rex needs to secure control over Earth in order to begin making it a suitable home for the survivors of his own race. His latest scheme focuses around his robosaur minions: Rex uses them to run "errands" and provide interference for those annoying mammalian heroes, but if he truly wants to conquer the world, he needs to be more ambitious.

So he begins with a small flock of robosaurs attacking a train making its way into the city. The heroes have to deal with the mechanical monsters and the damage they inflict to the track, the tracks, and possibly a bridge spanning a canyon or the like. During the confusion, a smaller robotic drone (little bigger than a chicken) escapes with the object of the attack: a data-drive extracted from a robot created by the Foundry and sent into the city for analysis by AEGIS cryptographers and engineers. The authorities can tell the heroes about the drive, and it's clear Cerebrus Rex has taken it, but not why.

Rex's next move is a feint: sending another pack of robosaurs, accompanied by a ranting hologram of himself, to attack AEGIS. While the heroes are distracted, a few "heavy lifting" robosaurs steal a shipment of refined metals and raw materials from the city pier, pushing the cargo containers through one of Cerebrus Rex's spatial warps. Once their work is done, any remaining robosaurs retreat through the same warps to escape from the heroes, or simply self-destruct, if an additional distraction is needed (or Cerebrus Rex thinks he can eliminate the heroes early on).

Cerebrus Rex's scheme is this: he plans to use the information he has acquired, along with his advanced otherworldly technology, to recreate the Foundry's ECHIDNA technology, an advanced robotic factory able to produce an army of robosaurs using only available raw materials. The twist is that the first generations of robosaurs will provide said materials by acting as "tech predators" and consuming them!

So the heroes face an invasion of robotic dinosaurs unleashed on the city, not directly attacking people but attacking and devouring cars, buses, streetlights, lampposts, and computerized billboards in a kind of unliving parody of predator and prey. The raw materials are broken down by nanotechnology and used to create new robosaurs. So after the heroes initially defeat the first wave of the mechanical monsters, they discover not only is there a new wave of robosaurs but the wreckage of the old ones is "regenerating" into even more!

In order to stop the robosaur invasion from spreading, the heroes need to find and shut down Cerebrus Rex's controlling robo-factory, hidden in the sinister saurian's lair. With his dimension warp technology, this can be virtually anywhere: feel free to borrow a favorite lair archetype from the *M&M Gamemaster's Guide*. Of course, the lair is also defended by various robosaurs as well as Cerebrus Rex himself, who fights to prevent the heroes from shutting down his creation.

If you want to add an extra twist or two to the adventure, Talos (*Freedom City* sourcebook, page 158) may take umbrage at Cerebrus Rex's theft of his technology. The Foundry may attempt to intervene, perhaps even forging a temporary alliance with the heroes to defeat Rex. Cerebrus Rex may also have bitten off more than he can chew in using Talos' technology, the robo-fac or later generations of the robosaurs may undergo a spontaneous "evolution" and become self-aware. In this case, the robots may not be interested in taking over the world so Cerebrus Rex's people can make it their new home. Instead, they reject the commands of their "master" and look to take over the world themselves! The heroes could find themselves working with Cerebrus Rex to defeat his own scheme!

primitives. He tells his erstwhile allies what they want to hear then, once he has what he wants, he turns on them.

ENEMIES

Unsurprisingly, Cerebrus Rex has made few friends on this Earth. He is hunted by the authorities and seen as a threat by anyone who values the survival of humanity. Even other megalomaniacs and would-be conquerors consider Cerebrus Rex a danger to their long-term plans.

HOOKS

Most of Cerebrus Rex's activities center around his primary goal: making Earth a suitable place for his race to survive and rebuild, and bringing the survivors from his parallel world through.

Dinosaur Bones: Cerebrus Rex is always in need of resources. Early encounters with him involve thefts of equipment, supplies, and technology, subtle and stealthy at first, but increasingly bold. As he builds more robosaurs, they do more of the work: literally tearing open buildings and picking up trucks and train cars to carry them off

before disappearing through a static warp portal back to their master's lair.

The Extinction Agenda: Eventually, Cerebrus Rex is ready to put his master plan into motion. To secure this Earth for the Saurian race, he must modify its environment and pacify or eliminate most of the Simian primitives inhabiting it. He may seek to fulfill both goals at once, such as rapidly accelerating global warming to increase ambient temperature and humidity levels, while also melting the polar ice and inundating Earth's coastal cities. Other schemes might include bio-agents aimed at reducing the human population or ways of seizing control of humanity and turning them into a new Simian slave force to modify the planet to suit their new Saurian masters.

Jurassic Plot: Cerebrus Rex is able to modify his dimensional technology for true time travel and uses it to change Earth's history, preventing the extinction of the dinosaurs and re-creating his own world-line here. The heroes break into his lair just in time to see the saurian scientist vanish through a collapsing temporal portal, but the time stabilization field around the lab is enough to protect them from the time-shift, leaving them the only modern humans not enslaved by the world's new



Saurian overlord. On the run from Cerebrus Rex's security forces and legions of robosaurs, they must find a way to travel back into the past and set things right.

ROBOSAURS

Cerebrus Rex uses advanced Saurian technology to construct a variety of robots in forms similar to Earthly dinosaurs. Two common types of robosaurs are a deinonychus ("robo-raptor") and a pteranodon ("robo-dactyl"), who's stat blocks are presented on this page.

Although not much smarter than actual dinosaurs, the robosaurs *do* have a degree of artificial intelligence, allowing them to react to circumstances beyond the parameters of their programming. Amongst other things, it means the robosaurs may act to carry out Cerebrus Rex's orders without his oversight once they've been given, and might even act to protect or rescue their master if he gets into trouble. Having a pack of robosaurs run interference is a good way for Rex to elude the heroes by slipping through a dimensional portal as well as a means of breaking the otherworldly mastermind out of prison, if you want to put him back into circulation.

You can create other robosaurs simply by adding construct traits—Immunity to Fortitude effects and mental effects and Protection in place of Stamina—to the dinosaur and animal archetypes given in the *M&M Gamemaster's Guide*.

DEINONYCHUS (ROBO-RAPTOR)

PL6

STR 4 STA — AGL 4 DEX 0 FGT 7 INT -4 AWE 3 PRE 0

Powers: Strength-based Damage 1 (Bite), Immunity 40 (Fortitude effects, mental effects), Leaping 1 (15 feet), Impervious Protection 5, Speed 2 (8 MPH), Senses 4 (Low-light Vision, Acute Smell, Tracking, Ultra-hearing).

Advantages: Improved Grab, Improved Initiative.

Skills: Perception 4 (+7), Stealth 2 (+6).

Offense: Init +8, Bite +7 (Close, Damage 5).

Defenses: Dodge 7, Parry 7, Fortitude —, Toughness 5, Will 3.

Totals: Abilities 18 + Powers 58 + Advantages 2 + Skills 3 + Defenses 6 = Total 87 points.

PTERANODON (ROBO-DACTYL)

PL5

STR 2 STA — AGL 4 DEX 0 FGT 6 INT -4 AWE 3 PRE 0

Powers: Strength-based Damage 1 (Beak), Flight 3 (16 MPH; Wings), Immunity 40 (Fortitude effects, mental effects), Impervious Protection 2, Senses 3 (Extended Vision, Low-light Vision, Ultra-hearing).

Skills: Perception 4 (+7).

Offense: Init +4, Bite +6 (Close, Damage 3).

Defenses: Dodge 8, Parry 6, Fortitude —, Toughness 2, Will 4.

Totals: Abilities 12+ Powers 51 + Advantages 0 + Skills 2 + Defenses 5 = Total 70 points.

CORTEX

REAL NAME: Henry Todd
OCCUPATION: Drug Lord
BASE: Emerald City

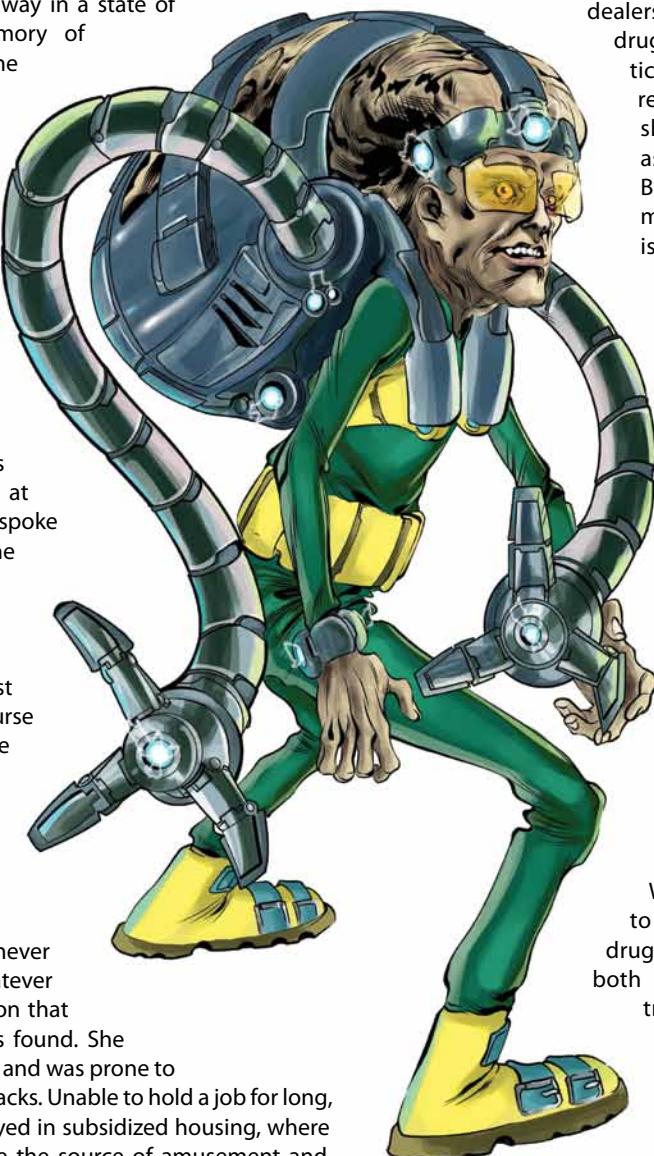
Cortex grew up in Black Pines, a small town south of Emerald City. His mother was a former mental patient, institutionalized after she was found wandering on the highway in a state of hysteria with no memory of who she was or how she had gotten there. The doctors determined that she was pregnant, and at birth little Henry seemed normal.

By the age of two, however, his head was already starting to show growth outstripping that of the rest of his body; he was also already reading at a college level and spoke several languages. As he continued to grow, so too did his frightening intellect.

Louisa Todd (given a first name by a caring nurse and taking her last name from the county hospital that had delivered Henry) tried to provide for and protect her son, but she was a weak and fragile woman that never recovered from whatever ordeal had placed her on that road the night she was found. She lacked marketable skills and was prone to incapacitating panic attacks. Unable to hold a job for long, she and little Henry stayed in subsidized housing, where her son quickly became the source of amusement and

target of ridicule for the neighboring children. He learned quickly and painfully that the world broke down into two fundamental categories of people: victims and victimizers. Henry Todd resolved that he would not remain a victim, no matter what it cost himself or others, especially others.

Early in life, he was exposed to drug dealers, their processes for making drugs, and their business practices... and he observed the respect and fear people showed these men, as well as the money they made. By the age of five he had mastered "kitchen" chemistry to the point where he could produce marketable merchandise using only cheap and legally obtained materials. Effective drugs bought him allies, who sold his drugs in the surrounding area. Money bought him better material to work with, and connections, both of which he leveraged to make more powerful merchandise. By the age of ten, he had manipulated a number of older teenagers into forming the first of many short-lived gangs used solely to front his product. Where money alone failed to motivate, he supplied drugs; where money and drugs both failed to sway, difficult to trace toxins crippled or eliminated. As he grew older, those who encountered Henry learned that it was very profitable to work for him, and very



PATERNAL MYSTERIES

The mystery of Henry Todd's father is left to the imagination and campaign needs of individual gamemasters. Was his mother abducted and experimented on by aliens? Did she escape some secret lab where research on the DNAscent process was being conducted? Cortex could simply be a mutant, or something far more sinister in pedigree.

In addition, perhaps his obsession with drugs, chemistry, and biological processes is part of some kind of instinctual "programming" of which he's unaware. For what purpose was he created and why has he been left, apparently, to his own devices for so long?

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
4/-1*	1	0	0	0	10	4	1

POWERS

Computer-Like Mind: Impervious Will 10; Quickness 10 (Limited to Mental Tasks Only); Senses 8 (Postcognition (Limited—Requires evidence to study), Precognition (Limited—To macro-scale trends)) • 19 points

Support Pod: Removable (-27 points) • 109 points total

Extendible Cyberarms: Elongation 1 (15 feet; Limited to Extra Limbs); Enhanced Strength 5 (Limited to Extra Limbs); Extra Limbs 2; Strength-based Damage 1 (Limited to Extra Limbs) • 9 points

Gravitic Pulse Generator: Enhanced Dodge 7; Flight 4 (30 MPH); Flight 3 (Distracting, Stacks with Flight (250 MPH)) • 18 points

Onboard Systems: Features 2 (Computer, Navigation Systems); Senses 4 (Analytical Auditory, Chemical, and Visual; Radio) • 6 points

Protective Fields: Enhanced Defenses 7 (Parry 7; Linked to Protection); Immunity 30 (Fortitude effects; Linked to Protection); Sustained Impervious Protection 12 • 61 points

Support Pod Weapon Systems: Array (40 points)

- **Pulse Blasters:** Ranged Multiattack Damage 12, Accurate 4 • 40 points
- **Explosive Gravity Wave Discharge:** Burst Area Damage 10 Linked to Burst Area Affliction 10 (Resisted by Dodge; Dazed, Prone), Alternate Resistance—Dodge, Limited Degree • 1 point
- **Neurotoxin Aerosol Dispensers:** Cloud Area 2 (30 feet) Affliction 10 (Resisted by Fortitude; Dazed, Stunned, Incapacitated), Subtle 2 • 1 points

SKILLS

Deception 10 (+11), Expertise: Business 6 (+16), Expertise: Drug Lord 8 (+18), Expertise: Pharmacology 10 (+20), Expertise: Science 10 (+20), Insight 6 (+10), Intimidation 4 (+5), Investigation 4 (+14), Perception 6 (+10), Persuasion 6 (+7), Technology 10 (+20), Treatment 8 (+18)

dangerous to work *against* him. By his early teens, Henry's mother had passed away gently in her sleep (with a little assistance) and he had disappeared from social service's records completely.

Todd took the name "Cortex" and used various inventions to portray himself as a "supervillain" simply because such beings held so much sway over certain elements of the criminal underworld. Over the past two decades, he built a sophisticated network of fronts, connections, and distributors so large it became a drug cartel all its own. Despite the fact that Cortex would rather stop designing drugs and instead follow his own interests into more esoteric research (still in the realm of biochemistry and organic engineering), his money and respect are both tied up with the cartel, so he continues to split his time between the two. However, in his mind, he now views the cartel as the source of money for his research, not the goal itself.

ADVANTAGES

Benefit 3 (Status: head of drug cartel), Benefit 4 (Multi-millionaire) Connected, Eidetic Memory, Equipment 10 (Underground Lair and 3 Abandoned Warehouses*), Inventor, Languages 5 (Japanese, Mandarin Chinese, Russian, Spanish, and a dozen others the GM can define), Well-informed

*See *Hero's Handbook*, page 179. These are secreted around the city and can be broken down and moved as needed.

OFFENSE**INITIATIVE +0**

Explosive Gravity Wave	Burst Area, Damage 10 and Affliction 10, Resisted by Dodge (DC 20)
Neurotoxin Aerosol	Cloud Area 2 (30 feet), Affliction 10, Resisted by Fortitude (DC 20)
Pulse Blasters+8	Ranged, Multi-Attack Damage 12

DEFENSE

DODGE	7	FORTITUDE	Immune
PARRY	7	TOUGHNESS	13
WILL	10	*Without Extendible Cyberarms	

POWER POINTS

ABILITIES	30	SKILLS	44
POWERS	128	DEFENSES	7
ADVANTAGES	26	TOTAL	235

COMPLICATIONS

Disability: Cortex's grossly overgrown cranium and brain are larger than the rest of his body. He needs artificial support for his head to keep his neck from breaking and would barely be able to crawl without its support.

Motivation—Power and Fortune: In the back of Cortex's mind, he is never very far from the roach-infested county-subsidized housing where he grew up hungry and ridiculed. Power and money are his security blanket and he can never have enough of either. He may find the cartel and its upkeep tedious now, but they are too necessary to discard.

Rival—The Labyrinth: Cortex has created many enhancement drugs and cutting edge bio-modification technologies. This has put him into competition with other fronts for the Labyrinth's DNAgent enterprises. Todd suspects there is more to his competition than is apparent, but is far from piecing together Taurus's involvement.

PERSONALITY

Henry Todd has no conscience or moral restraint. People and money are both just tools to be used and discarded as needed.

As Cortex, Henry doesn't aspire to world domination or other traditional manias associated with the villainous set. He simply wants to be left alone to pursue his research; however, he knows his kind of research usually provokes

THE CARTEL

Use various selections of Crime Lord, Gang Leader, and Thug from the Supporting Character archetypes (see *Hero's Handbook*, pages 217-218) to fill out the cartel's ranks when necessary. If in need of cannon fodder, Cortex doses a number of his hired guns with some of his enhancement drugs to create Enhanced Soldiers (see below). The treatments eventually kill the soldiers, but that's of no concern to Cortex.

Cortex believes that a melodramatic name for his organization would have been a juvenile diversion and made tracking down the organization's assets easier for the authorities. Members instead simply refer to the cartel as "this business" or "our people."

some form of interference from those with badges or costumes, and so he makes sure he has the resources and power base to deal with any such obstacles.

Cortex is coldly vicious when interfered with or confronted. He doesn't waste time with games or bluster or other egotistical displays unless he thinks such actions grant him some form of advantage. Though not a coward, Cortex is invested in his own personal safety above all else—he abandons facilities, people, and projects without hesitation if he has to choose between himself and them. He is a patient man and in his estimation, he can always get more "tools".

POWERS & ABILITIES

Cortex possesses superhuman intelligence. He can forecast the likely events of the future from current information and work out the past with the same certainty. Telepaths find it difficult to process his thoughts, granting him a degree of resistance to most forms of mental intrusion. His knowledge and mastery of the biological sciences knows few equals, knowledge he uses to develop and sell designer drugs ranging from horribly addictive narcotics to super-soldier treatments. Cortex's body is highly underdeveloped thanks to his cranial deformity, but the support pod he uses more than compensates as it is capable of protecting him from even most superhuman threats with its offensive and defensive capabilities.

HOOKS

Street War: A new narcotic Cortex is developing requires an unusual purifying system. He kidnaps a number of street people and induces comas in them so that he can use them as living filters. A number of these victims happen to be members of Pack-Rat's gang and the thieving super-

inventor takes it personally, resulting in Pack-Rat's people engaging in a guerilla war against Cortex and his drug cartel. The heroes have to intervene to save the lives of all the poor "components" in Cortex's new system, as well as stop the violence before it escalates out of control.

ENHANCED SOLDIERS

Enhanced soldiers are handpicked by Cortex to receive doses of enhancement drugs combined with a psycho-tropic or two in order to create powerful, fearless warriors who never question their orders. Some of these soldiers are chosen by Cortex because of their exemplary service, others have the treatments inflicted upon them as punishment. No matter why they receive them, repeated and prolonged treatments destroy the subject's health, leading to death.

ENHANCED SOLDIER

PL7 • 65 POINTS

STR 5 STA 6 AGL 1 DEX 1 FGT 5 INT 0 AWE 0 PRE 0

Powers: Chemical Enhancement: Enhanced Stamina 4, Enhanced Strength 4

Equipment: Assault rifle (Ranged Multiattack Damage 5), body armor (Protection 3), 17 points of other equipment

Advantages: Equipment 7, Fearless, Ranged Attack 4

Skills: Athletics 4 (+9), Expertise: Soldier 4 (+4), Expertise: Tactics 4 (+4), Intimidation 2 (+2), Perception 2 (+2), Vehicles 2 (+3)

Offense: Initiative +1, Unarmed +5 (Close, Damage 5), Assault Rifle +5 (Ranged, Multiattack Damage 5)

Defense: Dodge 5, Parry 5, Fortitude 9, Toughness 9, Will 1

Totals: Abilities 20 + Powers 16 + Advantages 12 + Skills 9 + Defenses 8 = 65

Complications : Quirk: Fanatically loyal to Cortex.

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Peyton Ramos <PeytonRamos1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Dakuwanga

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS RED/Highly Restricted

Sir,

Remember when Jaws came out and everyone was afraid to go into the ocean? Or the swimming pool? And even bathing made you nervous? At the risk of seeming unprofessional, that's how this thing makes me feel.

The creature known as Dakuwanga is a monster, pure and simple. I talked to some of the guys in Special Projects and they say it's some sort of ancient living weapon designed by the Atlanteans, but I'm working on getting more information based on, well, science. I've contacted some noted paleontologists and they say the creature has ties to various prehistoric fish, notably the Dunkleosteus (Dinichthys terrelli). I even have some folklorists on the case since this thing was apparently worshipped as a god by some island and coastal cultures. Hopefully further research will help spot some sort of weakness and aid in devising tactics to deal with it. Until then, I'm submitting what we have on the subject so far. It's not a pretty picture.

This thing is heavily armored, incredibly strong, and unbelievably vicious. It makes a Great White Shark seem like a puppy and there are reports of it shrugging off US Navy ordinance and engaging multiple superhumans at once. A policy of avoidance and study is recommended until we have more data. Whatever you do, don't engage Dakuwanga in the water unless you're equipped for underwater combat. Even then, I advise extreme caution and plenty of backup.

I also suggest strict media control on this for the time being. An unstoppable killer sea creature will cause a panic and bring out all sorts of crazies.

Sincerely,

Agent Peyton Ramos
Senior Security Analyst/Field Operative
AEGIS, District 5



DAKUWANGA

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS RED/Highly Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

DAKUWANGA

REAL NAME: Dakuwanga

OCCUPATION: Living Weapon

BASE: Mobile (Pacific Rim)

The creature known as Dakuwanga is one of a number of ancient Atlantean bioweapons created millennia ago. These weapons were created by mixing Atlantean DNA with that of prehistoric marine life—in the case of the Dakuwanga, the armored fishlike *Dunkleosteus*. The resulting remorseless nigh-unstoppable killers were unleashed by their masters against enemies, chiefly the Lemurians. Many of these battle beasts survived the fall of Atlantis, becoming weapons of mass destruction for the newly submerged kingdom.

Perhaps unsurprisingly, the creatures were too dangerous to control. Unwilling or unable to destroy their creations, the Atlanteans imprisoned them in the deepest ocean trenches. At times these beasts would escape their prisons to ravage the ecosystem and attack settlements undersea and on land. These incidents gave rise to various myths involving sea monsters and monstrous sea gods, particularly among the island peoples of the world. Over time, all these creatures were destroyed or too severely crippled to escape again. All save one, which came to be known as Dakuwanga.



Dakuwanga was imprisoned for centuries before his escape last year. His undersea prison vault was discovered after a recent undersea quake and opened by Trident (see **Trident**, page 160), who hoped to find lost Atlantean artifacts to aid in their plans. Discovering a living creature with a hunger for mass destruction was more than they were ready to deal with. Dakuwanga tore through the villains and swam off in search of more prey.

Since then, Dakuwanga has been sighted attacking coastal towns, ships, and other targets of opportunity. It has caused massive disruptions to marine ecosystems and shows no signs of stopping.

PERSONALITY

Dakuwanga is a being of pure aggression and hunger. It has no higher purpose, content to rampage and destroy. Its predatory instincts lead it to challenge anything that seeks to stop it. Dakuwanga acts just like what it is—a living weapon of mass destruction.

POWERS & ABILITIES

Dakuwanga is a powerful aquatic monster capable of thriving in the deepest ocean depths. It is incredibly strong and possesses a bite that can rend metal and stone. Dakuwanga is remarkably resistant to damage, capable of shrugging off massive attacks with ease. In the event of seemingly lethal damage the creature goes into a deathlike state until its regenerative abilities can restore it, rendering the beast functionally immortal. Ancient mental conditioning and Dakuwanga's aggressive single-mindedness make it surprisingly resistant to mental manipulation. It is also capable of identifying and tracking targets by scent.

TACTICS

Dakuwanga isn't the most accurate or skilled combatant, but it makes up for this with aggression and sheer power. Its high Toughness and Immunities allow it to use All-out Attack to boost its accuracy with little fear of being injured. The creature is rather inaccurate when using Power Attack,

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
16	16	2	-1	8	-1	1	2

POWERS

Aquatic Monster: Immunity 7 (Aging, Drowning, All Environmental Effects); Movement 1 (Environmental Adaptation: Aquatic); Senses 3 (Acute Smell, Low-light Vision, Tracking: Smell); Swimming 9 (250 mph) • 21 points

Armored Hide: Immunity 40 (Bludgeoning, Cutting/Piercing), Limited: Half Effect; Impervious Toughness 12; Protection 2 • 34 points

Massive Beast: Power-lifting 3; Growth 3, Innate, Permanent • 10 points

Powerful Bite: Strength-based Damage 2, Innate, Penetrating 8; Enhanced Advantage: Improved Critical 2 (Powerful Bite) • 13 points

Warbeast: Enhanced Advantage 1 (Diehard); Immortality 2; Immunity 30 (Will Effects), Limited: Half Effect; Regeneration 2 • 22 points

SKILLS

Athletics 4 (+20), Close Combat: Unarmed 2 (+10), Intimidation 12 (+15*), Perception 5 (+6), Ranged Combat: Throwing 7 (+6), Stealth 4 (+3*) *Includes Growth modifiers.

ADVANTAGES

All-out Attack, Close Attack 2, Daze (Intimidation), *Diehard*, Favored Environment (Aquatic), Favored Foe (Aquatic Beings), *Improved Critical 2 (Powerful Bite)*, Move-by Action, Power Attack, Takedown 2, Ultimate Effort (Bite Attack)

but should it hit, the effects are terrifying (23 Damage with a full Power Attack bite, 28 on a Critical!).

Though capable of acting on land, Dakuwanga prefers to engage opponents in the water where its Environmental Adaptation and Favored Environment give it an edge. Unless severely injured, it won't take the Defense bonus from Favored Environment, preferring to augment attacks instead. The monster also makes use of Daze (Intimidation) to unsettle targets.

ALLIES

Dakuwanga has no allies, though some Polynesian cultures worshipped the monster as a god or angry sea spirit and modern followers of these beliefs might try protecting or aiding it. However, Dakuwanga would be just as likely to attack these would-be followers as anyone else.

ENEMIES

Dakuwanga still possesses its original conditioning to destroy the enemies of Atlantis, especially the Lemurians. It will attack anything that appears to be of Lemurian origin. Millennia of imprisonment has also given the monster a deep primal hatred of its Atlantean masters. Trident would love to get their hands on Dakuwanga for a little payback following their defeat.

OFFENSE**INITIATIVE +2**

Powerful Bite +10	Close, Damage 18, Penetrating 8, Crit. 18-20
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Unarmed +12	Close, Damage 16
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DEFENSE

DODGE	10	FORTITUDE	20
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PARRY	10	TOUGHNESS	18
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WILL	6		
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POWER POINTS

ABILITIES	74	SKILLS	17
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POWERS	100	DEFENSES	21
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ADVANTAGES	11	TOTAL	223
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COMPLICATIONS

Motivation—Annihilation: Dakuwanga is an engine of destruction, it lives to devour and destroy. It cares for little else.

Hatred: Lemurians and Atlanteans.

Prejudice: Dakuwanga is a giant, scary monster.

HOOKS

Reality (TV) Bites: Kristin Keahi, an esteemed marine biologist and host of the cable nature show *Deep Blue World*, contacts the heroes. Something has been disrupting the wildlife along the Pacific Rim and she wants the heroes to help her track down and capture the creature for scientific study. She also wants to film the event for her show. The creature is of course Dakuwanga, preying on large marine life and causing the disruption. Even if the heroes follow the trail of mauled whales, mangled giant squids, and half-eaten great whites to track the beast, can they capture Dakuwanga and protect Ms. Keahi and her film crew?

Blood in the Water: The heroes are contacted by Lady Neptuna, an Atlantean noble (use the Aquatic Warrior Archetype from *Hero's Handbook*, adding Attractive and Benefit: Atlantean Nobility). Dakuwanga is attacking various Atlantean settlements and outposts and she needs help driving off the beast. Can the heroes help defeat a creature bred solely for war and save their undersea allies?

Terror from Below: Dakuwanga has located one of its last remaining broodmates. Succumbing to primal urges, the creatures mated and Dakuwanga's mate died laying the massive clutch of eggs that resulted from the union. These monsters now threaten the safety of all life in the ocean and number in the dozens. Use the Warrior Archetype from *Hero's Handbook*, with the Aquatic and Strong Warrior options to represent Dakuwanga's brood. Can the heroes stop an army of sea monsters before it's too late?

DEATH MAGNETIC

REAL NAME: Chelsea Lincoln

OCCUPATION: Former IT specialist, now criminal

BASE: Emerald City

Chelsea Lincoln did everything she was supposed to do. Her family never had much, and Chelsea always had to make do with what her parents were able to provide. She didn't have the latest fashions, or the most up-to-date cell phone, or even her own car, but her family did give her an understanding of the importance of hard work and doing your best. She applied herself to become an A student, earning a college scholarship to study information technologies. She worked hard in college to graduate with honors, and pounded the pavement to get an internship and later a job in Emerald City's tech sector. Along the way, she passed up the college parties, and the relationships that distracted from her goals. She was on the road to success, to achieving the life she deserved.

Then came the Storm.



Chelsea was taking a rare day out at Yellow Brick Row when the Silver Storm struck. In an instant, she was engulfed and transformed. She could feel the magnetic fields of the Earth, the flux created by masses of metal, the radio emissions from devices throughout the city... and her mind screamed under the sizzling energy of their signals. From deep within her, the feelings Chelsea had always buried, that she was barely even aware of, erupted to the surface. How she had denied herself for so very long, and for *what?* An apartment she could barely afford? Working harder than ever for middle management that couldn't appreciate her skills and saw her as just a dumb blonde? She didn't have to put up with that. She had power now. She could have it *all*. Meek and sweet Chelsea Lincoln was gone and sheer magnetic power took her place: Death Magnetic!

Chelsea's old life ended that day. She returned to herself in a cell, weeks later, watching and listening in horror to the evidence of the rampage she went on, to the things she did. It was like a nightmare. The doctors, they said it wasn't her fault, that her powers changed her, affected her brain. Her lawyers were able to enter an insanity plea, but it didn't make much difference: Chelsea would still be put away. She was a danger to society. So when agents from F.O.E. attacked the prison transport and broke open the power dampeners, she was almost glad to relinquish control to the power that surged back up from inside her. She couldn't cope any longer, but Death Magnetic could handle anything. She was strong, and she would not be imprisoned again.

PERSONALITY

Chelsea Lincoln has become a split personality due to the effects of her powers. Her ordinary self is a kind, hard-working, and bookish young woman, far removed from the life of a superhuman. Death Magnetic is the embodiment of all of Chelsea's repressed desires and traits, almost pure id: she is greedy, selfish, cruel, and resentful towards a world she feels denied her talents and treated her unfairly. She is contemptuous of Chelsea's weakness and frailty and refuses to be subsumed beneath her "sickening" and "cloying" persona.

Death Magnetic wants to enjoy a life of luxury and sensation, with acknowledgement for her power and capabilities. She's susceptible to flattery, and bristles at any challenge to her capabilities. She's enraged when denied her desires, or by the possibility of having to revert to poor, sweet Chelsea ever again.

POWERS & ABILITIES

True to her name, Death Magnetic can generate and control powerful magnetic fields. Initially, she used her power to cover her body in protective metallic armor (molded from nearby fragments of metal) and to grossly

DEATH MAGNETIC

PL11

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
3	4	4	3	4	4	2	3

POWERS

Altered Brainwaves: Enhanced Intellect 1, Enhanced Presence 1, Enhanced Stamina 2, Enhanced Strength 2, Impervious Will 12 (Limited to Mental effects) • 18 points

Magnetic Control: Array (24 points)

- **Magnetic Blast:** Ranged Damage 12, Dynamic • 25 points
- **Magnetic Manipulation:** Perception Ranged Move Object 11 (50 tons), Limited to Ferrous Metals, Dynamic • 2 points
- **Magnetic Pulse:** Burst Area Nullify Electronics 11, Simultaneous, Close Range, Dynamic • 2 points
- **Magnetic Wave:** Burst Area Damage 11, Dynamic • 2 points

Magnetic Flight: Flight 6 (120 MPH) • 12 points

Magnetic Sense: Senses 7 (Detect Magnetism, Accurate, Acute, Radius, Ranged; Direction Sense) • 7 points

Metallic Armor: Impervious Protection 8 • 16 points

SKILLS

Close Combat: Unarmed 3 (+7), Expertise: Computers 9 (+13), Expertise: Current Events 9 (+13), Ranged Combat: Magnetic Control 7 (+10), Technology 10 (+14)

ADVANTAGES

Improvised Tools, Inventor

manipulate ferrous metallic objects: she's capable of tossing a minivan through the air with her powers, and fond of using cars, dumpsters, lampposts, and similar objects as projectiles.

Time and practice have improved her powers somewhat, and Death Magnetic has learned to create blasts of sheer magnetic force, either in a concentrated beam or in an omni-directional burst all around her. She can also release a magnetic pulse that temporarily shuts down or shorts-out unshielded electronics nearby. Her Magnetic Control array is well suited to various power stunts based on her cunning manipulation of electromagnetic forces.

The same magnetic interference that causes Death Magnetic's psychosis appears to enhance her brain and nervous system; improving her intellect, strength, speed, and stamina. She is literally stronger and more "magnetic" a personality than Chelsea Lincoln, with a greater capacity for inventive applications of Chelsea's technical knowledge and skills. Death Magnetic can use her powers to assemble working devices out of collections of random parts simply by willing it, given enough time.

ALLIES

Death Magnetic has few allies, given her unstable temper and brittle ego. She's willing to work as a mercenary, if the pay is right and her employer acknowledges her power. Similarly, she's worked in partnership with other criminals to get what she wants, but makes it clear she's not looking to make

OFFENSE

INITIATIVE +4

Magnetic Blast +10 Ranged, Damage 12

Unarmed +7 Close, Damage 3

DEFENSE

DODGE	9	FORTITUDE	9
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PARRY	9	TOUGHNESS	12
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WILL	13		
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POWER POINTS

ABILITIES	42	SKILLS	19
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POWERS	84	DEFENSES	26
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ADVANTAGES	2	TOTAL	173
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COMPLICATIONS

Flux: Death Magnetic is an alternate personality created by the influence of Chelsea's magnetic powers. On occasion, her true personality can exert itself, particular if her powers are temporarily weakened or nullified.

Greed: Death Magnetic is motivated by a desire to have everything Chelsea was ever denied in life, and more.

Temper: Death Magnetic has a fierce temper, particularly when defied or denied what she wants.

friends. She's also not above using her looks to manipulate those who might be attracted to her (so to speak).

ENEMIES

Death Magnetic's enemies are anyone who is foolish enough to get between her and what she wants, especially anyone who wants to force her down into the darkness so that weak, simpering Chelsea can emerge again. If any heroes in your series were present during the Silver Storm (in the *Prologue to the Emerald City Knights* adventure series) then Death Magnetic may have particular dislike for those who first defeated and captured her.

HOOKS

We're All Mad Here: Death Magnetic steals various technological components that point towards a plan to build a powerful electromagnetic engine, able to emit a signal over a considerable distance. While it initially appears that she intends to amplify her already formidable powers, her actual plan for the device is to emit a signal similar to the electro-chemical inference created by her powers, essentially inducing a similar condition in the brains of everyone in a radius of several dozen miles. In essence, she plans to drive all of Emerald City just as insane as she is! The heroes have to find out where she's building the device and where and when she plans to activate it before it's too late.

SOLO VILLAINS

DOLLFACE

REAL NAME: Clarice Fairbridge
OCCUPATION: Technology Specialist
BASE: Emerald City

Clarice Fairbridge was born into a world of wealth and privilege. It was also a world of rigid expectations based on her gender, with no allowance for her genius or her desire to be anything other than a prize for some equally-wealthy young man chosen by her father as a suitable match. Clarice sublimated her need for rebellion through her childhood collection of dolls, using them to act out the desires denied to her. She looks back on the crippling horse-riding accident that cost her the use of her legs as a

pivotal moment—and an opportunity. After that, Clarice held little value to her family, who paraded her around the social circuit in her wheelchair as a display of their “charity” while her younger sisters moved on with the future once planned for her.

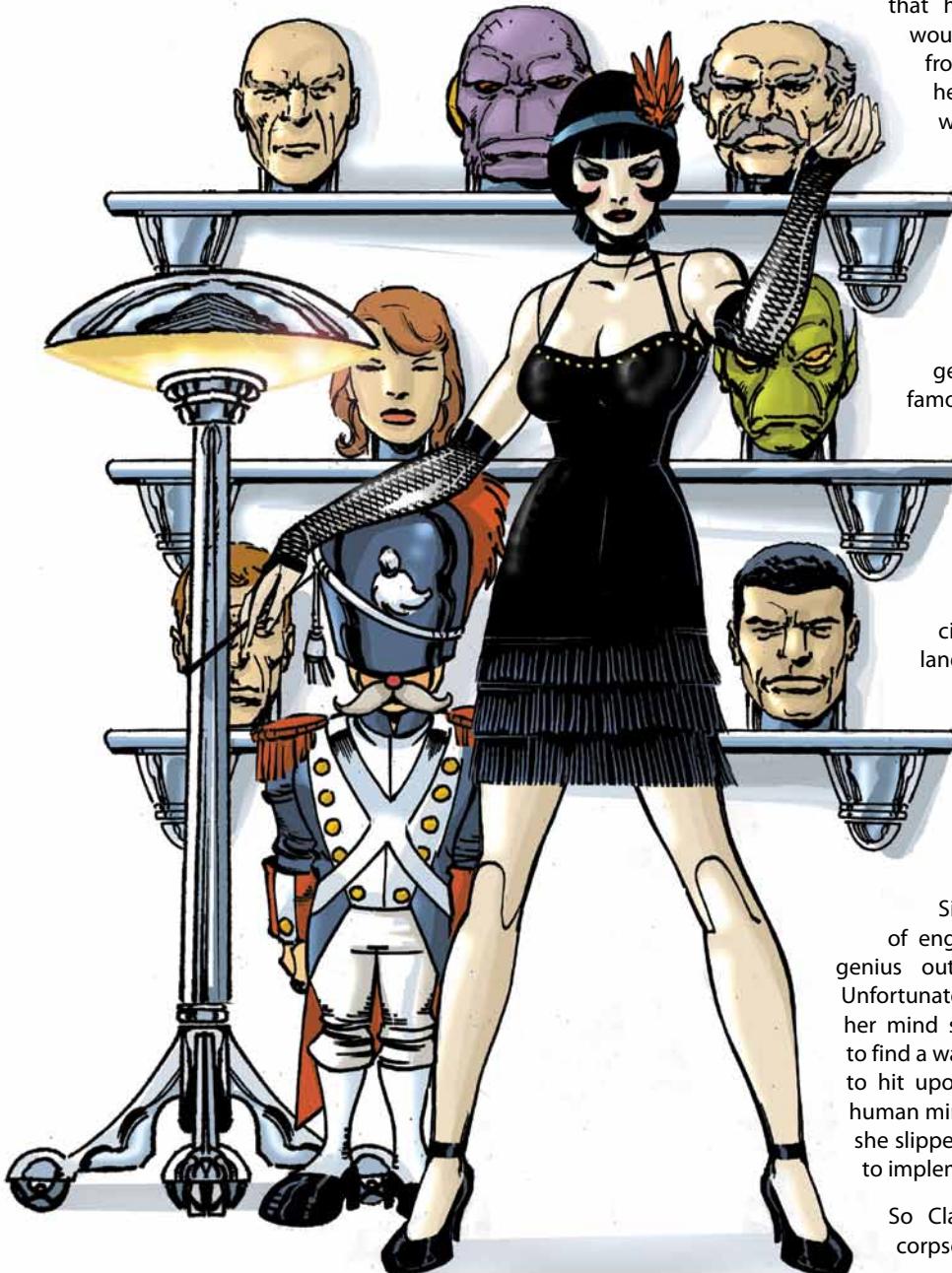
It was at one of these social events, a war-bonds fundraiser a few weeks after the attack on Pearl Harbor, that Clarice met her salvation: Lord Silas Hammersmith, a distinguished British gentleman and industrialist. Theirs was an immediate and powerful connection. Still, regardless of her disability or Hammersmith’s standing, Clarice knew her father would never permit her to marry a foreigner, particularly one with a prior marriage

that had ended in divorce. He would eventually prevent her from seeing Silas altogether if he caught even the slightest whiff of scandal.

When she voiced her fears to Silas, he confided in her his secret. The “distinguished gentleman” was a man of hidden depths, a mechanical and electronics genius who bedeviled the famous Doc Prophet in a never-ending duel of wits, hidden behind the proxies of his various robotic creations. The sport lost its appeal over time and he rarely spent time on it any more, especially now while his homeland was under attack from the Nazis. With Clarice’s assent, he faked her death and spirited her away to a new life.

For years, they were happy together, and Clarice blossomed under Silas’ tutelage in the fields of engineering and robotics, her genius outstripping even his own. Unfortunately, her health declined as her mind soared, and Silas struggled to find a way help her. She was the one to hit upon the means to capture a human mind in digital form but, when she slipped into a coma, it fell to Silas to implement.

So Clarice “awoke” to find two corpses in the laboratory: Silas’



STR	STA	AGL	DEX	FAT	INT	AWE	PRE
7	-	5	5	8	8	3	3

POWRES

Artificial Form: Immunity 30 (Fortitude Effects); Leaping 3 (60 feet); Protection 12, Impervious 8; Senses 12 (Direction Sense, Distance Sense, Infravision, Low-light Vision, Radio, Rapid Sight 4, Time Sense, Ultra-Hearing, Ultravision); Speed 4 (30 MPH) • 69 points

Digitized Intelligence: Enhanced Advantages 2 (Eidetic Memory, Fearless); Immunity 10 (Mental Effects; Limited to half effect, Quirk: Not against effects targeting technology); Quickness 8 (Limited to Mental Actions) • 10 points

Doll Collection: Immortality 12; Summon Duplicate 15 (Active, Heroic, Mental Link, Multiple Minions 4 (16 duplicates), Variable Type – Same personality but different appearances, Duplicate is as Dollface without the Doll Collection power or the Equipment and Minion advantages) • 221 points

Programmed Responses: Enhanced Advantages 12 (Close Attack 3, Improved Initiative 2, Ranged Attack 5); Enhanced Defenses 11 (Dodge 7, Parry 4) • 21 points

SKILLS

Acrobatics 4 (+9), Deception 5 (+8), Expertise: Computers 14 (+22), Expertise: Cybernetics 14 (+22), Expertise: Robotics 14 (+22), Insight 5 (+8), Investigation 4 (+12), Perception 6 (+9), Persuasion 6 (+9), Technology 8 (+16), Treatment 6 (+14)

ADVANTAGES

Eidetic Memory, Equipment 10, Fascinate (Persuasion), Inventor, Fearless, Minion 10, Well-Informed

OFFENSE**INITIATIVE +13**

Ranged Attack +10	Ranged, Damage varies
Unarmed +11	Close, Damage 7

body... and her own. Her mind now existed in a robotic shell, but the strain of the work had proven too much for Silas, and had passed on after putting the process in motion. The loss of her beloved combined with the shock of her new existence drove Clarice mad. She left her old life entombed with her old body and sought solace in the fantasy worlds that comforted her as a child... only now her "toys" were *much* more elaborate. Eventually, she moved her internal dramas into the real world, constructing the first of her many "proxies."

As "The Duchess," she and her robot henchman gave the original Raven quite a challenge. As the armored "Scuttlefish" she put the Sea King through many a trial. Over the decades she played behind a dozen different masks, contending with a number of different heroes, always operating by her own code of honor, just as her dear Silas had done. She's even tried on the hero's role a few of times, but tired of it quickly. At some point she also began operating directly, calling herself "Dollface" after Silas' term of endearment for her.

DEFENSE

DODGE	12	FORTITUDE	Immune
PARRY	12	TOUGHNESS	12
WILL	10		

POWER POINTS

ABILITIES	68	SKILLS	43
POWERS	321	DEFENSES	7
ADVANTAGES	23	TOTAL	462

COMPLICATIONS

Motivation – Safety and Intellectual Curiosity: Dollface lives to learn, but mostly, she lives to live. She is terrified of death and takes dramatic steps to protect her existence.

Obsession – Dolls and Playacting: The line blurs for Dollface between tools and toys, and she delights in losing days and sometimes weeks acting out the role of a new toy.

Obsession – Cutting Edge: Though she would never openly admit it, Dollface exults in being one of the best in the world at her chosen field.

Power Loss: Dollface's Duplicate power takes time to implement (hours or sometimes even days) and highly-complex equipment. Similarly, her Immortality represents the many back-ups of her body and personality. Blocking any form of electronic transmission from a given Dollface body at the moment of its destruction results in the loss of some memories in the next "incarnation."

Quirk—Honorable: On those occasions when Dollface is playing the part of the bad guy, she stringently adheres to an old-fashioned code of honor, giving sporting chances, keeping her word, showing courtesy to her opponents, and so forth. A game is no fun without rules, after all.

Quirk – Internal Disagreement: The many "incarnations" or "forks" of Dollface sometimes disagree. This can be problematic in the middle of a complex scheme, especially if the argument becomes intense.

After helping Motherboard develop the science behind the Cybertribe (see page 124), Clarice focused on the East Coast, giving her friend some "growing room" while causing headaches for Johnny Rocket and the Atom Family. Recently, however, Dollface has shifted her attention back to Emerald City, as the Chessmen operating there inadvertently discovered one of her hidden caches of equipment, stealing the lot; a personal affront, in Dollface's eyes, that must be answered.

PERSONALITY

Dollface is a complex person, although "personality" might be a better term. At her core she remains proper, genteel, and dignified Clarice Fairbridge. She still identifies as female (and a lady at that) regardless of her outward form, but even at the best of times, Dollface's grasp on reality is tenuous, shifting between present events, memories of times past, the pretense of a new

WELCOME TO THE DOLLHOUSE

Dollface used many aliases over the years, and at any time may be active as a half-dozen different selves. Heroes in different cities can face more than one Dollface simultaneously, and no two contests are ever likely to be the same, even if they appear to be the same opponent. In addition to the identities mentioned previously, the following are a few of her current aliases and an old favorite.

ARACHNE, QUEEN OF THE WORLD WIDE WEB

ARACHNE operates off and on with F.O.E. Presenting herself as an *entirely* digitized persona (her associates have never seen a physical body) that uses computers and communications networks as her playground, similar to (and using some of the same technology behind) Digital Demon from the Cybertribe. The ARACHNE identity plays as a spoiled debutante: young, petty, somewhat naïve, and vain. For ARACHNE, allocate the duplicate's excess points to a Noticeable Remote Sensing effect limited to a computer medium, a Communication effect limited to computers, and a Distracting Affliction like Mind Control, but Limited to computer descriptors.

BLACK BOX

A gruff male cyber thief with a Slavic accent, Black Box appears to be a cyborg and displays a broad sensor suite (including the ability to read magnetic storage media from a distance), an apparently limitless capacity to download and store electronic data, and a knowledge base as peerless as it is expensive for clients to consult. Allocate points to Analytical Senses of various types, a Feature effect representing massive storage capacity, and a combination of the Jack-of-all-trades Enhanced Advantage combined with Enhanced Intellect with the Quirk that it only works with skills.

C.H.R.O.M.E. (CYBERNETIC HIGH RISK OPERATIONS MOBILE EXOFRAME)

C.H.R.O.M.E. is one of Dollface's rare heroic personas (the only one currently), supposedly a woman in stylized power-armor. What information she has shared with other heroes leads them to believe the suit is a prototype for rescue operations and she is dependent on it for mobility because she was injured by SHADOW in their attempt to steal the prototype. Allocate points to Enhanced Strength, Flight, and an array with a Ranged Stun Affliction effect (a taser), a Nullify Fire effect (extinguishers), and a Healing effect Limited to Objects ("Repair Nanites").

IRONSACLE, THE CLOCKWORK DRAGON

As Ironscale, Dollface acted as a sort of challenging mentor to a young Chase Atom, leading him into a series of adventures he remembers fondly. It also allowed Dollface to work out some of her maternal issues. Ironscale was a Large draconic construct, heavily steampunk in design—all iron- and brass-colored with complex gears and clockworks, heavy iron plating and ribbing, pistons and pneumatic pumps, and so on. Allocate points to Growth 4 (Innate, Permanent), Strength-based Damage (claws), a Cone Area Damage effect (flame breath), and Flight.

STRONGARM

Strongarm claims to be a stormer, male, four-armed and immensely strong. A simple and straight-forward mercenary who puts his brawling talents to work for the highest bidder. Allocate points to Enhanced Strength, Power-lifting, Extra Limbs 2 (second set of arms), and Regeneration.

role, and even the complex stories playing out in her mind. Or, more properly, *minds*, since Dollface often exists in multiple copies simultaneously, each communicating back and forth, each with the same perception issues in play; add complex layers of roleplaying and disassociate behavior, and you are left with an unpredictable, temperamental mind whose actions are difficult to predict in any of her forms.

One constant, other than honing her technological craft, is Dollface's love of playacting. With the tools at her disposal she has expanded on the fantastical "dollhouse plays" of her early life, writ large through the use of animated and semi-autonomous participants or multiple versions of herself performing the parts in self-evolving fictions played out in reality. Dollface has repeatedly immersed herself in storylines with both her creations and real people. Only she has ever known the "script" to

these internal fantasies and at any given time an unwitting participant may be playing a part.

POWERS & ABILITIES

Dollface is a digital consciousness housed in an android body. Her android frame is stronger and more durable than a human body and possesses numerous internal electronic systems. Additionally, Dollface is a brilliant cyberneticist capable of designing and constructing robots or androids with incredible abilities, even simulacra that can mimic real people almost perfectly.

Over the years, she has built and hidden various back-up bodies in secret locations all over the world, with the destruction of her current body triggering the transference of her consciousness and memories into a new

form. These bodies are normally copies of her favored "look," but can be entirely different in appearance. She may also have multiple bodies active at once, each with a copy of her personality and memories. These "forked" copies are separate individuals and may obey their progenitor while (loudly) disagreeing with her or even acting as if they were not the same personality as the original Dollface.

A copy active at the same time as the primary housing possesses the same traits as the original other than the **Doll Collection** power, but in the place of the duplication may exhibit additional traits. In game terms, Dollface's duplicates have an additional 40 power points of unallocated traits, including the equivalent of Morph 1, all with the limitation that they are permanently allocated at the time of that copy's creation. These can represent structural changes (such as the larger-than-human steampunk dragon form of Ironscale, complete with claws and flame breath) or internal systems (such as Black Box's sensor suite and computer interface technology), but always have the technological descriptor. These forms have room to add combat trait increases before hitting Dollface's PL limit (which is skill-based as her traditional form falls well short of those limits in terms of combat traits).

Dollface is always able to communicate with her duplicates as the "switchboard" in a communal mind-network.

Her Minion advantage represents whatever animated toys or computerized servants she may have around at any given times (use the robot archetypes from the Construct section of the *M&M Hero's Handbook* and *M&M Gamemaster's Guide*). Her Equipment advantage covers the various hideouts she uses (choose the examples in the *Hero's Handbook* and *Gamemaster's Guide* as suits the story).

ALLIES

Aside from her eccentricities, Dollface is a fairly likable sort and has cultivated a number of friends over the years, mainly technological outcasts she has aided (as Silas helped her) who feel indebted to her. The Cybertribe, for example, owe her their lives. Due to her interaction with him as Ironscale, Dollface is fond of Chase Atom and he returns the affection, though he has no idea of the true nature of his sometime childhood friend.

ENEMIES

Most of Dollface's enemies don't even know it, as she has faced them from behind some robotic guise or another. Dollface (as opposed to her other personae) is wanted by the authorities for crimes such as theft, corporate espionage, and the creation and sale of illegal or regulated technologies. She dislikes Talos and his Foundry—taking a perverse delight in thwarting their ambitions—and, after the Chessmen stole from her, the Grandmaster earned her contempt as well.

HOOKS

And Now It's My Move...: After spending some time studying the Chessmen and analyzing the Grandmaster's technology and tactics, Dollface implements a punishing agenda to make him pay for offending her. The heroes get drawn in as the violence escalates into open confrontations between the two foes throughout the city, keeping in mind that both Dollface and the Chessmen can be in multiple places at once.

Shall We Play A Game?: One or more of the heroes pique Dollface's interest and she constructs an elaborate interactive fiction with the heroes as the *dramatis personae*. After a confusing and trying set of experiences, the heroes realize a number of the people (perhaps even those who the heroes thought were their opponents) are actually androids, and that the whole world has become their stage.

Action Figures: Need an origin for a new robot, android, or cyborg—hero or villain? Then Dollface is an excellent maker of such new "toys". Clarice has a soft-spot for the outcast, the oppressed, and the disabled, and has been known to use her skills and techniques to help them when the spirit moves her. Indeed, her work may be so complete the new character does not even know he or she actually originated in a lab; imagine a new hero's shock when damage in combat reveals he is actually an android!

Will the Real Dollface Please Stand Up?: A technical glitch causes a cascading personality error throughout all extant copies of Dollface's personae. No longer simply independent-minded, now all copies are actively hostile to one another, starting a series of violent conflicts between the different copies as they struggle to eliminate the others and become the only "real" Dollface.

MUTANTS & MASTERMINDS

DOCTOR AZOTH

REAL NAME: Amir ibn-Azoth al-Khem

OCCUPATION: Alchemist

BASE: Mobile

Long ago in the city of Alexandria in Ottoman-controlled Egypt, an orphan boy named Amir attempted to steal from the home of an old miser. Everyone else in the city was afraid of the old man, but Amir braved the walls of



his home and crept into a window. He was shocked when one of the statues in the house came to life and grabbed him! Held in the unyielding stone grip, Amir came face to face with the house's owner, an old sorcerer and alchemist. Intrigued by the boy's audacity and courage (if not his foresight), the older sorcerer questioned Amir and made him an offer: he was seeking an apprentice in his arts, and thought the boy might suit. If Amir swore oaths to him, then the sorcerer would teach him secrets greater than he could imagine.

Amir agreed, and so began his study of the ancient arts of astrology, divination, sorcery and, especially, alchemy. The Islamic world was the greatest flowering of the alchemical arts the world had ever seen, and Amir's master owned many tomes and scrolls containing the secrets of the art. Unfortunately, Amir quickly learned, his master was not so great a sorcerer or alchemist as many supposed. Indeed, much of his "mastery" came from talismans and items he'd acquired over the years, but did not fully understand. When Amir attempted to offer his observations, he was beaten and punished for his impudence. So he kept his observations to himself but studied harder than before. He did the work that pleased his master but, in his own time, when his master slept, he studied what interested him. He unlocked some of the secrets of the encoded tomes and scrolls.

When Amir's master learned the extent of his apprentice's potential, it frightened and angered him. He confronted Amir and their heated argument led to a vicious attack from the old man. Amir defended himself, and his frail old master perished, having broken their agreement, thus freeing Amir from his oath. The apprentice became the master of the house and of his old mentor's possessions and secrets, but quickly exhausted what he could learn from them.

So Amir, later known as Amir ibn-Azoth al-Khem ("Amir, father of life, of [the Black Land] of Khem") began to travel the world, seeking and learning more and more secrets of the Art of Alchemy. He entertained and advised the courts of sultans and potentates across Asia Minor, Europe, and parts of Africa. In time, he mastered the greatest secrets of his art, including the Elixir of Life itself. The mysterious "Azoth" was seen in public less and less, and even then covered in flowing Arabian robes. Rumors and legends

DOCTOR AZOTH

PL12

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
0	4	0	2	4	6	4	3

POWERS

Alchemical Formulae: Array (36 points)

- **Cloud of Confusion:** Ranged Cloud Area Affliction 12 (Resisted by Will; Impaired, Disabled, Incapacitated) • 36 points
- **Explosive Flask:** Ranged Cloud Area Damage 12 • 1 point
- **Obscuring Cloud:** Cloud Area 2 (30 feet) Concealment Attack 4 (All Visual) • 1 point
- **Somnolent Mists:** Ranged Cloud Area Affliction 12 (Resisted by Fortitude; Dazed, Stunned, Incapacitated) • 1 point
- **Universal Solvent:** Weaken Toughness 12, Affects Objects • 1 point
- **Wall Powder:** Create 12, Continuous, Innate, Limited to Barriers • 1 point

Elixir of Life: Immortality 10; Immunity 11 (Aging, Life Support); Regeneration 5 • 36 points

SKILLS

Close Combat: Blades 2 (+6), Deception 6 (+9), Expertise: Alchemy 14 (+20), Insight 8 (+12), Intimidation 4 (+7), Investigation 10 (+16), Perception 8 (+12), Persuasion 6 (+9), Ranged Combat: Throwing 6 (+8), Sleight of Hand 6 (+8), Stealth 4 (+4), Treatment 8 (+14), Vehicles 4 (+6)

ADVANTAGES

Artificer, Close Attack 3, Defensive Attack, Defensive Roll 3, Jack-of-all-trades, Languages 5 (English, Farsi, French, German, Greek, Latin, Spanish, and several others, Arabic native), Second Chance (Expertise: Alchemy checks), Seize Initiative, Set-up, Well-informed

swirled around him, until he vanished into their midst, considered little more than a folk tale or figure of metaphor by most.

In truth, Azoth continued his studies and his work, seeking the ultimate secrets: control over matter and life itself. He learned and taught Promethean arts of reanimation in Europe, and later cooperated with the Nazi Thule Society, securing the Third Reich's cooperation and an unlimited supply of test subjects (and certain occult artifacts and materials).

PERSONALITY

The conniving young boy who once haunted the alleys of Alexandria has been replaced by an aloof and arrogant figure who considers most others his intellectual inferiors. Doctor Azoth is driven by an unquenchable thirst for knowledge, and the power that comes with it. His ultimate goal is the alchemical transmutation of his own spirit to attain godhood, apotheosis. With true immortality and limitless power, he will remake the world into a paradise, with himself as God of this new Eden.

OFFENSE

INITIATIVE +0

Cloud of Confusion —	Ranged, Cloud Area (Dodge DC 22), Affliction 12 (Will DC 22)
Explosive Flask —	Ranged, Cloud Area (Dodge DC 22), Damage 12
Somnolent Mists —	Ranged, Cloud Area (Dodge DC 22), Affliction 12 (Fortitude DC 22)
Unarmed +7	Close, Damage 0

DEFENSE

DODGE	10	FORTITUDE	11
PARRY	8	TOUGHNESS	7/4*
WILL	13	*Without Defensive Roll.	

POWER POINTS

ABILITIES	46	SKILLS	43
POWERS	77	DEFENSES	30
ADVANTAGES	18	TOTAL	214

COMPLICATIONS

Fading Life: The effects of Azoth's Elixir of Life must be renewed from time to time and the renewal period comes more quickly with each use.

I Must Know!: Doctor Azoth is driven by a thirst for knowledge—arcane knowledge in particular—above all else.

Doctor Azoth cares nothing about individual lives; his immortality has rendered most people a meaningless blur, and his power to create "life" places him above mere mortals. He cares about his own life a great deal, however, and will go to any lengths to safeguard it.

POWERS & ABILITIES

Doctor Azoth is one of history's greatest alchemists, master of the mystic science of producing magical results using otherwise mundane materials in accordance with occult formulae. Among his many techniques include the creation of the Elixir of Life which has sustained him for centuries and the production of homunculi, artificial servants possessed of intelligence and supernatural powers of their own. Doctor Azoth is also able to produce various potions, powders, and other alchemical creations with a wide range of effects, and keeps a number of them on his person at all times. His Alchemical Formulae array is suitable for any number of power stunts and his Expertise skill is sufficient for the routine creation of items worth up to 20 power points.

His centuries-long life has also honed Amir ibn-Azoth al-Khem's keen intellect and given him time to develop a wide variety of skills.

ALLIES

Doctor Azoth has no allies, only servants. In the past, he has worked with despots and madmen in exchange for laboratories and test subjects, but no longer. He prefers to follow his own will rather than having to deal with so-called “patrons” demanding results. Doctor Azoth’s homunculi are his primary agents, used to acquire needed materials, and acting as bodyguards, emissaries, and even companions, simply so the brilliant doctor has an audience to hear about his latest scheme.

ENEMIES

Doctor Azoth is proud of having outlived most of his enemies, although he remains on the hit-list of some Nazi-hunters, one of their almost-mythic final targets. He’s been known to make enemies of those who have some valuable material or information to steal, or those who simply do not wish to see the mystical or alchemical arts abused by a power-mad megalomaniac.

HOOKS

The Minion Maker: Doctor Azoth is well-suited to set up shop creating various new homunculi and other creatures for sale to anyone able to meet his price. So if a criminal or villain in your series needs a giant monster, or some super-powered servants for a particular job, Doctor Azoth can provide. He may also offer alchemical “enhancements,” giving ordinary people super-powers, temporarily or on a more permanent basis, depending on the needs of your series (and Azoth’s clients). The Silver Storm in Emerald City (see the *Heroes Journey* adventure “Emerald City Knights”) may serve to draw Doctor Azoth to the city and help inspire him in his creations. Should he find a way to replicate its effects alchemically, then Heaven (and the heroes) help the city.

New Brews: Doctor Azoth finds a useful new means of testing some of his alchemical brews: peddling them in the city as “designer drugs!” Some are batched with real narcotics to conceal their presence while others are sold to various crime lords as ways of enhancing their foot-soldiers to deal with new challenges (like the heroes). Suddenly, every goon with a backer has a “magic potion” giving him super-strength, super-speed, or worse. Of course, some of these formulae are short-lived or have unpleasant side effects. Azoth’s new sideline can make him allies in the criminal underworld as well as enemies in the form of rivals like Cortex (see page 24 for more information).

Homunculus Harvest: Doctor Azoth sets his Homunculi to gathering necessary ingredients for his latest experiment. This may involve the theft of exotic or hard-to-obtain materials or some poaching in places best left alone. For example, the Homunculi might raid a scientific lab or gem and mineral show, steal from a zoo or botanical garden, or even enter some lost ruin or the heroes’ own headquarters to acquire something. Should they be in need of a fast retreat, Doctor Azoth may have used

his Artificer advantage to equip them with a potion to create an obscuring mist (like his own Obscuring Cloud power) or a powder to teleport them away when it is spread in a ring around them.

THE HOMUNCULI

One of Doctor Azoth’s greatest achievements is his mastery of the alchemical art of crafting *homunculi*, artificial life-forms with various superhuman capabilities. Azoth has experimented with a number of techniques over the centuries and learned various secrets to produce his creations. Most homunculi are relatively short-lived: little more than mindless monsters designed for a single task or purpose. Some, however, are permanent, and serve their creator as his bodyguards, agents, and faithful emissaries. Since the Homunculi are not true living beings, they have none of the concerns of mortal flesh and do not eat, sleep, or even breathe, making them ideal servants.

As the Homunculi are not truly alive, they cannot truly die. They become “inert” if they suffer enough damage, and can even be physically destroyed, but Doctor Azoth can repair and even resurrect them with an alchemical rite and sufficient ingredients (a ritual for a Healing effect with the Resurrection extra). You can assume this as a plot device in between adventures and such, if Azoth ever needs to restore any of his servants.

Note that all of the Homunculi have the Interpose advantage (*Hero’s Handbook*, page 86) and use it to protect their creator Doctor Azoth from harm. Man-Drake is the most likely to do this, and may also do so to protect Petra or Takwin, if necessary. Petra likewise uses Interpose to protect Takwin, if she sees a need, whereas Takwin rarely interposes himself: only to protect Doctor Azoth and only if his two fellow Homunculi are unable to do so.

MAN-DRAKE

Man-Drake is Doctor Azoth’s first, and simplest, servant, crafted from arcane roots and special formulae, grown to monstrous size and imbued with enough intellect to understand and obey its master. Man-Drake is a roughly humanoid form of woody plant matter, standing some nine feet tall, with a broad, powerful “build” and a pair of leafy “wings” spreading from its back which magically allow it to fly (in sheer defiance of aerodynamics) and a vaguely dragon-like “head” in spite of having no true brain, skull, or sensory organs. Man-Drake is tremendously strong and capable of emitting a cloud of poisonous pollen spores from its “mouth” able to incapacitate most creatures (but not Doctor Azoth or the other Homunculi, who are immune).

Man-Drake is capable of rumbling, broken speech, although it only speaks when necessary or commanded to do so. It has a psychic connection with Doctor Azoth, allowing the alchemist to command Man-Drake from afar and know what it knows; the other Homunculi are well aware their master can be watching them via Man-Drake at any time.

MAN-DRAKE**PL11 · 155 POINTS****STR 14*** **STA 10*** **AGL 0** **DEX 0** **FGT 8** **INT -2** **AWE 3** **PRE 0**

Powers: **Artificial Form** (Immunity 11 (Aging, Life Support); Impervious Toughness 12; Protection 4); **Large** (Growth 4, Innate, Permanent); **Limited Mind** (Immunity 30 (Will effects, Limited to Half Effect)); **Poison Breath** (Cone Area Affliction 10 (Resisted by Fortitude; Dazed, Stunned, Incapacitated)); **Psychic Connection** (Senses 1 (Mental Communication Link with Doctor Azoth)); **Wings** (Flight 4 (30 MPH), Wings)

Advantages: Diehard, Fearless, Interpose

Skills: Intimidation 4 (+6)*, Perception 4 (+7), Ranged Combat: Throwing 6 (+6), Stealth 0 (-4)*

Offense: Initiative +0, Poison Breath — (Close, Cone Area, Dodge DC 20, Affliction 10), Unarmed +8 (Close, Damage 14)

Defenses: Dodge 6*, Parry 8*, Fortitude 12, Toughness 14, Will 10
*Includes Growth modifiers.

Totals: Abilities 50 + Powers 76 + Advantages 3 + Skills 7 + Defenses 19 = Total 155

Complications: **Inhuman:** Man-Drake is a monster to behold.
Loyalty: To Doctor Azoth.

PETRA**PL10 · 153 POINTS****STR 6** **STA 10** **AGL 0** **DEX 0** **FGT 6** **INT 0** **AWE 1** **PRE 1**

Powers: **Malleable** (Strength-based Damage 4, Variable Descriptor: Elemental Weapons; Elongation 3 (60 feet); Morph 2, Limited to Shape Only, Obvious); **Mental Resistance** (Immunity 30 (Will effects, Limited to Half Effect)); **Metamorphic** (Flight 3 (16 MPH), **AE:** Swimming 6 (30 MPH); Insubstantial 2, Progressive, **AE:** Impervious Toughness 10, Sustained); **Suffocating Form** (Shapeable Area Affliction 10 (Resisted by Fortitude; Dazed, Stunned, Incapacitated), Variable Descriptor: Chemical Effects); **Unliving** (Immunity 11 (Aging, Life Support); Impervious Protection 2)

Advantages: Diehard, Fast Grab, Interpose, Prone Fighting

Skills: Close Combat: Unarmed 4 (+10), Insight 4 (+5), Perception 4 (+5), Ranged Combat: Throwing 6 (+6)

Offense: Initiative +0, Suffocating Form — (Close, Shapeable Area, Affliction 10, Dodge DC 20,), Unarmed +10 (Close, Damage 10)

Defenses: Dodge 8, Parry 8, Fortitude 11, Toughness 12, Will 9

Totals: Abilities 48 + Powers 73 + Advantages 4 + Skills 9 + Defenses 19 = Total 153

Complications: **Loyalty:** To Doctor Azoth. **Obsession:** Petra longs to be human)

PETRA

Doctor Azoth's second, more sophisticated, creation is Petra (meaning "rock"), a humanoid statue imbued with alchemical power and a semblance of life. In her normal form, Petra looks like a rough sandstone statue of a woman, but she can transform the substance of her body into other elements, becoming as hard as diamond or steel, a gaseous mist (from helium to argon), burning phosphorus, and various others. She can also alter her shape to a limited degree, stretching out her limbs, for example.

Petra is far more intelligent than Man-Drake and possessed of a human-like spirit. So much so, in fact, that she longs to be human, even if it means putting aside her powerful and immortal body. Doctor Azoth cares nothing for this goal, however, and has no wish to lose a servant as useful as Petra, and she knows this. Compounding her desire is a more than sisterly affection for Takwin, which her fellow homunculus does not return or even seem to notice.

Petra's Malleable and Metamorphic powers are well-suited for various power stunts related to transforming into exotic or unusual elements, particularly those able to target an opponent's known weaknesses. If



a foe is vulnerable to silver or some strange radioactive mineral, for example, Petra might turn her hands into that substance (invoking the hero's Vulnerability complication).

TAKWIN

Takwin (an Arabic term for the creation of life through alchemy) is Doctor Azoth's crowning achievement in the creation of Homunculi: a figure of artificial flesh and blood who is not only indistinguishable from a true human being (barring some mystical means of detection), he is capable of assuming different human appearances, remolding his alchemical flesh at will.

Takwin is a physically perfect specimen: a skilled acrobat, athlete, and fighter, who serves as Doctor Azoth's prime emissary to the outside world, able to become virtually anyone and go anywhere. Indeed, the Doctor's contacts often think he has many servants, not knowing they are all actually Takwin. When he expects combat, Takwin carries a scimitar of alchemical steel. In more covert circumstances he conceals a handful of small crescent-shaped throwing blades within his own body using his metamorphic powers.

In his "default" form, Takwin looks like a handsome Arab man in his early 20s. He's known to slightly vary details like his hair length, facial hair, and eye color to suit his whims. At will, he can look like virtually anyone, even alien looking humanoids. He has been known to impersonate Doctor Azoth and his fellow homunculi in order to confuse their enemies, and may also adopt the guise of a foe in order to distract or strike at their allies.

TAKWIN

PL9 • 198 POINTS

STR 4 STA 4 AGL 6 DEX 5 FGT 8 INT 1 AWE 5 PRE 3

Powers: **A Thousand Faces** (Morph 3 (Humanoid Forms); **Artificial Life** (Immunity 11 (Aging, Life Support)); **Mental Resistance** (Immunity 30 (Will effects, Limited to Half Effect))

Equipment: Scimitar (Strength-based Damage 3), crescent blades (Ranged Multiattack Damage 2)

Advantages: Accurate Attack, Attractive, Defensive Roll 3, Eidetic Memory, Equipment 2, Evasion, Hide in Plain Sight, Improved Aim, Improved Disarm, Improved Initiative, Interpose, Languages 2 (English, Spanish, Arabic native), Move-by Action, Ranged Attack 4, Redirect, Set-up, Uncanny Dodge, Weapon Bind

Skills: Acrobatics 8 (+14), Athletics 10 (+14), Close Combat: Blades 3 (+11), Deception 10 (+13), Insight 6 (+11), Intimidation 4 (+7), Investigation 6 (+7), Perception 6 (+11), Persuasion 8 (+11), Ranged Combat: Throwing 3 (+8), Sleight of Hand 8 (+13), Stealth 10 (+16), Vehicles 4 (+9)

Offense: Initiative +10, Crescent Blades +12 (Ranged, Multiattack Damage 2), Scimitar +11 (Close, Damage 7), Unarmed +8 (Close, Damage 4)

Defenses: Dodge 11, Parry 11, Fortitude 9, Toughness 7/4*, Will 9
*Without Defensive Roll.

Totals: Abilities 72 + Powers 41 + Advantages 25 + Skills 43 + Defenses 17 = Total 198

Complications: **Inhuman:** Takwin is far less human on the inside. **Loyalty:** To Doctor Azoth.

If Takwin were a human being, he would be classed as a sociopath: utterly without empathy for others, interested only in how he can manipulate them and better serve his master. He has a cat-like cruel streak, which Doctor Azoth reins-in most of the time, allowing Takwin to "play" when it suits him.

THE ALCHEMICAL ARTS OF AZOTH

Doctor Azoth's alchemical skills make him an excellent plot device when it comes to creating new menaces for your series. The devilish doctor can create both a wide range of monsters as well as different alchemical spells and artifacts to trouble the heroes, and the process of creating them can provide valuable clues as Azoth's minions steal needed components: rare plants and minerals, mystic scrolls or lore, and so forth. Just a few of the possibilities include:

- **The Philosopher's Stone:** The legendary Philosopher's Stone is said to have the power to transmute base metals into gold. It may give its wielder virtually unlimited powers of transmutation; with it, Azoth could turn air into steel or flesh into stone, simply by willing it. Perhaps the stone is limited (having to touch the affected material, for example) but otherwise it can be a powerful plot device. Doctor Azoth might seek out the stone or the means to create it. Some suggest the story of the Philosopher's Stone transmuting lead into gold is merely a parable disguising the stone's true purpose: the enlightenment of the maker/wielder. Even so, it may not be benign, but an item that will grant its wielder god-like apotheosis!
- **Hero Homunculi:** Doctor Azoth uses alchemical means to create artificial people, similar to Takwin, but duplicates of the heroes, invested with their powers! These "hero homunculi" are loyal to their maker and useful for Azoth to frame the heroes, or sow confusion about their activities and loyalties. The heroes' alchemical opposite numbers could be long-standing foes, if they have life-spans greater than just an adventure or two.
- **The Living Elements:** Alchemy allows Doctor Azoth to create artificial elementals, either living beings of the Prime Elements like the Factor Four (or perhaps even exerting control over the Four, see the *Freedom City* sourcebook) or "elemental" beings of the periodic elements like Sodium, Magnesium, Helium, and so forth. The latter could give the evil alchemist a virtual army at his beck and call.
- **The Panacea:** Doctor Azoth perfects a powerful healing potion apparently able to cure any malady or disease, even restoring youth, and offers it to the highest bidders. Will entire nations capitulate to Azoth's demands in order to secure the secret or can the heroes prove Azoth's promise of perfect health and eternal youth are merely ploys? What if they *cannot* prove the panacea is a scam?

RETURN TO MAIN DATABASE

FROM: Elizabeth Nguyen <NguyenElizabeth1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Doctor Shock

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Sir,

Let me once again thank you, sir, for my very first high-profile meta-criminal. I really appreciate the jump up from Records. Analyst Whitehead was kind enough to walk me through the documentation protocols, sir, and I wanted to make sure you knew how helpful she had been.

So far, our information on Doctor Shock is mostly conjecture based on witness accounts and forensics. Gruesome forensics in some cases—our Lab Analyst is quite certain that both Halcyon and Cyberclaw were alive when Shock ‘worked’ on them, just as the police have concluded with the previous victims. Pathaparti is pretty good at this, so I have no reason to doubt his conclusions.

I’m leaving an ongoing section of this report open at this point, sir, as victims continue to come in and offer new evidence. I will be out-of-office this afternoon with Pathaparti reviewing the site where the ECPD found Samuel ‘King Concrete’ Jefferson’s body last night. Even though the body was found on the edge of Blood Brothers’ territory, it looks more like Shock’s handiwork than the gang.

Sincerely,

Agent Elizabeth Nguyen
Junior Security Analyst
AEGIS District 5



DOCTOR SHOCK

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

DOCTOR SHOCK

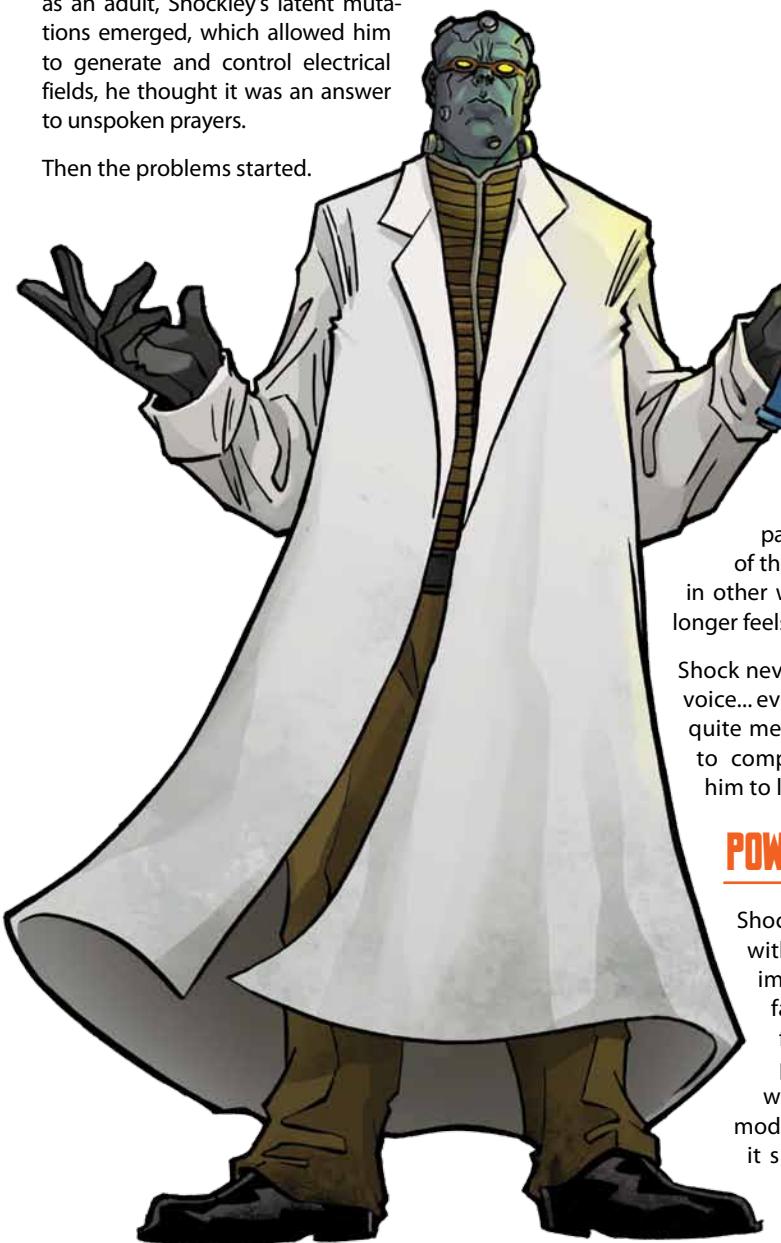
REAL NAME: Dr. Gordon Shockley

OCCUPATION: Mad Scientist (former medical doctor, cyberneticist, and researcher)

BASE: Emerald City

Gordon Shockley, M.D., Ph.D., grew up in love with science. He loved the exhilaration of delving into the mysteries of the universe and, as he grew older, how super-beings seemed to defy the laws of physics. This fascinated Shockley, who felt there was nothing outside the realm of science, only things science hadn't gotten around to explaining yet. He made a hobby of studying superhumans and their powers. It was a matter of curiosity, and more than a little jealousy, given what these people were capable of and the fame heaped upon them. When, as an adult, Shockley's latent mutations emerged, which allowed him to generate and control electrical fields, he thought it was an answer to unspoken prayers.

Then the problems started.



In the world of superpowers, not everyone is a winner and Shockley's powers were killing him. His body, specifically his nervous system, couldn't handle the electrical current it was generating and it was shutting down. Desperate, he looked everywhere for answers. He frantically put his own multi-disciplinary genius to use, trying cybernetics and gene therapy, applying his analyses of hundreds of super-human physiologies to his own dilemma. At some point, his experimentation succeeded without him noticing. He managed to stop the neural deterioration, but his own modifications had already radically changed his brain chemistry and personality, submerging the old Gordon under an intellect shed of inhibition and moral judgment.

Months after Dr. Gordon Shockley disappeared into his research, Doctor Shock made the news for his capture and

terminal scientific examination of the growth-powered hero Mr. Big (whose remains were later found by AEGIS). Since then he has quickly become a boogeyman for the powered community, the scalpel in the shadows waiting to divine their secrets in the most gruesome of fashions.

PERSONALITY

Doctor Shock is a high-functioning psychopath obsessed with expanding his knowledge of the darker areas of scientific experimentation; in other words, the archetypal mad scientist. He no longer feels emotions as normal people define them.

Shock never loses his temper and he never raises his voice... even so, his reverberating electronic tones are quite menacing. Even more disturbing is his ability to compartmentalize his thinking, which allows him to literally have discussions with himself.

POWERS & ABILITIES

Shock is a self-made cyborg who has tampered with his physiology using nano-tech, cyber-implants, and hardcore bio-engineering. In fact, his body is one of his favorite test beds for his studies and inventions. His listed powers and abilities are only examples of what he could possess, since he might make modifications before any given appearance as it suits the needs of the story. He has yet to master psionic engineering (a holy grail for him) and he doesn't believe in magic,

DOCTOR SHOCK

PL11

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
6	8	1	2	6	9	1	2

POWERS

Cybernetic Implants: Communication 2 (radio), Senses 5 (Direction Sense, Distance Sense, Extended Hearing, Infravision, Lowlight Vision) • 13 points

Dermal Armor and Skeletal Reinforcement: Enhanced Strength 1, Limited to lifting (Lifting Str 7; 3 tons), Impervious Protection 4 • 9 points

Electrical Affinity: Immunity 10 (Electrical Damage), Senses 3 (Analytical and Acute Detect Electricity) • 13 points

Electrical Generation: Reaction Damage 5, Ranged Damage 11 (Accurate 5) • 47 points

Internal Expert Systems: Enhanced Advantage 3 (Close Attack 3), Enhanced Defenses (Dodge 4, Parry 4) • 11 points

SKILLS

Athletics 4 (+10), Deception 2 (+4), Expertise: Superhumans 8 (+17), Expertise: Science 11 (+20), Investigation 6 (+15), Perception 4 (+5), Technology 11 (+20), Treatment 4 (+13), Vehicles 6 (+8)

ADVANTAGES

Diehard, Eidetic Memory, Equipment 10, Fearless, Great Endurance, Inventor

EQUIPMENT

50 points allocated by the GM for various vehicles (Shock prefers nondescript and innocuous-looking work-vans and sedans (with large trunks)) and numerous HQs secreted around the city (use 'Abandoned Warehouse' and 'Underground Lair' from the example HQs in the *Hero's Handbook*).

rationalizing any such supernatural powers and abilities as metahuman manifestations.

Brilliant before his self-experimentation, Shock's intellect can no longer be considered any more human than the rest of him.

ALLIES

Shock doesn't work well with anyone whose intellect and scientific acumen he doesn't respect... and he has little respect for most other science-criminals because of their juvenile approach or self-limiting obsessions. He is, of course, blind to his own obsessions and limitations.

ENEMIES

Shock doesn't have enemies, only test subjects, rivals, and 'overly-emotional inferiors' who don't understand his work. Besides, in order for him to have true enemies, he'd need to feel hatred, anger, or jealousy toward them, and he no longer possess those emotions. If a hero or group of heroes were to interfere with his plans too often, Shock would hold them responsible for their actions and target them in future schemes. Partially to remove the impediment to his work and partly to prove his superiority.

OFFENSE

INITIATIVE +1

Electrical Generation +11 Ranged, Damage 11

Unarmed +9 Close, Damage 6

DEFENSE

DODGE 10 **FORTITUDE** 11

PARRY 10 **TOUGHNESS** 12

WILL 11

POWER POINTS

ABILITIES 70 **SKILLS** 28

POWERS 93 **DEFENSES** 18

ADVANTAGES 25 **TOTAL** 234

COMPLICATIONS

Motivation — Misguided: Doctor Shock was originally motivated by a desire to save his life, but his experiments have broken his mind, so he's still looking for his "cure."

Obsessed: Shock believes that he has only temporarily cured himself and that his answers lie in the abilities of some mystery superhuman, that it's only a matter of time before he finds the right DNA or the right technological advancement in use in some costumed-type's shiny toys. He's wrong on both counts, but he's incapable of seeing that at any level.

Quirk — Is Gordon Home?: Buried underneath layers of psychosis, the basic personality of Gordon Shockley lies dormant. On infrequent occasions, people can force that personality to the surface with the right triggered memories or other suitable persuasion.

HOOKS

It Was Gordon, I Tell You....: A person from Shockley's past come to the heroes for help, claiming that she has had contact from her missing friend. He says he's being held captive by Doctor Shock. Only after intense investigation is it discovered that Shock's original personality has been asserting itself while Doctor Shock sleeps and is sending out desperate pleas for help.

Unintended Consequences: The good doctor's experiments make good backgrounds for the origin of one or more superhumans, or even for the serious modification of an existing one. His experiments might unlock latent abilities, artificial life forms he creates may get free and turn on him, turning to a life of crime-fighting or villainy all on their own.

Your Sacrifice for Science is Appreciated: The classic Shock plot—a particular hero (or villain, as Shock doesn't discriminate) displays powers, abilities, or technology that piques Shock's interest. Shock is always more interested in taking things apart to see what makes them tick than he is in killing opponents in unnecessary fights. He sets a trap for the target, who may be a player character or associate of the heroes, and then it's off to the vivisection table.

DOCTOR SIN

REAL NAME: Tzin Sing

OCCUPATION: Crime-lord

BASE: Various hidden bases around the world

Dr. Tzin Sing was born well over a century ago in China to a family that clung to a bygone era of Imperial privilege and prestige. Even as a boy he was a brilliant scholar drawn to the study of science. As he grew older, he learned others did not appreciate his intellect or his achievements, often becoming intimidated or jealous because of them. It was the way of things: People feared their superiors and tried to drag them down to their own base and common level. Tzin Sing would not allow himself to be dragged down. Instead, he would use his intellect and his ambition to achieve greatness, such as few had ever seen before.

Starting in the 1920s, "Doctor Sin" (as he has become known in the West) built himself a criminal empire in China and struggled against various Western heroes who tried to thwart his schemes to expand his power and influence. World War II temporarily put his plans on hold, but Doctor Sin appeared again and again in the 1950s

and 1960s. His greatest enemy at the time was the hero known as the Raven, who foiled the devilish doctor's plans at every turn. Raven also won the heart of Sin's daughter, Jasmine. Eventually, Doctor Sin and the Raven had a final confrontation aboard Sin's airship armada that left the Raven crippled and Doctor Sin presumed dead.

Having cheated death many times before, Sin did so again. He extended his life with ancient potions and secret meditation techniques. He rebuilt his criminal empire from the shadows and plotted vengeance against his old foe, who was now married to Sin's daughter and with a child of his own. Doctor Sin attempted to kidnap his granddaughter, Callie, but Raven and Jasmine came to rescue her. When Jasmine took a killing blow meant for her husband, Doctor Sin was forced to flee. He has rededicated himself to his plans of conquest and has sworn that his granddaughter, the new Raven, will either join him or suffer her mother's fate as a traitor to her own blood. As for her father, words cannot describe the hatred Doctor Sin feels for the man he holds responsible for his beloved Jasmine's death.

Years of fencing with modern heroes has cooled Doctor Sin's fury somewhat. He can afford to take a long view of matters, and the world is changing more and more from the one he knew. He has spent considerable time rebuilding his criminal empire throughout East Asia, including various legitimate front companies, taking advantage of China's new economic boom. Once again, he is turning his attention towards the Western Hemisphere, only this time, China is a rising power in the world, and Doctor Sin intends for his power and influence to rise along with it.

PERSONALITY

Doctor Sin is a combination of inscrutable calm and detachment and supreme arrogance. He knows he is one of the greatest minds that has ever lived and believes it is therefore his destiny to rule over his inferiors, regardless of their simple wishes. He lives for the challenge of struggling against a worthy adversary, since victory without struggle is meaningless. He fancies himself a man of honor: He won't go back on his sworn word, although he's willing to use cunning and deception to achieve his ends.

Any challenge to his authority or inherent superiority must be met and overcome.

POWERS & ABILITIES

Doctor Sin has a brilliant scientific and analytical mind, making him one of the greatest scientists and inventors who has ever lived. He has adapted alien technology (salvaged from ancient Preserver, Serpent People, and Atlantean sites) for his own uses and has developed a number of technological innovations from them. He combines this with knowledge of ancient Chinese herbalism, alchemy, and martial arts.

DOCTOR SIN

PL12

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
0	2	3	3	12	12	10	5

POWERS

Ageless: Immunity 3 (Aging, Disease, Poison) • 3 points

EQUIPMENT

Light Pistol: Ranged Damage 3 • 6 points

SKILLS

Acrobatics 2 (+5), Athletics 6 (+6), Close Combat: Unarmed 4 (+16), Deception 8 (+13), Expertise: Chemistry 8 (+20), Insight 8 (+18), Intimidation 8 (+13), Investigation 8 (+20), Persuasion 4 (+9), Ranged Combat: Guns 6 (+9), Sleight of Hand 5 (+8), Stealth 2 (+5), Technology 6 (+18), Vehicles 5 (+8)

ADVANTAGES

Artificer, Contacts, Defensive Attack, Defensive Roll 5, Diehard, Equipment 20, Evasion, Improved Critical 4 (Unarmed), Improved Initiative, Improved Trip, Inspire 3, Inventor, Jack-of-all-trades, Languages 5 (Cantonese, English, Latin, Japanese, Russian, Sanskrit and several others, Mandarin native), Leadership, Minions 20, Power Attack, Ranged Attack 3, Trance, Uncanny Dodge, Well-informed

Note: Distribute Doctor Sin's Equipment and Minion ranks as appropriate to suit the adventure.

OFFENSE

INITIATIVE +7

Concealed light pistol +12	Ranged, Damage 3
Unarmed +16	Close, Damage 0, Crit. 16-20

Doctor Sin prefers to operate as a mastermind behind the scenes, using various pawns to put his plans into action. He maintains secret bases hidden around the world and legions of followers awaiting his commands. Still, woe betide the foe who assumes he is merely a helpless old man hiding behind his foot-soldiers; Doctor Sin is a master of multiple styles of martial arts and one of the most skilled unarmed fighters alive.

ALLIES

Doctor Sin has no allies, only servants. The devilish doctor is associated with SHADOW, primarily to keep that organization out of East Asia, which Sin considers his by right. He is willing to share the world with Overshadow and his cohorts, but only if included in their inner circle. Working with SHADOW has also provided Doctor Sin with some useful technology, such as their expertise in forced-growth cloning.

Although he refuses to admit it, Doctor Sin holds the Chinese value of family close, and sought to create a legacy by having children. With his one living child now lost to him, and his own granddaughter his most dedicated foe, the doctor has looked elsewhere to create a lasting legacy, one truly worthy of his greatness, untouched by

DEFENSE

DODGE	14	FORTITUDE	9
PARRY	14	TOUGHNESS	7/2*
WILL	15	*Without Defensive Roll.	

POWER POINTS

ABILITIES	94	SKILLS	40
POWERS	3	DEFENSES	25
ADVANTAGES	74	TOTAL	236

COMPLICATIONS

Arrogance: Doctor Sin is supremely arrogant, considering himself superior to the great "herd" of humanity, and most of his would-be foes.

Beyond His Years: Doctor Sin sustains his life with various potions, rare herbs, and meditation techniques, and has lived well beyond his natural lifespan.

Chivalrous: Doctor Sin's archaic sense of propriety makes him particularly polite to women and he is especially fond of explaining his greatness to a pretty companion.

Honorable: Doctor Sin has his own particular code of honor and considers himself something of a heroic warlord, so he is true to his word once it is given, and treats his foes with a degree of respect

the weakness of mother or childhood: his clone Shou Tzin, the so-called "Hand of Sin."

ENEMIES

Doctor Sin has numerous enemies, although he has outlived many. Criminals in Asia cringe and cower at the mention of his name, but some young and ambitious crime-lords believe "Doctor Sin" is nothing more than a myth, or at least a gross exaggeration. He takes pains to correct their error when challenged.

Doctor Sin's arch-foe is his granddaughter, the Raven, a member of the Freedom League. This has brought Sin into conflict with the League on occasion, although Raven prefers to handle such "family matters" on her own when possible.

HOOKS

A Draught of Silver: Given his prior study of ancient alien technologies, Doctor Sin takes a keen interest in the Silver Storm when additional information about it reaches him. He makes arrangements to acquire samples to study, perhaps hiring stormer mercenaries (who can potentially serve as experimental subjects as well). The technology has the potential to not only allow Doctor Sin to create his own super-powered army, but also to imbue himself with tremendous powers, if he is able to properly calibrate the transformation. Of course, even the slightest error could spell disaster.

DRACULA, LORD OF VAMPIRES

REAL NAME: Vlad Dracul, Dracula
OCCUPATION: Vampire
BASE: A hidden crypt or coffin

Born the *voivode* (prince) of Wallachia in Transylvania in the early 15th Century, Vlad Dracul frequently warred with the Ottoman Turks for control of his country and his rightful throne. He earned a reputation as a ruthless ruler and the nickname "Vlad the Impaler" for his practice of impaling enemies on sharpened wooden stakes as a means of execution.



Gravely wounded in battle, Dracul was found by a gypsy who offered him an opportunity to survive, if he chose to take it. He did and the gypsy, herself a vampire, transformed Dracul into one of her kind. He later destroyed her in retribution and learned he could increase his vampiric powers by consuming the blood of his own kind. He departed Transylvania and began hunting other vampires and gathering occult knowledge around the world.

By the 19th Century, Dracula, as he was known, had returned to his ancestral homeland, where he controlled a castle. He made arrangements to move to London, then the center of the world's political and social power, but met opposition from the vampire hunter Abraham Van Helsing and his allies. Dracula later made a similar attempt to move to Freedom City in America, likewise thwarted by adventurers in that unusual city.

Vampire hunters and occultists have believed the Lord of Vampires destroyed many times over the centuries but, each time, Dracula has risen once again to stalk the night. Although he has not been heard from in some time—and is once again widely believed to have been destroyed—no one has yet claimed the title of "Lord of the Vampires" in his place, and it is likely the world has not heard the last of its most infamous monster.

PERSONALITY

A blood-thirsty warlord in life, Dracula has since cultivated the appearance of a suave and sophisticated gentleman with Old World manners and style. He can be quite witty and charming, when he chooses, but remains just as ruthless as when he earned himself the title "the Impaler". He enjoys the company of lovely ladies, particularly those with fiery or defiant spirits he can seduce or break to his will. He also enjoys fencing at words with other cunning minds, at least until he tires of their defiance.

Dracula only cares about two things: his continued existence and increasing his not inconsiderable power. He seeks out occult lore, ancient artifacts, vampiric bloodlines, and other opportunities to make him not only unchallenged Lord of the Vampires but a virtual unliving god on Earth. Dracula's dark dream is of the day when he rules unchallenged, with all of humanity as his cattle and playthings.

DRACULA, LORD OF VAMPIRES

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
8	-	2	2	12	3	3	4

POWERS

Children of the Night: Summon Animals 2 (Bats, Rats, or Wolves; Horde, Mental Link, Multiple Minions 6 (64 minions)) • 31 points

Creatures of the Night: Morph 2 (Bat or Wolf form, Metamorph 2) • 12 points

Form of Mist: Insubstantial 2 • 10 points

Mesmerizing Gaze: Perception Range Affliction 11 (Resisted and Overcome by Will; Entranced, Compelled, Controlled), Sight-Dependent • 22 points

Spider-Climb: Movement 1 (Wall-crawling) • 2 points

Vampiric Bite: Weaken Stamina 9 (Resisted by Fortitude), Limited to Draining 1 rank per round, Grab-based • 3 points

Vampiric Invulnerability: Immortality 10 (Limited: Not When Staked or Beheaded); Immunity 30 (Fortitude); Impervious Protection 8 (Limited: Not Versus Blessed, Magical, or Silver Weapons); Regeneration 10 (Source: Blood) • 53 points

EQUIPMENT

CASTLE LAIR • 10 POINTS

Size: Huge • **Toughness:** 10 • **Features:** Holding Cells (dungeon), Laboratory, Library, Living Space, Personnel

SKILLS

Deception 8 (+12), Expertise: Magic 4 (+7), Insight 8 (+11), Intimidation 9 (+13), Perception 8 (+11), Persuasion 10 (+14), Ranged Combat: Throwing 8 (+10), Stealth 8 (+10)

POWERS & ABILITIES

Dracula wields the powers of a traditional vampire, supplemented by the elder powers he has gained over the centuries. He is beyond the concerns of the living, immune to suffocation, the effects of the environment, toxins, diseases, and the like. He can recover quickly from virtually any injury, save being staked through the heart or destroyed by sunlight. Even burning or other forms of destruction are not permanent for him, and even traditional forms of vampiric destruction may be reversible under the right circumstances.

Dracula can exert his will over anyone meeting his gaze, controlling the minds of others. He often has a particular enthralled slave to do his bidding during the daylight hours while he rests in his coffin. Dracula can also summon and command "the Children of the Night" including bats, rats, and packs of wolves. His mental influence affects other vampires as well, and he can often command their obedience.

The Lord of Vampires is superhumanly strong, swift, and tough, able to assume the form of a cloud of mist, or a bat or wolf, often blending into a flock or pack of his summoned creatures.

ADVANTAGES

Animal Empathy, Attractive, Benefit 5 (Lord of Vampires), Daze (Intimidation), Equipment 2 (Castle Lair), Fascinate (Deception), Fearless, Improved Grab, Improved Hold, Improved Initiative, Move-by Action, Power Attack, Ritualist, Startle

OFFENSE

INITIATIVE +6

Mesmerizing Gaze —	Perception, Affliction 11 (Will DC 21)
Unarmed +12	Close, Damage 8
Vampiric Bite +12	Close, Weaken Stamina 9

DEFENSE

DODGE	11	FORTITUDE	Immune
PARRY	12	TOUGHNESS	8
WILL	11		

POWER POINTS

ABILITIES	58	SKILLS	32
POWERS	133	DEFENSES	17
ADVANTAGES	19	TOTAL	259

COMPLICATIONS

Dependence: Dracula must feed on blood or weaken and eventually perish.

Weaknesses: Exposure to sunlight or a stake through the heart can destroy Dracula and religious icons (when wielded by a true believer in that faith) repel him.

Dracula's sole need is the blood of the living to sustain him. He must feed or else he becomes impaired, disabled and, ultimately, dying. He is vulnerable to the light of the life-giving sun, which can destroy him, although it would take a minute (10 rounds) or more of exposure to do so. Religious icons, wielded by someone of that faith, can keep him at bay and even cause him pain; at the GM's discretion a believer can take a standard action to force Dracula to make a Will resistance check against 10 + the believer's Will rank, if Dracula fails, he is dazed, two or more degrees of failure leaves him stunned.

ALLIES

The Lord of Vampires has no allies, only servants. He may have one or more enthralled mortals seeing to his needs in the daylight hours and one or more lesser vampires to serve him at night (see the archetype in the *M&M Game-master's Guide* or lower Dracula's own traits by 2 ranks).

ENEMIES

Dracula is the enemy of all who live. He has outlasted most of his mortal foes, but still dedicated vampire hunters

HAMMER OF THE DRAGON, PART 1

Emerald City has become a dangerous place by night, at least for certain volunteers of a charitable religious group who have become victims of a mysterious killer or killers. The police ask the heroes for help in handling the case when the latest crime scene includes an overturned and dented dumpster (punched by someone with superhuman strength) and the body of Gia Hernandez, drained of most of her blood from a neck wound. She is the third such victim, after David Diamont and Rosa DiAngelo, all of them volunteers at the Saint Sebastian homeless shelter.

The workers and clients of the shelter are cautious and not overly willing to talk to anyone asking too many questions. It's clear they are concerned, but about more than just the police and the killings. This is because St. Sebastian's also serves as a meeting and recruiting site for the Order of St. Henricus (page 73) and its leader, Hexenhammer. It seems someone else is aware of this and taking steps to eliminate Hexenhammer's followers.

Further investigation either leads the heroes to keep watch on the shelter or follow up on the prior killings. Surveillance allows them to interrupt another attack, this time on a "homeless man" who throws off his heavy overcoat to reveal he is Hexenhammer in disguise. Investigating the prior victims reveals Diamont was cremated but DiAngelo was buried in a local cemetery, and her grave was later violated and her body is missing. That is because Rosa DiAngelo has become a vampire and committed the later two killings. If the heroes go to examine her empty grave, she attacks them there and Hexenhammer shows up at an opportune moment to help. Either way, it's Hexenhammer and the heroes versus a vampire!

Use the Vampire archetype from the *M&M Gamemaster's Guide* (page 132) for Rosa, or modify Dracula's stats (page 46) to create a PL9 vampire. The heroes should be able to overcome her, especially with Hexenhammer's help, but may be shocked when the hunter either uses his hammer to drive a stake through DiAngelo's heart or decapitates her with a single blow, either way reducing her body to ash. Hexenhammer tells them they next need to deal with Gia Hernandez, who will also arise as a vampire shortly. Unless the heroes choose to interfere, Hexenhammer gives her the same end as Rosa, after breaking into the morgue where her body is kept.

Hexenhammer is willing to cooperate with the heroes, even if they include "godless occultists" in their ranks, simply to deal with the threat to his people. He does not tell them of his connection to St. Sebastian's or of the Order of St. Henricus, simply saying that he is a foe "of all hell-spawned creatures of the night". If the heroes have encountered Hexenhammer before, he offers them a temporary truce in order to deal with this larger threat. If they refuse, he attempts to go it on his own, doing what he must to escape, if necessary.

Interrogation of Rosa or Gia (if the heroes can hold the zealous Hexenhammer at bay) or further investigation reveals a potential suspect in St. Sebastian's mysterious new donor: a wealthy recluse named "Mr. Helsingher" who lives in a newly acquired estate outside of the city. With or without the heroes, Hexenhammer intends to go after Helsingher, who must be responsible for the deaths and the creation of the vampires. Ideally, the heroes either come along or reach the same conclusion, dealing with animated suits of armor and lesser undead in the manor. They are in time to see Hexenhammer confront none other than Dracula himself, who has lured him there in order to steal his enchanted hammer!

pursue him wherever and whenever he appears. Occultists know the Vampire Lord and his exploits well, and characters may be able to recognize Dracula with an appropriate Expertise (Magic or Vampire Lore, for example) check (DC 20).

HOOKS

The following are some hooks for including Dracula as a villain in your MUTANTS & MASTERMINDS series:

The Lord of Vampires: The heroes learn of word spreading through the occult underworld about a fierce competition between vampires (and possibly other undead) to acquire an artifact known as "the Sanguine Grail" said to contain the remaining blood of the last Lord of Vampires, Dracula himself. Drinking from the Sanguine Grail will grant Dracula's power and title to a new Vampire Lord, something the heroes should want to avoid at all costs! They must deal with various vampiric factions, which can include previous villains such as Lenore and Viktor von Nacht from *Freedom's Most Wanted*, or the rogue hero Nighthrage from *Iron Age*, plus any other vampires that may exist in your setting. Ultimately, the contest is a trap: the Grail does contain Dracula's last blood, but the drinker gains

more than his power, becoming the resurrected Lord of Vampires' new host body as it's transformed into a facsimile of Dracula!

Night Life: A restored Dracula (perhaps following "The Lord of Vampires" scenario) sets up shop in or near the heroes' home city in a stately old manor or a castle high on a bluff outside of town. True to form, Dracula begins moving amongst the most influential circles in the city, exerting his influence over wealthy and powerful people, and perhaps finding a beautiful woman of good breeding that catches his eye. Heroes involved in high society may even cross paths with "Alucard" the mysterious gentleman from Eastern Europe. As Dracula extends tendrils of influence throughout the city, heroes notice things are not right and, worse yet, the authorities are implicated. They have to unravel the web of the Vampire Lord's mesmerized underlings and vampiric spawn (including police officers, AEGIS agents, judges, and prominent businesspeople) while tracking the trouble to its source, and the woman Dracula is eyeing as his latest vampiric "bride"!

The Power in the Blood: There's trouble for the heroes when Dracula makes a discovery: various powers—turning into mist or animals, controlling creatures, mesmerism,

etc.—have long been associated with different vampiric bloodlines. What was not known is that those powers originated from superhuman blood! Always rare until less than a century ago, superhuman prey contributed to the catalog of vampiric powers, absorbed through their blood. Knowing this, Dracula realizes he can acquire the powers of many modern superhumans by feeding on them enough times! Armed with this discovery, the Vampire Lord goes on a spree of “collecting” new powers, leaving a wake of super-powered victims behind him (who may or may not be dead, depending on how much you want to thin the ranks in your setting). Can the heroes find and stop Dracula before he accumulates enough power to become truly unstoppable? Can they handle a foe who not only has the powers of a Vampire Lord but of an entire super-team or more?

Dracula Must NOT Die!: In the process of defeating a few minor vampires created by Dracula, the heroes learn that the Lord of the Vampires has recently just... vanished, his most recent lair ransacked and defiled. None of his servitors can locate their master, and a few of them intimate that if there is something stalking Emerald City capable of capturing or killing the great and powerful Dracula, it may be in the heroes’ best interests to look into the matter. Examination of the wreckage of Dracula’s last lair, and some discreet inquiries into the occult underground points to a disturbing possibility: someone may have gotten hold of an ancient tome called the Book of Devouring Hunger, dedicated to the extradimensional entity known as Vhoka. In addition to spells potent enough to capture Dracula, The Book of Devouring Hunger contains a terrible ritual, one that does far more than just invoke the Devourer’s power. If completed, it actually rips a hole in reality and permits Vhoka to enter the world! Summoning the embodiment of demonic hunger requires a sacrifice with a hunger that approaches Vhoka’s...and who better than the blood-craving beast that is Dracula? This puts the heroes in the rather uncomfortable position of having to find and save the Lord of the Vampires, and work with him afterward to fully defeat the possessors of the book and their demonic allies. And Dracula would, of course, never turn on those who saved him, would he?

BAT

PL3 · MR1

STR -5 STA 0 AGL 2 DEX -3 FGT 0 INT -5 AWE 2 PRE -3
Powers: Flight 3 (16 MPH; Wings), Senses 2 (Accurate Hearing), Shrinking 12 (Permanent, Innate). **Skills:** Perception 4 (+6), Stealth 2 (+16). **Offense:** Init +2, Bite +0 (Close, Damage -5). **Defenses:** Dodge 8, Parry 6, Fortitude 0, Toughness 0, Will 2. **Totals:** Abilities -18 + Powers 30 + Advantages 0 + Skills 3 + Defenses 0 = Total 15 points.

RAT

PL3 · MR1

STR -4 STA 0 AGL 2 DEX -1 FGT 1 INT -4 AWE 1 PRE -4
Powers: Senses 2 (Low-light Vision, Acute Smell), Shrinking 10 (Permanent, Innate). **Advantages:** Benefit 1 (Athletics based on Agility). **Skills:** Athletics 3 (+5), Stealth 1 (+13). **Offense:** Init +2, Attack +1 (Close, Damage -4). **Defenses:** Dodge 7, Parry 6, Fortitude 2, Toughness 0, Will 1. **Totals:** Abilities -14 + Powers 23 + Advantages 1 + Skills 2 + Defenses 4 = Total 114 points.

WOLF

PL3 · MR2

STR 2 STA 2 AGL 2 DEX 0 FGT 3 INT -4 AWE 2 PRE -2
Powers: Senses 3 (Acute Smell, Low-light Vision, Tracking). **Advantages:** Improved Trip. **Skills:** Perception 4 (+6), Stealth 4 (+6). **Offense:** Init +2, Unarmed +3 (Close, Damage 2). **Defenses:** Dodge 4, Parry 4, Fortitude 4, Toughness 2, Will 2. **Totals:** Abilities 10 + Powers 3 + Advantages 1 + Skills 4 + Defenses 5 = Total 23 points.

CHILDREN OF THE NIGHT

Dracula’s **Children of the Night** power allows him to summon various creatures—flocks of bats, hordes of rats, or even packs of hungry wolves—which serve at his command. Large groups of bats or rats largely serve as distractions (and are quite useful if the vampire lord assume bat-form himself, disappearing amongst a scattering flock). Gamemasters may wish to use the mass combat guidelines from the *M&M Gamemaster’s Guide* for large groups of smaller creatures: treat them as a single creature with a +6 modifier (for numbers) to the base creature’s attack checks, damage rank, and Toughness rank. So a swarm of rats as a whole has a +7 attack bonus, inflicts close damage 2 (-4 plus 6) and has Toughness 4 (-2 plus 6), for example.

MUTANTS & MASTERMINDS

ERIS

REAL NAME: Eris, Discordia

OCCUPATION: Goddess of Discord and Strife

BASE: A series of caves in the depths of Mt. Olympus

Eris, the daughter of Nyx (Night) has always been a shunned cousin of the great gods of Olympus. Ever a troublemaker, Eris was consigned to dwell in the dark caverns and labyrinthine tunnels beneath Mt. Olympus, connecting it to the underworld of Tartarus and other mythic and mystical realms. There she brooded and schemed, sometimes visiting and whispering to Zeus' exiled brother, Hades, in his dark realm.

Eris is infamous for the occasion when Peleus and Thetis (parents of Achilles) invited the gods of Olympus to their wedding, but failed to invite the quarrelsome Eris. So she crafted a golden apple, engraved "*Kallisti*" (For the Fairest) and cast it into the wedding celebration, where the goddesses Hera, Athena, and Aphrodite immediately began to argue over who was meant to have it. They chose the mortal prince Paris of Troy to judge, each promising him rich rewards, should he choose them. When Paris awarded the apple to Aphrodite, she gave him the love of the most beautiful woman in the world, Helen, who was already the wife of the King of Sparta. When Paris and Helen stole away to Troy, it began the long years of the Trojan War, which involved even the gods themselves.

From time to time over the millennia, Eris has interfered in mortal affairs, but the watchful (and wrathful) eye of Zeus and the mystic pacts sealed by the leaders of the great pantheons limited what the gods could do in the realm of mortals without their consent. For Eris, it simply became more of a game to trick mortals into providing her with the pretext she needed. Thanks to the satiric "religion" of Discordianism, Eris is perhaps the most widely "worshipped" of the Olympians in the modern world and has found various mortals open to her influence.

With her foothold in the mortal realm, Eris desires to extend her influence. So-called "civilization" is nothing but a joke, a polite fiction, and she will put the lie to it by creating strife and conflict on a global (or even interplanetary!) scale. The fall of civilization will stoke the fires of her power such that not even Zeus can stand against her, and Eris will topple the arrogant, complacent Olympians from their high pinnacle, eradicate the pact, and rule over all!

PERSONALITY

Eris is petty, petulant, and jealous. An outcast amongst the Olympians, she bitterly believes concepts like cooperation and coexistence are polite fictions at best. All it takes is a slight push in the right direction to turn anyone towards selfishness and betrayal. She intends to both prove herself right and use her success to attain the power necessary



STR	STA	AGL	DEX	FRT	INT	AWE	PRE
10	14	2	3	9	5	7	6

POWERS**Goddess of Discord:** Array (42 points)

- **Web of Woe:** Ranged Burst Area Affliction 14 (Resisted by Dodge then Damage; Hindered and Vulnerable, Defenseless and Immobilized), Limited Degree • 42 points
- **Bolts of Bedevilment:** Ranged Damage 15, Dynamic, Homing 2 • 2 points
- **The Claws of Eris:** Damaging Move Object 10, Dynamic, Precise • 2 points
- **Dreams of Discord:** Illusion 10 (All Senses), Dimensional 2 (Mystical Dimensions), Dynamic, Limited to One Subject, Resistible • 2 points
- **For the Fairest:** Ranged Burst Area Affliction 15 (Resisted by Will; Entranced, Compelled, Controlled), Dimensional 2 (Mystical Dimensions), Dynamic, Limited to inspiring jealousy or rage • 2 points
- **Mirror Gate:** Movement 2 (Dimensional Travel 2 (Mystical Dimensions)), Affects Others, Burst Area, Dynamic • 2 points
- **Mirror, Mirror:** Remote Sensing 10 (Visual, Auditory, Mental), Dimensional 2 (Mystical Dimensions), Dynamic • 2 points
- **Veil of Deception:** Illusion 10 (Visual and Auditory), Dimensional 2 (Mystical Dimensions), Dynamic, Independent, Resistible • 2 points

Immortal: Comprehend 4 (Languages; Read, Speak, Understand and Understood); Immortality 20; Immunity 11 (Aging, Life Support); Impervious Toughness 8 • 67 points**Trickster:** Morph 4 (Any Shape) • 20 points**Winged:** Flight 6 (120 MPH), Wings • 6 points**SKILLS**

Deception 14 (+20), Expertise: Magic 12 (+17), Insight 10 (+17), Intimidation 6 (+12), Perception, Persuasion 5 (+12), Ranged Combat: Goddess of Discord Array 7 (+10), Sleight of Hand 6 (+9), Stealth 6 (+8)

to dominate all those who thought to cast her out and treat her like a pariah. In spite of her bitter heart, Eris is capable of projecting considerable charm, and often uses her wiles to seduce potential pawns to her cause, knowingly or otherwise.

POWERS & ABILITIES

Eris is a goddess: immortal, physically powerful, and largely immune to mortal concerns. Those are among the least of her powers, however. A goddess of discord, she commands primal magic from the chaos that spawned the world. She can transform her appearance at will into that of anything she wishes. The powers listed in her array just touch upon her most common abilities. She may access a wide range of others through power stunts and rituals; her Expertise skill is great enough to create rituals worth 27 power points as routine checks.

In addition to the listed powers, Eris can invest certain servants with powers of their own. This isn't included in her game traits, as it is more of a plot device, suitable for

ADVANTAGES

Accurate Attack, Attractive, Defensive Attack, Evasion, Ranged Attack 5, Redirect, Ritualist, Seize Initiative, Skill Mastery (Deception), Taunt

OFFENSE**INITIATIVE +2**

Bolts of Bedevilment +15 Ranged, Damage 15

Claws of Eris +15 Ranged, Damage 10

Unarmed +9 Close, Damage 10

Web of Woe Ranged, Burst Area Affliction, Dodge (DC 24)

DEFENSE**DODGE** 14 **FORTITUDE** 14**PARRY** 12 **TOUGHNESS** 14**WILL** 16**POWER POINTS****ABILITIES** 112 **SKILLS** 33**POWERS** 149 **DEFENSES** 24**ADVANTAGES** 14 **TOTAL** 332**COMPLICATIONS****Circumspect:** The edicts of Zeus and ancient occult pacts prevent Eris from acting openly on Earth. She must work through proxies and willing mortals who call upon her (although they are often deceived).**Jealous:** Eris is bitterly jealous of attention paid to others, especially in situations where credit or attention rightfully belongs to her.**Troublemaker:** It is in Eris' nature to cause strife and discord. She believes peace and cooperation are fragile lies, and is determined to expose them.

allowing Eris to have whatever minions or lieutenants the GM wishes to assign. She can also withdraw her "gifts" if servants become rebellious or outlive their usefulness.

Note that Eris' defensive abilities are a bit below her listed power level. She tends to favor behind-the-scenes manipulation rather than direct confrontation although in the event of a confrontation she still poses a considerable threat. She makes full use of defensive attacks and uses her considerable Deception skill to its full effect to feint, demoralize, and redirect failed attacks against her.

ENEMIES

Eris' arch-foe is her "sister" Harmonia, the goddess and spirit of peace and cooperation. Harmonia is, however, even more limited than Eris in terms of intervening in the world, since she upholds both the letter and the spirit of the pact which forbids the gods from trifling in mortal

affairs. Still, Harmonia can and does occasionally provide cryptic warnings or clues to those champions of civilization who might be able to counter Eris' schemes. Ultimately, however, the inhabitants of the mortal world must succeed or fail on their own, and Eris dismisses Harmonia's "meddling" as of no consequence. For what can a group of mortals hope to accomplish against the power of a goddess?

HOOKS

Eris is a powerful behind-the-scenes manipulator and initiator of plots. She desires conflict in all of its forms, and frequently empowers agents to sow strife and discord in the world. Need a new set of villains? Perhaps Eris creates them to cause further conflict.

Whom the Gods Destroy: Eris' agents infiltrate and set up a public incident designed to make the heroes look bad due to massive public casualties and property damage. The goddess' minions then whisper in the right ears and soon public outcry is aimed at "vigilante menaces" and "costumed freaks." Certain rising stars in politics call for tighter control over such dangers, through an aggressive program of government oversight. The heroes are given an ultimatum: place themselves under the direct orders of the government, or go to prison as criminals and "domestic terrorists". They have to clear their names and expose Eris' plot before the situation can spiral out of control, pitting people against the very heroes they have come to depend upon.

The Infamy War: Rumors spread in the criminal underworld of a mysterious, cloaked and hooded figure offering a contest to the world's most powerful criminals. The prize: the Omni-Orb, a fist-sized golden sphere that grants its possessor vast, cosmic power. The goal: to defeat the greatest number of foes before the deadline set by the "Dark Hood" expires. Although many villains are suspicious, they cannot run the risk of a rival winning the Orb, if the Dark Hood's promises are true. So it's all-out war with villain pitted against villain, with the heroes and the rest of the world caught in the cross-fire. Turns out the Omni-Orb does grant considerable power, but not for very long. Instead, the golden sphere (apple, really) is a conduit for Eris (alias "the Dark Hood") to absorb power from the victor and all those who lost, allowing her to finally storm the gates of Olympus itself. Can the heroes thwart the goddess' ambitions and protect the world from disaster?

The Troubles of Miss Fortune: Emerald City has certainly run into more than a bit of trouble lately. Due to the event known as the Silver Storm, the city has far more than its share of coincidences when it comes to super-powered origins of late. If you wish to tie the various happenings in the City of Destiny together, beyond just the events of the Silver Storm, you can add a touch of divine intervention: Heroes begin to learn about a mysterious figure known as "Miss Fortune" who seems to play a role in many of the goings-on in Emerald City. Sometimes she is peripheral, others she is pivotal. She may subtly guide people to uncover lost artifacts or encounter transformative energies, or directly grant wishes for power. There are many similarities to the mysterious Mr. Infamy of Freedom City (see the *Freedom City* sourcebook) enough so some may suspect this is just a new feminine guise of his. Eventually, heroes discover "Miss Fortune" is a pseudonym for Eris, who has engineered many—if not all—of the events in Emerald City to sow conflict and discord in the world, but also to build up a new city of super-beings to further her own plans, such as the other adventure hooks. Heroes may discover the goddess has far-reaching plans indeed, and manipulating the fates of millions is just the beginning.

Twilight of the Gods: Eris engineers a series of crises and confrontations in order to trick earthly heroes and villains into collecting the keys to release the legendary Titans and their monstrous spawn from the pits of Tartarus, with the intention of leading them to overthrow the gods of Olympus. She seizes the throne and the power of Zeus himself. Then she can tear down the mystic barriers between Olympus and Earth and rule as a true goddess should. What she fails to reckon with is the persistence of a group of heroes who have served their purpose as her pawns and been abandoned on the shores of the River Styx: the heroes can fight their way free of the Greek Underworld (perhaps with the assistance of Hades, whom Eris betrays) and confront Eris. Perhaps the defeated gods even infuse the heroes with some of their own powers, boosting them by several power levels. Choose gods suited to the themes and descriptors of the heroes. They'll need it, as the empowered Eris should be at least PL16. If they are able to overcome or occupy her long enough, Zeus may be able to reclaim his stolen power, in which case Eris can look forward to an eternity of being chained to a rock and tormented by harpies, ample time to plot her revenge against the mortals who thwarted her....

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Justin Mackenzie <McKenzieJustin1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Façade

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Sir,

My investigation has confirmed that the international spy and impersonator for hire known as "Façade" is operating in Emerald City, working for a party or parties unknown. Given his priors, it is most likely Façade is in the employ of an influential criminal figure in the city, possibly F.O.E. or a similarly powerful organization on the outside, even SHADOW (although they have not worked with Façade before).

I'm sorry to say that Façade has clearly been adopting the identities of several AEGIS agents in Division 5 and using them to infiltrate our intelligence gathering operation in the city. The charges against Agent Ramos are almost certainly false; security footage of his unauthorized access to certain files can be attributed to Façade, particularly since we now have confirmation that Ramos was en route to Emerald City from Washington at the time of the incident.

I will continue to pursue this investigation, but Façade is an extremely tricky customer who has been evading international authorities for quite some time. It will be difficult to pin him down, or even determine which identities he has currently adopted.

Agent Justin Mackenzie

Senior Security Analyst/Field Operative
AEGIS District 5

**FACADE**

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

FACADE

REAL NAME: Alain Facile
OCCUPATION: Spy, thief and saboteur
BASE: Mobile

The son of French cosmetics magnate Camilla LeClare and her husband Henri Facile, Alain grew up a child of privilege and wealth, noted for his good looks and charm. His keen intellect and family connections got him into the most prestigious private schools; his behavior got him thrown out of them. Although athletic and well-read, his ambitions never extended beyond inheriting a great deal of money and finding fun and exciting new ways to spend it.

Tragedy struck one night when Facile left a nightclub in Ibiza severely intoxicated and climbed behind the wheel of his sports car. Two other people in the car with him were killed in the ensuing crash, one crippled for life, and

Alain Facile left with second-
and third-degree burns
over ninety percent of
his body.



His desperate parents spared no expense in his treatment, including a radical and experimental skin grafting procedure using genetically enhanced and cultured skin cells. It worked miraculously, but with unexpected side effects. Facile was able to mold and shape his skin and hair, even causing it to change color, allowing him to take on almost any appearance. His jubilation was short-lived however, since he also discovered he "shed" his new skin roughly every 24 hours, taking some time to regenerate it. Facile was a freak. He was also being brought up on charges for the accident that led to his condition.

So Alain Facile arranged his own "suicide"—shedding his old life like he did his skin. He disappeared and the spy and saboteur known as "Façade" made his mark on the criminal underworld.

PERSONALITY

Spoiled and arrogant, Façade feels entitled to take whatever he wants. Embittered by his transformation, he lost what little ability he had to care about the feelings or lives of others. People are just playthings to him, to be enjoyed and discarded at his whim. He holds to certain professional standards because they serve him, not out of any real sense of honor, but prides himself in his work and reputation.

Façade takes a sick pleasure in ruining other people's lives, inflicting the same kind of loss he suffered. He disdains work as a hired killer, but will gladly involve himself in acts of character assassination. For the most part, he uses his abilities as a thief and spy, getting close to people and into places to acquire his target, then disappearing.

Façade throws himself so deeply into his adopted "roles" partly because they allow him, for a brief time, to forget the freak he has become. He has an aversion to his former identity as Alain Facile and rarely, if ever, takes on his original appearance.

POWERS & ABILITIES

Façade has the ability to mold his epidermal layers (including his hair) simply by concentrating, with about the effort it takes most people to clench a muscle. He can likewise change the pigmentation of his skin, hair, and even eyes. Initially somewhat crude, he has practiced his unique ability to the point of being able to effect an incredibly convincing transformation in moments. A natural actor and mimic, his skills have improved to the point where he can often fool even close friends of his chosen target.

Façade's primary drawback is that once he sets his outward appearance, he cannot change it without shedding his entire outer epidermis, much like a snake sheds its skin. His enhanced skin regenerates quickly, and he can once again shape it, but it still takes a short time between transforma-

FALLOUT

REAL NAME: (Major) Emerson Cord
OCCUPATION: Domestic terrorist (fmr. Air Force officer)
BASE: Mobile

The project classified as NINE TANGENT APPLE, nicknamed "Project: Hyperion" by the scientists working on it, was designed to create a nuclear-powered superman to fight America's battles against the Soviets and their 'Evil Empire.' That was the plan as envisioned, adding one more notch in the annals of super-soldier programs the country had pursued with limited success. The twenty volunteers who passed a rigorous set of physical, psychological, and political criteria were subjected to brutal and torturous procedures culminating in violent exposure to a tightly-

controlled nuclear explosion. All but four of the men died, either immediately or in the days following the experiment. The four survivors were changed, though, each a newly-empowered superbeing—so, initially, the program was considered a success.

The scientists at the project built a harness that allowed Cord to contain his vast powers, but when they started working with him and the other survivors to learn more about their abilities, the personnel noticed that each of the men had experienced serious psychological deterioration. Half-Life's descent into psychosis was the most obvious, but Fallout's paranoia became more apparent daily. Fearful of unleashing four walking weapons of mass destruction on the world was unacceptable. The men were tricked into entering stasis capsules while undergoing a "routine" examination and the entire project was buried, figuratively and literally. The whole thing was written off as a failure. And there the four men stayed, buried in a hidden complex, sleeping away decades.

One unfortunate day, while exploring government computer systems at random, doing a little harmless mischief in this one and that one, Digital Demon of the Cybertribe happened upon a set of systems that did something odd—they monitored a facility that a number of other systems said didn't exist. Intrigued, he went for a look-see... and accidentally overloaded the system and triggered a cascading failure in the stasis controls. Digital Demon fled back into cyberspace before he could see the results of his actions. Shortly after he left, four confused, upset, and very angry supermen found themselves free.

Once they put together what had happened to them, each of them started venting their hostilities at available targets, Fallout immediately started focusing on military and intelligence installations, causing loss of life, but more importantly to him, substantial and highly visible property damage. He wanted to draw the project founders out into the public arena. Those few that were still among the living, now very firmly embedded in the country's political power structure, reacted instead by using the press as a weapon. They identified Fallout as the nominal leader and most powerful of the four and have focused their efforts on bringing him down in the hopes that they can use him as bait for the others. Once all of the Project: Hyperion subjects are in hand they'll be dealt with permanently.



STR	STA	AGL	DEX	FRT	INT	AWE	PRE
15	11	3	2	6	2	2	4

POWERS**Atomic Attacks:** Array (36 points)

- **Atomic Blast:** Ranged Damage 18 • 36 points
- **Atomic Burst:** Damage 14, Burst Area 2 (60 ft), Distracting • 1 point
- **Fallout Attack:** Continuous Transform 9 (normal material to radioactive material) • 1 point
- **Hard Radiation:** Burst Area Affliction 14 (Resisted by Fortitude; Dazed, Stunned, Incapacitated) • 1 point
- **Nuclear Force Manipulation:** Affects Corporeal on Strength 15, Precise, Subtle, Sustained • 1 point

Energy Form: Flight 12 (8,000 mph); Immunity 30 (Fortitude Effects); Impervious Toughness 14; Insubstantial 3 (Innate, Permanent); Protection 7 • 91 points**Radioactive Body:** Uncontrolled Reaction: Damage 4, Resisted by Fortitude; Uncontrolled Reaction: Weaken Stamina 4 (Incurable) • 29 points**SKILLS**

Deception 6 (+10), Expertise: Soldier 6 (+8), Insight 6 (+8), Intimidation 8 (+12), Investigation 2 (+4), Perception 6 (+8), Persuasion 4 (+8), Ranged Combat: Atomic Attacks Array 8 (+10), Ranged Combat: Guns 4 (+6), Technology 8 (+10), Vehicles 6 (+8)

ADVANTAGES

All-out Attack, Close Attack 4, Fearless, Improved Aim, Improved Critical 2 (Atomic Blast), Improved Initiative 2, Leadership, Power Attack, Seize Initiative, Startle, Well-Informed

PERSONALITY

Major Emerson Cord volunteered for the project that turned him into Fallout in the hopes of becoming a great American superhero. Instead, it not only turned him into a freak, it cost him his face, his career, and any semblance of a normal life. As Fallout, Cord has developed a pathological hatred of the military and government he views as having betrayed him. He also resents the public for so easily falling for the "lies" of his former masters, viewing them as sheep unworthy of his terrible sacrifice.

POWERS & ABILITIES

Cord is a living nuclear furnace. His form is composed of hard radiation and exotic energy somehow held in check by his will and the harness he wears. He can exert control of the energy field that makes up his body to interact physically with the world around him. Fallout can also release this energy as destructive emissions and can irradiate the area surrounding him. His body constantly gives off heat and radiation, making him dangerous to the touch.

ALLIES

Fallout has few true allies, due to his raging paranoia. He only considers Meltdown, Ground Zero, and Half-Life worthy of his trust because they were all created by the project.

SOLO VILLAINS**OFFENSE****INITIATIVE +11**

Atomic Blast +10	Ranged, Damage 18, Crit 18-20
Unarmed +10	Close, Damage 15

DEFENSE

DODGE	10	FORTITUDE	Immune
PARRY	10	TOUGHNESS	18
WILL	12		

POWER POINTS

ABILITIES	90	SKILLS	32
POWERS	160	DEFENSES	21
ADVANTAGES	16	TOTAL	319

COMPLICATIONS

Motivation — Revenge: Fallout is out for revenge. He may couch his activities behind a story of exposing the corruption inherent in the system, but that's just a facade; he's out for blood.

Power Loss: Fallout is a creature made of energy and any substance that interferes with radiation affects Fallout. Enough lead, gold, water, or concrete could interfere with his powers or effectively contain him for some time. In addition if his harness could be disabled or removed, Fallout would likely disorporate... at least in theory.

Quirk — Bitter: Fallout resents his condition to a pathological degree. Opponents may be able to use this fact to get him ranting or to dissuade him from a course of action with the promise of a cure.

Quirk — Paranoid: Cord thinks everyone is out to get him and sometimes sabotages potential alliances due to his inability to work with most other parties because of it.

Quirk — Psychotic: The transformation to living energy caused Cord serious mental problems. These problems make him unstable, erratic, and difficult to rely on long-term.

Together, they're not so much a team as four individuals who sometimes work together. Each of the others is loyal to Fallout and comes to his assistance when he requests it.

ENEMIES

Fallout views the government and, most of all, the men behind the project that created him, his enemies. He also considers the most of the American people his enemies because they swallow the lies the government feeds them without question.

HOOKS

Bunker Buster: Fallout is on the hunt for evidence regarding Project: Hyperion. He's broken into a couple of secret, abandoned Cold War-era research bunkers. The heroes are called in my AEGIS or some other government agency who want the heroes to keep Fallout from entering anymore of these bunkers—because of what, or who, might still be in there!



ALLIES OF FALLOUT

MEMBERS: Ground Zero, Half-Life, Meltdown

BASE OF OPERATIONS: Mobile

MOTIVATION: Revenge and Destruction

The clandestine backers of the secret project code-named NINE TANGENT APPLE searched long and hard for specific qualities they wanted in their planned atomic-powered superman. They looked at potential recruits from all of the branches of the military as well as various organizations within the U.S. intelligence and law enforcement community. Of the twenty men chosen to represent their country's finest, only four survived: Emerson Cord of Air Force Intelligence; Paul Beauchamp of the Army Rangers; Evan Keeler, Army Intelligence before moving into the CIA; and Stephen Hoskins of the Marine Corps' Force Recon. Each was changed dramatically by the fruits of the program's research, not only gifted with powers beyond human ken, but also, unfortunately, mentally and emotionally warped by their experience. Each was given a code name and, for a time, helped by the program's staff of scientists and technicians to develop their newly acquired abilities, and in the case of Fallout and Meltdown, given the technological assistance they needed just to survive and interact safely with the world around them. Then the program's experts slowly discovered the deep-seated psychological problems caused by the transformations and locked them away from the outside world.

After escaping from their imprisonment (see Fallout's background for details), the men have repeatedly attacked military and industrial targets because they believe those organizations worked together to betray them, steal their humanity, and ultimately of turning the country against

them using the media. Though Fallout (Cord) has been the most public in his actions, Ground Zero (Beauchamp), Half-Life (Keeler), and Meltdown (Hoskins) have hardly been idle. Each has left a swath of destruction in their wake.

Over time, the men found that they share a psychic connection of some kind with Fallout. No matter where they are or how far from him they wander, Fallout always knows where the other three are. Further, he is able to send a mental summons—no words or meaning other than a vague sense of his location and that they are to come to him. Each of them defer to Fallout instinctively, not so much as victims of any mind control but more akin to the way a wolf pack defers automatically to their alpha. This same deference doesn't run in reverse, only from the men to Fallout. None of the three have demonstrated resentment towards this relationship thus far, but prolonged proximity to one another apparently generates a form of psychic tension that makes them want distance from each other.

MOTIVATION AND GOALS

Regardless of their backgrounds and former professions, none of these men are planners; even Fallout, seldom has the emotional stability to see complex strategies through to their ultimate ends. This means that even acting together, the four men have a difficult time working together for long and their plans eventually all become "hurt the people who hurt us." Some plans may seem more complex than that in the initial stages, or to outside observers, but they deteriorate quickly. On the one hand, this makes the actions of Fallout and his allies difficult to predict; on the other, it's a certainty the group

will eventually become frustrated and go on a spectacular rampage of destruction, having abandoned their initial plan.

When working apart from one another, Ground Zero and Meltdown wander aimlessly around the country until they randomly hit or are confronted by targets of opportunity. They try to stay below the radar until those episodes of violence occur, with mixed success. Half-life, when he isn't wrapped up in one of his bizarre states of meditation, applies a greater degree of precision in selecting and removing targets, whether those are human or otherwise; however, the actual logic behind his choices is baffling and makes sense only within his delusional fantasies.

TACTICS

In combat, Ground Zero, Half-life, and Meltdown generally act separately from each other, almost ignoring their allies on the field until assistance is necessary. When faced with effective opposition, the three begin operating with great efficiency as a single unit—after all, each was a decorated combat veteran prior to their transformations, so those combat skills are there when they need them. Their favorite tactic is for Ground Zero and Meltdown to unleash a confusing volley of their powers in unison, destructively altering the structure and layout of the environment, disrupting visibility around the battlefield, and leaving their opponents off-balance while Half-Life zips through their opponents using his destructive aura to take out targets until the opposing force breaks and runs. Fallout normally provides aerial support before physically confronting his enemies. Fallout and Ground Zero occasionally like to double-team particularly resilient targets in hand-to-hand combat.

GROUND ZERO

REAL NAME: Paul Allen Beauchamp

OCCUPATION: Former Army Officer (Rangers)

BASE: Mobile, but normally limits himself to the American Southwest

Born and raised on the streets of Detroit, Paul Beauchamp knew he wanted to be an Army Ranger from an early age. His father had been a Ranger and Beauchamp worshipped the man, the only adult figure to keep the boy's respect as the temperamental youth grew up. Beauchamp excelled in his chosen profession and following a tour in Latin America as part of a black ops unit was handpicked for NINE TANGENT APPLE.



As Ground Zero, Beauchamp's physical form is superhumanly durable. He converts incoming energy into both physical strength and accelerated healing. He's more commonly known for his ability to discharge the energy generated by his internal nuclear reactions as explosions, particularly a devastating and immense explosion

on par with some lower-end suitcase nukes. His BOOM! power wipes out his stored reserves of converted energy, though, and it triggers terrible flashbacks of his initial transformation—occasionally leaving him shaking and insensate under the emotional trauma of those flashbacks for a short period of time.

The transformation also seems to have *greatly* amplified Beauchamp's naturally quick temper, and he's driven by a raw, seething rage to a greater extent than any of his companions.

HALF-LIFE

REAL NAME: Evan Keeler

OCCUPATION: Former CIA "Analyst"

BASE: Mobile, but normally limits himself to American East Coast



Evan Keeler was never the nicest or most empathetic person, even when he was human. A borderline sociopath with a keen intellect and enough social awareness to fool one psych profiler after another, Keeler's naturally analytical bent and need for control led him into military intelligence. From there, the halls of Langley were a short step.

After his transformation, Keeler was the first of the four to start setting off red flags among his handlers. His descent into delusional psychosis in which he was an avatar of death judging the flaws of inconsequential mortals

GROUND ZERO

PL13 • 284 POINTS

STR 17/7 STA 8 AGL 4 DEX 3 FGT 8 INT 3 AWE 3 PRE 3

Advantages: Close Attack, Diehard, Fearless, Great Endurance, Improved Initiative, Language (Spanish), Startle, Teamwork

Skills: Athletics 6 (+13), Deception 6 (+9), Expertise: Army Officer 8 (+11), Expertise: Demolitions 8 (+11), Expertise: Tactics 6 (+11), Insight 6 (+9), Intimidation 8 (+11), Perception 6 (+9), Persuasion 5 (+8), Ranged Combat: Guns 5 (+8), Stealth 4 (+8), Technology 4 (+7), Treatment 2 (+5), Vehicles 4 (+5)

Powers: **BOOM!** (Burst Area 6 (1,800 foot radius) Damage 13, **Alternate Effect: Explosive Discharge** (Distracting Burst Area Ranged Damage 13)); **Energy Conversion** (Enhanced Regeneration 10 (Fades, Reaction), Enhanced Strength 10 (Fades, Reaction), Impervious Protection 10 (Limited to Kinetic Transfer and Energy Descriptors only)); **Inhuman Form** (Immunity 6 (Cold, Disease, Heat, Poison, Pressure, Radiation), Leaping 3 (120 feet))

Offense: Initiative +8, Explosive Discharge — (Damage 13), Ranged Combat: Gun + 8 (Damage varies by weapon), Unarmed +9 (Damage 7 to 17)

Defense: Dodge 8, Parry 8, Fortitude 12, Toughness 18, Will 11

Totals: Abilities 78 + Powers 169 + Advantages 8 + Skills 39 + Defenses 16 = 284

Complications: Motivation—Revenge and Destruction.

Quirk: Any "fueled"-levels of Enhanced Regeneration and Enhanced Strength fall back to zero ranks immediately if Ground Zero uses his BOOM! power. **Quirk:** Psychic connection to and gradual feedback when in presence of other Project: Hyperion survivors. **Temper. Quirk:** Traumatic Flashbacks.

HALF-LIFE

PL12 • 356 POINTS

STR 6 STA 7 AGL 6 DEX 4 FGT 6 INT 4 AWE 4 PRE 2

Advantages: Close Attack 5, Defensive Roll 3, Evasion, Fearless, Improved Initiative 3, Instant Up, Move-by Action, Taunt

Skills: Acrobatics 4 (+10), Athletics 4 (+10), Deception 10 (+12), Expertise: Army Officer 6 (+10), Expertise: Spycatcher 8 (+12), Insight 8 (+12), Intimidation 6 (+8), Investigation 6 (+10), Perception 10 (+14), Persuasion 6 (+8), Ranged Combat: Guns 4 (+8), Stealth 8 (+14), Technology 4 (+8)

Powers: **Broad Spectrum Input** (Senses 7 (Dimensional 3 on Vision, Vision Counters Concealment, Vision Counters Illusion)); **Dimensional Focus** (Affects Corporeal on Strength 6 (Activation: Standard Action, Obvious), Affects Corporeal on Molecular Disruption Aura (Activation: Standard Action, Obvious)); **Molecular Disruption Aura** (Contagious Reaction Damage 12 Resisted by Fortitude, Contagious Reaction Weaken Toughness 12 (Affects Only Objects)); **Out of Sync** (Continuous Flight 3 (16 MPH), Insubstantial 4 (Permanent; Innate), Impervious on Will 12); **Radiation "Ghost"** (Healing 8 (Self-Only, Limited to Contact with Radiation Sources), Immunity 30 (Fortitude))

Offense: Initiative +18, Ranged Combat: Guns + 8 (Damage varies by weapon), Unarmed +10 (Damage 6), Unarmed with Aura +11 (Damage 12 and Weaken Toughness 12)

Defense: Dodge 11, Parry 8, Fortitude 9, Toughness 10/7*, Will 12 *Without Defensive Roll.

Totals: Abilities 78 + Powers 203 + Advantages 16 + Skills 42 + Defenses 17 = 356

Complications: Motivation—Revenge and Destruction.

Quirk: Emits distinctive and easily traced radiation signature.

Quirk: Delusional and psychotic with limited grasp on reality.

Quirk: Psychic connection to and gradual feedback when in presence of other Project: Hyperion survivors.

MELTDOWN

PL13 • 285 POINTS

STR 6 STA 6 AGL 2 DEX 2 FGT 8 INT 2 AWE 3 PRE 2

Advantages: Accurate Attack, Close Attack 3, Diehard, Great Endurance, Improved Initiative, Ranged Attack 4

Skills: Athletics 8 (+14), Deception 4 (+6), Expertise: Marine Corps Officer 8 (+10), Expertise: Tactics 8 (+10), Expertise: Wilderness Survival 8 (+10), Insight 4 (+7), Intimidation 8 (+10), Investigation 2 (+4), Perception 6 (+9), Persuasion 6 (+4), Ranged Combat: Guns 6 (+8), Stealth 6 (+8), Technology 2 (+4), Vehicles 4 (+6)

Powers: **Everything's Red** (Senses 1 (Infravision)); **Radiation Reinforced Body** (Immunity 17 (Life Support, Exhaustion, Starvation, and Thirst), Impervious Protection 10); **The Meltdown Effect** (Burst Area Reaction Damage 12); **Thermal Venting** (Cone Area 3 (250 feet) Damage 13 (**AE:** Line Area 3 (120 feet) Damage 13))

Offense: Initiative +6, Meltdown Effect -- (Close, Burst Area Damage 13), Thermal Venting (Close, Cone Area 3 or Close, Line Area 3 Damage 13), Unarmed +11 (Close, Damage 6)

Defense: Dodge 9, Parry 9, Fortitude 12, Toughness 16, Will 10

Totals: Abilities 62 + Powers 151 + Advantages 11 + Skills 40 + Defenses 21 = 285

Complications: Motivation—Revenge and Destruction.

Quirk: Disability—Can only see in Infrared part of visual spectrum. **Quirk:** Powers are uncontrolled without protective suit (Meltdown Effect becomes permanent without suit). **Quirk:**

Protective suit covers fingers like mittens, limiting fine use of hands. **Quirk:** Psychic connection to and gradual feedback when in presence of other Project: Hyperion survivors.

scared the hell out of the program's administrators. After he started losing himself in intense periods of meditation (which he called "contemplating the directions and messages of the universe"), the psych experts redoubled their analysis of the other survivors, leading to the decision to lock them all away.

Half-Life is a being of living radioactive decay that exists partially out of phase with the world around him; he must actively will himself to stay in tune enough with the real world to physically interact with his surroundings at all. He has fast, almost fluid, movements, and his peculiar relationship to reality also defeats most effects aimed at altering or occluding perceptions. His signature ability is that he can cause matter to disincorporate in a cascading chain reaction through mere physical contact. Molecular bonds lose cohesion and things (or people) he touches simply fade from existence. Anything that impedes radioactive processes (large water volumes, lead shielding, radiation-tamping hazmat foam, etc.) will end the cascading aspect of this effect.

Note: For the purposes of the limitation on his self-healing effect that's part of his Radiation "Ghost" power, Half-Life's allies qualify as "Radiation Sources."

MELTDOWN

REAL NAME: Stephen Hoskins

OCCUPATION: Former Marine Corps Officer (Force Recon)

BASE: Mobile, but normally limits himself to American Midwest

The son and grandson of Marines, Stephen Hoskins' eventual career was chosen for him at an early age. His trivial bit of rebellion amounted to joining Force Recon instead of following his family's tradition of infantry command. General Riley Harcourt, one of the high-ranking officers behind NINE TANGENT APPLE, was an old friend of the Hoskins family and had watched Stephen's career with interest. A small exercise of influence and the young man was inducted into the program. After the four men were locked down, Harcourt took personal care in constructing a fictional (and honorable) death to give the Hoskins family a sense of closure regarding Stephen. Unlike the other survivors of the program, Hoskins has more than an impersonal set of names and faces from the program staff to target. His sense of betrayal is very personal and focuses heavily on Harcourt.



Meltdown generates an active nuclear reaction controlled only by the suit he wears. Without that suit, his powers would be constantly and omni-directionally venting into his surroundings. As long as he wears the suit, however, he can choose when the plasma field actively expresses around him, and also focus that emission into intense directed discharges either outward as a wave or slightly more narrowly vented as plasma shooting directly in front of him.

RETURN TO MAIN DATABASE

FROM: Sylvia Whitehead <WhiteheadSylvia1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Faster Pussycat

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Sir,

The fingerprint image sent over with ECPD's files matches one on record with the FBI from a series of burglary cases in Chicago, St. Louis, and Kansas City. It isn't much, granted, but combined with the few photographs we have of the suspect, it definitely supports the ECPD's identification of this woman as a high-end burglar and art thief named Amanda Agostino. When compared to some of these online publicity stills we have for Faster Pussycat, computer analysis and facial recognition software are giving us a 95% match—the differences are easily explained by a little bit of plastic surgery.

Agostino dropped off the grid completely a few years ago, right after a job gone bad in Freedom City that left a couple of her crew and a guard dead. The report we have for that incident mentions involvement from Adrian Eldrich, but my email queries to Special Director DeMaurier have gone unanswered so far. Could you perhaps expedite a response, sir?

I want to express my concern over the plan I saw outlined in the inter-departmental memo from Cyber Crimes—it grossly underestimates the lengths this woman's assistants (as well as her large number of online followers) will go in order to protect her from the authorities. Also, the multiple cut-outs and proxies in the online donation system she uses are simply too complex in my assessment to believe that we can trace that money as effectively as Agent Riley posits in his memo. A few aggressively pursued aiding-and-abetting cases against her service providers should net better results in my professional judgment.

Agent Sylvia Whitehead

Security Analyst/Field Operative
AEGIS District 5



FASTER PUSSYCAT

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

FASTER PUSSYCAT

REAL NAME: Amanda Agostino
OCCUPATION: Underground Internet icon and professional thief
BASE: Emerald City

Amanda Agostino came from a family of thieves. Her grandfather was a jewel thief who had to flee Italy immediately after the Second World War to escape prison. Her father was a frequent contractor for a number of East Coast mob families during the 60s and 70s. She grew up to do her family proud. For several years she operated as a world-class burglar and thief specializing in art, jewels, and other rare items, often working for wealthy collectors and bypassing established fences altogether. She had a reputation for competence and discretion, gathering teams as needed (usually for only a single job) and costing a number of galleries and museums insurance companies dearly. This all came to an end the night she made a grab for a figurine of the Egyptian goddess Bast on display in Freedom City. A flu-stricken security guard whose illness made him run behind schedule arrived at the most inopportune time and

his stray gunshot shattered the figurine Agostino held in her hands. The statue was more than a simple piece of art, it was a vessel used by an ancient sorcerer to trap a fragment of the goddess herself. When it shattered, energies released knocked the guard unconscious, letting Amanda escape.

She remembers nothing of the next week, except the vision of a glowing cat sitting on an altar surrounded by golden sand and the voice of a woman saying, "Yes. You'll do just fine." When she finally came to at one of her safe-houses she was unharmed, but changed. She was taller, fitter, and where once she had been "merely" attractive she was now breathtakingly beautiful. Then she noticed the jewels and artwork that surrounded her bed. She had somehow stolen a good portion of the museum's pricier inventory all by herself.

Agostino abandoned her old life and contacts then and there. A few weeks later, she made the first of her many high-profile robberies, stealing a set of rubies as they were being delivered to a gallery in Los Angeles. Agostino soon hooked up with a group of young data thieves who had become infatuated with her after seeing the video of her robbery. She had the young men set up the beginnings of what would become her online empire—something they gladly agreed to do because of the wealth and other perks she promised them. Shortly afterward, the various online shrines to the exploits of "The World's Most Glamorous Thief" went live and Faster Pussycat never looked back.

PERSONALITY

Faster Pussycat has developed a number of archetypal feline characteristics thanks to the power of Bast. She is vain, self-indulgent, self-absorbed, obsessed with her own comfort and safety, easily bored, and dangerously playful. Agostino is also vivacious, charming, and effective at seducing and manipulating people into doing what she wants—which is mostly to adore her and make it possible for her to acquire the wealth and baubles she "needs."

POWERS & ABILITIES

Amanda Agostino is host to a fraction of the goddess Bast's power. She is supernaturally alluring and charismatic. Her agility and speed are far greater than human and in times of need she can briefly increase her movement speed to superhuman levels. She is also blessed with animal-level perceptions and even a few of the extra lives legend attributes to Bast's totem creature. Aside from her powers, Agostino is a world-class thief specializing in jewels and fine art.

In addition to her supernatural powers, Agostino is a master of manipulating the media and generating buzz. Instead of being just another super-powered thief, she's turned herself into an Internet star with fans the world over. As one fan described her, "She's like Madonna or Lady Gaga with superpowers!"

FASTER PUSSYCAT

PL9

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
2	5	6	5	4	1	3	6

POWERS

Blessings of Bast: Enhanced Advantages 7 (Attractive 2, Inspire, Luck 4); Enhanced Agility 2; Enhanced Dexterity 1; Enhanced Presence 3; Enhanced Stamina 2; Immortality 14 (Quirk—Nine uses*, -1 point); Leaping 1 (15 feet); Regeneration 5 (Limited to while resting in front of altar to Bast); Senses 3 (Acute Olfactory, Low-light Vision, Tracking) • 57 points

Burst of Speed: Quickness 4, Stacks with Superhuman Speed, Linked to Speed 4 (500 MPH), Stacks with Superhuman Speed; Unreliable (usable for a total of 5 rounds) • 4 points

Flurry of Claws: Strength-based Multiattack Damage 2
(Retractable Claws; Precise); Multiattack Strength; Feature 1
(Counts as Unarmed) • 8 points

Superhuman Speed: Enhanced Advantages 9 (Improved Initiative 4, Move-by Action, Seize Initiative, Takedown 2, Uncanny Dodge); Quickness 4; Speed 4 (30 MPH) • 17 points

*At the GM's discretion, some may already have been used

SKILLS

Acrobatics 6 (+12), Athletics 12 (+14), Close Combat: Unarmed 8 (+12), Deception 11 (+17), Expertise: Pop Culture 12 (+13), Expertise: Public Relations 12 (+13), Expertise: Thief 12 (+13), Expertise: Underground Icon 12 (+13), Insight 6 (+9), Intimidation 2 (+8), Perception 6 (+9), Persuasion 13 (+19), Stealth 8 (+14), Technology 6 (+7), Vehicles 4 (+9)

ADVANTAGES

Attractive 2, **Benefit** 3 (**Status**—Internet Celebrity, Independently Wealthy), **Close Attack** 2, **Connected**, **Daze** (Deception), **Defensive Attack**, **Defensive Roll** 2, **Evasion**, **Fascinate** (Persuasion), **Great Endurance**, **Improved Defense**, **Improved Initiative** 4, **Improved Trip**, **Inspire**, **Instant Up**, **Luck** 4, **Move-by Action**, **Redirect**, **Seize Initiative**, **Skill Mastery** (Persuasion), **Takedown** 2, **Taunt**, **Uncanny Dodge**, **Well-informed**

ALLIES

Faster Pussycat is very popular in the costumed underworld. She finds it easy to attract partners for any job she decides to pursue. She has made use of Tribal on many occasions, generally persuades Doc Otaku to help her with needed equipment for special jobs, and has a love-hate relationship with Magpie (currently in the love category).

The allies that most frequently provide her with assistance are the nameless throng of online fans that hang on her every word. They help her launder money through her paid fan sites, they sell her memorabilia (photos, t-shirts, etc.), they keep forums devoted to her (which she often uses to covertly pass information on to certain employers or partners), and so on. None of her fans have become directly involved in her jobs, yet. She's toyed with the idea of setting up a flash mob as a distraction, but that's so passé nowadays she can't bring herself to do it.

OFFENSIVE

INITIATIVE +22

Claws +14	Close, Multiattack Damage 4
Unarmed +14	Close, Damage 2

DEFENSIVE

DODGE	11	FORTITUDE	8
PARRY	9	TOUGHNESS	7/5*
WILL	9	*Without Defensive Roll	

POWER POINTS

ABILITIES	48	SKILLS	65
POWERS	86	DEFENSES	19
ADVANTAGES	20	TOTAL	238

COMPLICATIONS

Motivation—Fame and Fortune: The influence of Bast strongly enhances Agostino's natural acquisitiveness and ego. This leads her to make decisions and pursue actions based on greed and the need for recognition that her professionalism would have once made her avoid.

Obsession—Attention and Praise: Faster Pussycat is driven by the need to be adored. She normally retains enough self-control to channel this into profitable avenues, but her thinking becomes erratic and her temper more pronounced if she goes very long without indulging her need for attention and praise.

Obsession—"It must be mine!": Agostino can become completely enamored with particular baubles, fine art, or other valuables. When this happens she can't concentrate on other jobs or rest until she has made the object of her greed hers and hers alone.

Temper: Faster Pussycat's vanity and self-importance make her easily annoyed and prone to displays of anger or dangerous lapses in judgment when denied her way or when slighted.

HOOKS

Let the Bidding Commence: One of Faster Pussycat's favorite games is to publicize online a number of potential targets for theft and then let forum subscribers bid on which one they want to see her hit. The heroes are approached by one of these potential victims who begs them to stop Faster Pussycat. Even with foreknowledge, are they up for the job?

Old Grudges: Faster Pussycat finds herself drawn to steal specific art treasures from a number of hidden caches. Soon, she has SHADOW on her tail. It turns out that the sorcerer responsible for trapping some of Bast's essence in that figurine was Tan-Aktor, and Bast has finally identified his current incarnation. The treasures are from his private collections and Overshadow is incensed. Soon, Faster Pussycat must seek protection from the heroes to keep SHADOW from killing her, but is she sincere in her request, or is it part of Bast's plan?

Solo Villains

FOXFIRE

REAL NAME: Foxfire keeps her True Name secret
OCCUPATION: Trickster
BASE: Little Osaka, Emerald City

The Elysian Forest outside of Emerald City includes many unusual creatures, some alien or mutated by outside forces, others ancient remnants of human myths and legends, known as the Forsaken. One such is the entity



called Foxfire, a *kitsune-ninko*, or possessing-fox-spirit. In her natural state, Foxfire is true to her namesake: a small fox, seemingly made up of glowing golden light. However, she can become invisible and virtually undetectable at will and further change or conceal her appearance with incredibly realistic illusions.

Many years ago, the mage Dragoneye mystically bound Foxfire, prohibiting the spirit from causing trouble in Emerald City or the Eastern District, and forcing her to perform one service for him each year of his life. The recent passing of Dragoneye freed Foxfire from her agreement, with many years of plotting trouble for Dragoneye and his people on her mind. Although the old mage was no more, his former allies—including the Golden Dragon Society and the alliance of criminals known as the Chamber—still exercised their influence in Emerald City.

So Foxfire possessed a human form and adopted an illusionary guise, allowing her to make mischief for the first time in many years. Several of the criminal elements of the Eastern District faced challenges from the mysterious woman called "Foxfire" and the city authorities sought to discover the identity and motives of the vigilante operating under their very noses.

PERSONALITY

Foxfire is a trickster by nature: delighting in deception and elaborate pranks designed to make fools of others, especially prideful and serious people. She can be rather cruel in ignoring others' feelings, especially when she feels provoked into "teaching someone a lesson in humility" (or humiliation, it's all much the same to her).

She tends to treat people as puppets and playthings, to be used and discarded at her whim. Years of service to the Ito family have given Foxfire some degree of empathy, but also considerable resentment towards humans and their petty problems. She does not kill casually, but also sees nothing wrong with "borrowing" human bodies to serve her own needs. Human suffering is endless, she at least brings some color and excitement into their otherwise meaningless lives.

STR	STA	AGL	DEX	FDT	INT	AWE	PRE
0	2	4	4	2	4	4	5

POWERS**Deceiving Spirit:** Illusion 8 (All Senses, 250 cf., Affects Others)

• 48 points

Fox's Gifts: Flight 4 (30 MPH, Affects Others Only); Sustained Protection 8 (Magical Defenses; Affects Others Only); Ranged Cumulative Affliction 11 (Blinding Light; Resisted by Fortitude; Visually Impaired, Visually Disabled, Visually Unaware, Affects Others Only); **AE:** Ranged Damage 11 (Lightning; Affects Others Only) • 54 points**Innate Accuracy:** Enhanced Skill 5 (Ranged Combat: Fox's Gifts +10), Affects Others, Limited to a maximum of +11 Attack • 5 points**Possession:** Cumulative Affliction 11 (Resisted by Will; Dazed, Compelled, Controlled; Affects Corporeal 11, Concentration, Insidious, Instant Recovery, Subtle 2, Limited to creatures with Int -3 or higher, Limited: Cannot access target's consciousness) • 19 points**Spirit Form:** Comprehend 2 (Languages; Understand and Understood by all); Concealment 10 (All Senses, Continuous); Feature 1 (Glowing visible form); Flight 4 (30 MPH); Immunity 30 (Fortitude Effects); Insubstantial 4 (Not versus Magic; Innate, Permanent); Senses 4 (Vision Counters Concealment, Auditory Counters Concealment, Dimensional, Limited to Spirits) • 97 points**SKILLS**Close Combat: Unarmed 6 (+8), Deception 10 (+15), Expertise: Japanese Mythology 8 (+12), Insight 8 (+12), Intimidation 4 (+9), Perception 10 (+14), Persuasion 6 (+11), **Ranged Combat:** Fox's Gifts 10 (+11 max*), Sleight of Hand 8 (+12), Stealth 8 (+12)**ADVANTAGES**

Defensive Attack, Evasion, Taunt, Uncanny Dodge

POWERS & ABILITIES

In her natural state, Foxfire is an incorporeal inhabitant of the Spirit World, untouched by all save magical powers. She can appear and disappear at will, pass harmlessly through all material objects, and move through the air, free of the effects of gravity. She is untroubled by most mortal concerns and able to perceive the Spirit World and its inhabitants (as they can also see and hear her).

Foxfire has a number of magical powers, not the least of which is the ability to possess living and intelligent creatures (mainly humans). Her spirit body enters the subject's physical form, assuming control over their actions. The host is unconscious and does not recall anything from the time of Foxfire's possession. She is also able to endow her host bodies with various powers, including the ability to fly as she does, and to hurl bolts of lightning, either as damaging blasts or blinding showers of sparks. Attacks affecting Foxfire's host do not

OFFENSE**INITIATIVE +4**

Blinding Light* Ranged Affliction 11 (Dodge/Fortitude DC 21)

Lightning* Ranged Damage 11 *Uses possessed subject's trait(s)

Unarmed +8 Close, Damage 0 (Only other incorporeal targets)

DEFENSE**DODGE** 11 **FORTITUDE** Immune**PARRY** 11 **TOUGHNESS** 2/8***WILL** 11 *= Uses Possessed subjects traits.**POWER POINTS****ABILITIES** 50 **SKILLS** 34**POWERS** 223 **DEFENSES** 23**ADVANTAGES** 4 **TOTAL** 334**COMPLICATIONS****Trickster:** Foxfire is a trickster by nature, given to lying, deception, and manipulation to get others to do what she wants. She has a difficult time resisting an opportunity for mischief or a good prank, especially against a deserving target.**Word Is Bond:** As a spirit, Foxfire is bound to honor the exact letter of any agreement she makes, although she can (and will) creatively interpret or twist the wording to suit her.

affect her, and she can abandon a possessed form at will to seek out another.

Perhaps Foxfire's greatest power is the ability to create detailed illusions, which seem real to all the senses. She uses this ability to change the appearance of host bodies to that of her "Foxfire" identity (even concealing race and gender) and to deceive her targets in a variety of ways. Where Foxfire is concerned, nothing is entirely as it seems. She often pretends to have a variety of other powers, including conjuring things from thin air, invisibility (concealing her host body behind an illusion), and so forth. She delights in using her power to make her foes look foolish.

As a general rule, don't worry about keeping track of resistance checks for Foxfire's possessed form(s) unless she happens to be controlling a player's hero or some other important character in the game. Also note that Foxfire's host retains all of his or her normal traits, save for knowledge-based abilities that she cannot access. So the fox spirit can possess a super-powered host body, adding her own unique powers on top of their already existing ones. This can make both Foxfire and the other superhuman a much more dangerous combination than either one alone!

A FISTFUL OF FOXFIRES

Foxfire is a character is a great deal of variability: depending on her current host-body, she can be an entirely different foe!

The listed game traits assume Foxfire is possessing an innocent bystander: someone with no remarkable abilities (ranks of 0 in all but a few Int or Pre skills Foxfire cannot access). This works for most normal people, Foxfire's usual hosts.

Provide a host-body with some physical training, however, and the fox-spirit's capabilities improve: You can increase Foxfire's Dodge and Parry to reflect a more agile host, and increase Strength with little concern over power level until rank 14, given her +8 unarmed attack modifier and Protection 8. Hosts with higher Stamina or Toughness might call for lower defenses or less benefit from Foxfire's mystic Protection, unless you want a higher combined Toughness.

Where you can really mix-and-match is giving Foxfire a super-powered host body: choose an archetype from the *Hero's Handbook* (possibly some stormer from Emerald City), another villain from this book or your own series, or a hero (player character or NPC) from your own game. Consider a couple of examples:

- **Anvil:** Anvil is a near-perfect host: a physical powerhouse, virtually invulnerable, and (frankly) none too bright or strong-willed. Heroes familiar with his bombastic attitude would certainly notice Anvil's change in personality almost as quickly as his sudden new powers of throwing lightning and blinding light blasts to go with his formidable strength! Foxfire might even disguise Anvil's body with an illusion so the heroes are initially incapable of figuring out how a slight-looking Asian girl manages to pack both the punch and the weight of a semi-trailer!
- **Death Magnetic:** Death Magnetic is a much tougher nut to crack with her Impervious Will and electromagnetically altered brainwaves. Of course, that same bi-polar personality might create complications on both sides when Foxfire is able to possess Death Magnetic (or Chelsea Lincoln), only to be overwhelmed and "possessed" by her evil side! She can then add Foxfire's powers of light, lightning, and illusion to her own magnetic command of metal for a powerful foe!

ALLIES

Foxfire is a loner by nature; few people even know her true nature, much less work with her. She has been known to acquire unsuspecting "allies" using trickery, such as convincing heroes she is a helpless victim or bystander, or criminals that she is one of their own.

ENEMIES

Foxfire is rapidly filling out her dance card with potential enemies: criminal syndicates like the Golden Dragon Society and the Emerald City Yakuza, authorities like AEGIS and the Emerald City Police Dept., and virtually any heroes who happen to cross her path. She tends to assume that her powers and spirit nature make her largely immune to reprisals, but time may prove otherwise.

HOOKS

Careful What You Wish For: Foxfire's latest distraction is taking up a perverse "genie" role. She takes note of

those who are in some way downtrodden, crossed, or unfortunate, and then possesses them and helps them to attain their hearts' desires. This may range from an unemployed single parent suddenly coming into money to a lovelorn teen able to woo a potential love interest. Of course, Foxfire fulfills these "wishes" with little regard for the consequences or the aftermath, and leaves her "beneficiaries" with no conscious memory of their actions. Perhaps one of them is a friend or loved one of one of the heroes, prompting them to investigate the strange goings-on.

Fox's Justice: A common way for heroes to encounter Foxfire is while she is playing "superhero" using one of her host body to bedevil criminals in the Eastern District or elsewhere. A mysterious woman, dressed in traditional Japanese robes and face paint, and displaying various super-powers, might crash a confrontation between the heroes and criminals like the Golden Dragon Society. This leads the heroes to wonder who this mysterious newcomer might be, particularly when it becomes clear she is not motivated by the public good, but her own desire for entertainment.

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Peyton Ramos <PeytonRamos1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — "The Hand of Sin"

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Director,

Thus far, the intelligence we have on what the papers and blogs are calling the "Jadetown Killer" is limited, as you'll see by the contents of the file. We know a little more than the media is reporting, but that's not much. The following things are clear:

- 1) The recent violence against Golden Dragon Society operations in Jadetown is primarily the work of one man, possibly aided by some recruits from disaffected gangs in and around the area.
- 2) We have some (limited) security video of the suspect, referred to by the locals as "Shou Tzin" or "the Hand of Tzin (Sin)".
- 3) Attitudes in Jadetown suggest the locals feel this is an internal matter. There's been a distinct lack of cooperation from witnesses and the usual informants. They're either scared of, or loyal to, the Golden Dragon Society or whomever this Shou Tzin newcomer is.
- 4) The name Shou Tzin or "Hand of Sin" strongly suggests a tie with Doctor Sin (file attached). If so, then we've definitely got Big Trouble in Jadetown, so to speak. Sin hasn't had any known operations in EC before, but a lot of things have changed recently, and this could be one of them.

As much as I'd otherwise be happy to have someone knocking off the triads and their dirty business in the Eastern District, I strongly recommend further investigation into the identity of this Shou Tzin and whether or not he's the Jadetown Killer. This could be the opening salvos of a full-blown gang war in the District that has the potential to spill out into other areas of the city.

Agent Peyton Ramos

Senior Security Analyst/Field Operative
AEGIS District 5



THE HAND OF SIN

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS



THE HAND OF SIN

REAL NAME: Shou Tzin, "the Hand of Sin"

OCCUPATION: Agent of Doctor Sin

BASE: Doctor Sin's hidden lairs (currently Emerald City)

After the death of his daughter, Jasmine, and the loss of his granddaughter, Callie Summers, who remains loyal to the legacy of her father, the original Raven, Doctor Sin began to consider the future. While he is virtually immortal, thanks to his

mastery of various sciences and arts, a man such as he still needed a lieutenant, a capable right hand to serve him, and perhaps even become his heir, in the event that death should claim him.

Pondering this problem, Doctor Sin came to the conclusion that the only man he could trust, the only one worthy of his name and empire was: himself!

Fortunately, his long association with the organization SHADOW gave Doctor Sin access to advanced cloning technology, used to create legions of SHADOW troopers in the literal mold of their leader.

Doctor Sin modified this technology for his own purposes and, some months later, a fully mature clone emerged from the nutrient tank, programmed with initial memory imprints and skills.

Trained at the devilish doctor's secret bases around the world, Shou Tzin (or "the Hand of Sin") learned to master his pre-programmed skills and developed others. Rigorous training improved upon the gifts of genetics and fast-growth cloning, until he became a deadly warrior with a keen intellect. Doctor Sin kept the origins of his new "hand" a secret, lest his enemies should try to use Shou Tzin against him. His many decades taught him the value of patience, and so he waited until the time was ripe to introduce his protégé to the world.

That time came following the Silver Storm and the sudden changes in Emerald City. Previously,

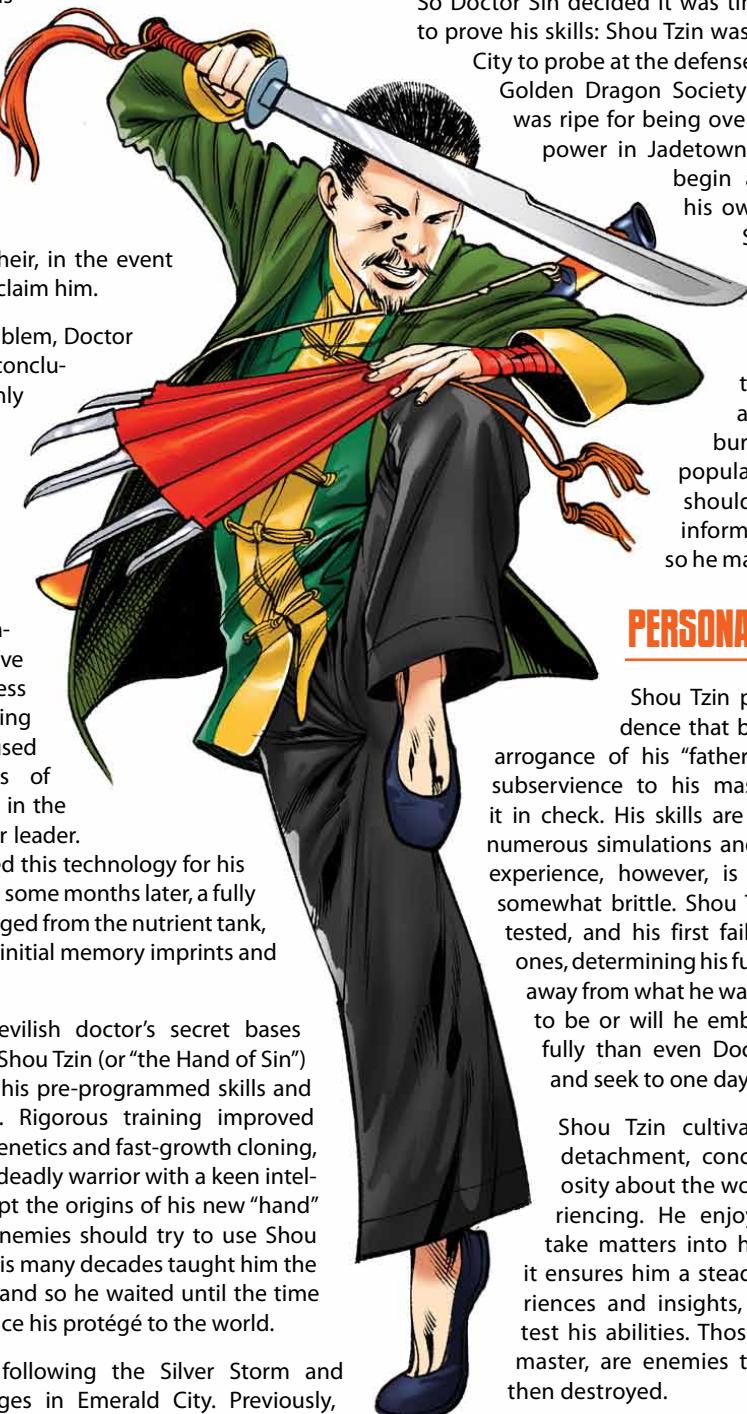
Doctor Sin maintained only a nominal interest in the city, otherwise a hub for Pacific Rim trading. The Golden Dragon Society controlled most of the criminal activity in Jadetown, and the wizard Dragoneye was associated with the Chamber, which ruled Emerald City from the shadows. Doctor Sin had no desire to start a gang-war for control over such a largely unimportant locale. However, the death of the previous Dragoneye and the fracturing of the Chamber changed all that.

So Doctor Sin decided it was time for his faithful hand to prove his skills: Shou Tzin was dispatched to Emerald City to probe at the defenses and operations of the Golden Dragon Society and learn if the Triad was ripe for being overthrown as the criminal power in Jadetown. He was instructed to begin assembling a gang of his own, one loyal to Doctor Sin and capable of taking action against the Society, if their master chose to do so. Should opportunities arise to learn more about Emerald City's burgeoning superhuman population, the Hand of Sin should do so, funneling all information back to his patron so he may decide his next move.

PERSONALITY

Shou Tzin possesses a quiet confidence that borders on the towering arrogance of his "father," Doctor Sin. Only his subservience to his master and creator holds it in check. His skills are considerable, tested in numerous simulations and training exercises. His experience, however, is shallow and therefore somewhat brittle. Shou Tzin has yet to be truly tested, and his first failures will be significant ones, determining his future destiny. Will he turn away from what he was bred and programmed to be or will he embrace his heritage more fully than even Doctor Sin could imagine, and seek to one day overthrow his "father?"

Shou Tzin cultivates a cold façade of detachment, concealing a burning curiosity about the world he is only just experiencing. He enjoys the opportunity to take matters into his own hands because it ensures him a steady stream of new experiences and insights, as well as chances to test his abilities. Those who defy him, or his master, are enemies to be carefully studied, then destroyed.



THE HAND OF SIN (SHOU TZIN)

PL9

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
3	3	4	4	11	9	9	3

EQUIPMENT

- Sword** (Strength-based Damage 3, Crit. 19-20) • 4 points
Shuriken (Ranged Multiattack Damage 1) • 3 points
Smoke bombs (Cloud Area Concealment Attack 4) • 12 points
11 points of other equipment, as needed.

SKILLS

Acrobatics 10 (+14), Athletics 10 (+13), Deception 8 (+11), Insight 4 (+13), Intimidation 8 (+11), Investigation 4 (+13), Perception 4 (+13), Persuasion 6 (+9), Ranged Combat: Throwing 3 (+7), Sleight of Hand 4 (+8), Stealth 10 (+14), Technology 5 (+14), Treatment 2 (+11), Vehicles 6 (+10)

ADVANTAGES

Agile Feint, **Benefit 3** (Patron: Doctor Sin), Chokehold, Defensive Attack, Defensive Roll 2, Diehard, Equipment 6, Evasion, Fast Grab, Hide in Plain Sight, Improved Critical 2 (Unarmed), Improved Defense, Improved Disarm, Improved Initiative, Improved Trip, Instant Up, Languages 3 (Cantonese, English, Japanese, Russian, Mandarin native), Power Attack, Precise Attack (Close, Concealment), Ranged Attack 4, Redirect, Trance, Uncanny Dodge

POWERS & ABILITIES

The Hand of Sin is an excellent physical specimen, with considerable training in athletics and combat techniques. He specializes in a mixed martial-arts style based on ancient Chinese practices, and prefers suitably archaic weapons, although he's perfectly capable of wielding modern ones as well. His training encompasses infiltration and espionage as well, although he is only beginning to develop the kind of scientific knowledge and technical expertise of his patron.

Shou Tzin makes ample use of the cover of darkness in his work, and uses the small chemical smoke bombs he carries to whip up momentary concealment, which he can exploit with his training for fighting blind (which his foes often lack).

ALLIES

Shou Tzin has the backing of Doctor Sin and his extensive organization, although he works largely on his own or in charge of a small gang of his own making. He may have various thugs (*Hero's Handbook*, page 218) at his beck and call, particularly if he has taken over several smaller gangs.

ENEMIES

Doctor Sin's enemies are the enemies of his Hand as well. Presently, Shou Tzin's key foes are the members of the Golden Dragon Society in Emerald City, but various crime-lords and underworld figures would take an interest in him, especially if they knew the true nature of his origins and his relationship with his master.

OFFENSIVE

INITIATIVE +8

- | | |
|--------------|------------------------------|
| Shuriken +11 | Ranged, Multiattack Damage 1 |
| Sword +11 | Close, Damage 6, Crit. 19-20 |
| Unarmed +11 | Close, Damage 3, Crit. 18-20 |

DEFENSIVE

- | | | | |
|--------------|----|--------------------------|------|
| DODGE | 13 | FORTITUDE | 9 |
| PARRY | 13 | TOUGHNESS | 5/3* |
| WILL | 9 | *Without Defensive Roll. | |

POWER POINTS

- | | | | |
|-------------------|----|-----------------|-----|
| ABILITIES | 92 | SKILLS | 42 |
| POWERS | 0 | DEFENSES | 17 |
| ADVANTAGES | 37 | TOTAL | 188 |

COMPLICATIONS

Clone: As a clone, Shou Tzin has no legal identity and may have certain biological complications.

Sheltered: Shou Tzin knows no other life than what he is programmed to know. Thus there are blind spots in his knowledge and experience of the outside world.

The Son of Sin: Shou Tzin is a clone of his creator, Doctor Sin. He therefore feels considerable loyalty to his "father" but also shares much of Doctor Sin's arrogance and ego.

HOOKS

The Hand and the Dragon: Shou Tzin smuggles himself into Emerald City and, ensconced in Jadetown in the Eastern District, begins probing the defenses of the Golden Dragon Society. This means various strikes against their operations in the District and throughout the city. Initially, the authorities and the heroes might assume there's a new local hero at work, but the Hand of Sin has no interest in showing mercy to his enemies or to working with the authorities. So when Golden Dragons start turning up dead, it becomes more of a gang-war situation than a fellow vigilante. Still, the Hand of Sin might contact heroes who have come into conflict with the Golden Dragon Society in order to find out what they know, and even to forge a temporary alliance.

A Multitude of Sins: Things in the Eastern District get complicated when it appears that the Hand of Sin is everywhere at once, greatly stepping up operations against the Golden Dragons. The Triad is backed into a corner and places a considerable bounty on the Hand's head. Then a badly wounded Shou Tzin comes to the heroes looking for sanctuary from Triad assassins, only to be struck down at the last moment by a killer from a nearby rooftop or alley, an assassin who looks just like him! Has Doctor Sin unleashed a legion of clones on Emerald City? Are they—knowingly or unknowingly—competing for survival and the true role as their creator's "hand?"

SOLO VILLAINS

HEXENHAMMER

REAL NAME: Erich Adler

OCCUPATION: Witch Hunter; vengeful body-snatching wraith

BASE: Mobile

Born in the mid 15th Century, Erich Adler was one of the period's most infamous witch-hunters. Raised a devout Catholic, young Erich became a soldier in the service of Church and was even involved in a failed attempt to begin a new crusade. It was during these years he took a young miller's daughter as a bride. While away on one of his many missions for the church, his wife was taken by outlaws. Hearing of her abduction he rushed home. He slaughtered the bandits but was too late to save his love. Looking around her killers' lair at the Satanic imagery and pagan trappings the outlaws used to intimidate the populace, his hatred and zealotry grew. Reeling from the loss and unable to fight such foes abroad, he turned his focus towards local concerns and joined the church's crusade against heresy, magic, and witchcraft. Possessing the blind devotion of a fanatic and the skills of a warrior, he dedicated his life to the extermination of magic in all its forms. Adler viewed the supernatural as a disease; a plague that could only be snuffed out by the elimination of all who carried it in their blood. Unlike some of his more moderate peers, he made no distinctions between white and black magic or active and potential magic skill. All who used magic were the enemy of himself, God, and man... in roughly that order.

Adler's hate-fueled personal crusade was hell on local herbalists, pagans, and the occasional supernatural creature. However, he lacked the true power to oppose most major magical threats and this resulted in several defeats at the hands of various magicians and monsters. To aid his efforts he founded a covert arm within the Inquisition, the Order of St. Henricus. The order had more success than Adler alone, but as he grew older he

realized the forces he so loathed would long outlast his efforts to wipe them out. So, with a hefty dose of hypocrisy and irony, he turned to magic himself.

Capturing and torturing various mystics, Adler learned how to craft a terrible weapon that would give him the power and immortality necessary to continue his mission. Under pain of death and torture for them and their families if they dared refuse his requests or reveal his plans, he directed a team of scholars and craftsmen to construct the weapon using instructions drawn from



HEXENHAMMER

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
4	6	2	2	10	1	4	2

POWERS

Fanatical Fervor: Enhanced Advantages 4 (Fascinate: Expertise: Oratory, Inspire 2, Leadership), Limited: Only usable on religious zealots/followers • 2 points

Hexenhammer: Device, Indestructible, Removable (-15 points) • 63 points

- **Anti-Magic Wards:** Immunity 20 (Magic), Reflect
- **Hammer Strike:** Strength-based Damage 6, Affects Insubstantial (Full Ranks), Penetrating 4; Linked to Nullify Magic 10, Broad, Simultaneous, Reduced Range (Close)
- **Heal Wielder:** Regeneration 5
- **Soul Vessel:** Feature 1 (holds the soul of wielder when not in host body)

Witchfinder: Senses 4 (Ranged Detect: Mystics and Potential Mystics, Tracking 2 (Detect)) • 4 points

SKILLS

Acrobatics 2 (+4), Athletics 4 (+8), Expertise: Magic 4 (+5), Expertise: Oratory 6 (+8), Expertise: Interrogation and Torture 7 (+8), Insight 1 (+5), Intimidation 10 (+12), Investigation 5 (+6), Perception 4 (+8), Stealth 4 (+6)

ADVANTAGES

All-out Attack, Close Attack 2, Defensive Roll 4, Evasion, Favored Foe (Mystics), Improved Critical 2 (Hammer Strike Damage), Improved Initiative, Improved Trip, Languages 2 (German, Latin), Power Attack, Precise Attack (Close, Concealment), Quick Draw, Ranged Attack 6, Skill Mastery (Intimidation), Startle, Takedown, Weapon Bind, Weapon Break

the tortured lips of magicians and occultists. The result of their indentured labors was the Hexenhammer, the “witch hammer.” The weapon would protect its wielder from magical assault and sustain his existence until all sorcerers, witches, and magicians and their descendants were wiped from the earth. All Adler had to do was take the hammer in his hands and his spirit would be bound and protected by it. Without hesitation, he did so and his fate was sealed.

Erich Adler's body dropped lifeless to the floor as his soul was drawn into the hammer itself. A stunned blacksmith named Eberhardt was the first to touch the Hexenhammer. In moments, the craftsman's soul was forced from his body and Adler's spirit took over. This began a cycle of death and rebirth, as Adler, now the Hexenhammer, used up one host body after another only to return when the next poor, unknowing soul grasped the Hexenhammer. For centuries the mad spirit in the Hexenhammer has continued his bloody mission, hunting all who would use magic for any ends.

PERSONALITY

Hexenhammer was always a fanatic but being bound in a weapon, the sole purpose of which is destroy magic, has

OFFENSE

INITIATIVE +6

Hammer Strike +12 Close, Damage 10, Penetrating 4, Crit. 18-20; Linked Nullify 10 (Will DC 20)

Reflected Attacks +8 Ranged, Effect Varies

Unarmed +12 Close, Damage 4

DEFENSE

DODGE 12 **FORTITUDE** 10

PARRY 12 **TOUGHNESS** 10/4*

WILL 12 *Without Defensive Roll

POWER POINTS

ABILITIES 62 **SKILLS** 24

POWERS 69 **DEFENSES** 24

ADVANTAGES 29 **TOTAL** 208

COMPLICATIONS

Hatred: Hexenhammer hates all magic-users, mystics, and occultist, believing them corrupt, godless, and evil.

Motivation—Annihilation: Hexenhammer is on a holy crusade to destroy all magic, magical beings, supernatural creatures, and mystic objects. He will not rest until he achieves his goal.

Trapped Soul: Hexenhammer's spirit is bound to his enchanted hammer and is trapped inside it whenever he is without a host body. His spirit cannot rest until he has purged humanity of mystics, sorcerers, and their descendants.

only made him worse. He exists only to punish and exterminate mystics and magic-users. He makes no distinctions between good and evil among the mystical community, believing all magic to be sinful and corrupting. Thus he extends his blind hatred to the descendants of such individuals as well and will do anything to save humanity from its influence.

Hexenhammer will do anything to further his goals. He is not above taking hostages, torturing captives, or even killing innocents if it serves his mission. He tells himself he is doing what must be done and that God will forgive his sins and welcome any innocent he must sacrifice along the way; but the reality is he really just doesn't care about the suffering and pain he causes. He also has no trouble throwing his current host into deadly or even suicidal situations.

POWERS & ABILITIES

The Hexenhammer itself is a mystic weapon able to deal terrible blows, break through mystic enchantments, and protect its wielder from magical assault. It can even turn such powers back on their users. The hammer is bound to

SOLO VILLAINS

HAMMER OF THE DRAGON, PART 2

Dracula disappears with the Hexenhammer, leaving the mansion to be destroyed by a fiery explosion with the heroes in it! They must escape and contain the damage, then learn the next part of the vampire lord's plan. Hexenhammer, deprived of his weapon, is desperate to regain it and furious at being tricked. He is also (secretly) fearful of what Dracula may do with the mystic power contained in the hammer.

Fortunately, Hexenhammer is so innately connected to his weapon that he can sense its presence and track its location: back towards the heart of Emerald City. Before he or the heroes can go after it, however, a strange mist rolls in across the smoldering ruins of the manor and the distant lights of Emerald City go dim in the fog. When the heroes investigate, they discover an astounding sight: Emerald City has been transformed from a modern metropolis to a sprawling city out of late medieval Europe, complete with cobblestone streets, rows of shuttered cottages, and a great castle looming atop Sunset Hill. What's more, the city's inhabitants look and act like European peasants, in spite of speaking modern English. They are entirely cowed by their fear of their lord and master...Dracula!

If you want to further complicate matters, the magical transformation may also limit or suppress the heroes' powers, forcing them to conform to the setting. They could have no powers at all, or have to make suitable checks (Will being the most appropriate) in order to use their powers, as if they all had a Will Check Required flaw: DC 10 with the amount the check exceeds the DC equal to the effect rank the character can use. You can also have some fun transforming the heroes into "period" characters with appropriate themes and things like clockwork gadgets and 16th century versions of their powers.

The heroes quickly discover Dracula has a new legion of minions. His "eyes" and "ears" are everywhere in the form of bats and rats, packs of roaming wolves attack intruders on the outskirts of the city, and superstitious villagers (even the heroes former friends and allies) are quick to turn on strangers in hopes of currying favor with the vampire lord.

What's worse, as morning approaches, the heroes notice the sun is not coming up! They quickly learn the entire affected area is inside some type of "pocket dimension" where it is always night, and any attempt to leave simply sends travelers into a bank of impenetrable mist, from which they emerge headed back towards Sunset Hill.

The whole thing can culminate in a battle royale in Dracula's castle, complete with animated suits of armor and gargoyles, lesser vampires and undead, and Dracula's various animal minions, as the vampire bats the heroes around with the Hexenhammer until Adler manages to sneak up on him and reclaim it. Adler, his soul linked to the hammer, can break the enchantment and restore the world to normal.

Of course, Hexenhammer is not necessarily inclined to undo all of Dracula's work. While he is the enemy of all such wickedness, the idea of restoring a simpler age when men and women knew their places and feared an angry God is appealing. So the heroes have to be prepared to deal with a double-cross once Hexenhammer reclaims his weapon and Dracula is dealt with, or the heroes may find themselves suddenly working with their vampiric foe once Hexenhammer has his weapon and decides to switch sides.

The aftermath of the adventure is perfect for having either or both villains disappear, leaving behind only the hammer, which can be taken into custody, at least until some new unfortunate soul happens to fall victim to its possessing power.

its wielder and cannot easily be taken away. In game terms, the hammer is not Easily Removable despite appearing so; it can be disarmed or otherwise taken away but can be instantly returned with a free action. In addition to these abilities, it holds the soul of Erich Adler whenever he is not possessing another and anyone touching it during this time risks becoming his new host.

Adler is a skilled warrior, trained interrogator, and fanatically devoted foe of all things magical with centuries of experience. His spirit empowers and augments those he possesses, making them often stronger, faster, and more formidable than they were before (see sidebar). Though he often speaks and dresses like something out of an old period-piece horror film, he is no stranger to modern technology—though he prefers to rely on his skills and his enchanted weapon.

ALLIES

The Order of St. Henricus still exists as a heretical cult outcast from the Church. Its' members all know of Hexenhammer and believe he is a chosen agent of

divine retribution. Hexenhammer will also ally himself with the enemies of various mystical heroes even if these are supernatural or magical in origin themselves—justifying this by saying his erstwhile allies will be dealt with at a later date.

ENEMIES

Hexenhammer is the sworn enemy of all human mystics, magicians, sorcerers, and supernatural creatures. He also counts anyone descended from such individuals among his foes. This fanatical belief has caused him to run afoul of various mystic heroes such as Earth's Master Mage, Adrian Eldrich, and the Freedom League's newest member, Seven.

ADVENTURE HOOKS

Suffer Not a Witch to Live: An NPC connected to one of the heroes reports being followed by a strange looking man in a long coat and hat carrying a strange-looking walking stick that "kinda looks like a hammer." The stalker

HIGHER-PL HEXENHAMMER HOSTS

A super-human or otherwise hyper-capable individual might end up touching the hammer when Adler's spirit is inside it. If this happens a battle of wills occurs as the villain tries to take over. Treat this as a Progressive Affliction 12 (Resisted by Will; Dazed, Stunned, Transformed). If the target successfully saves they are restored to normal and never again can the Hexenhammer attempt to possess the character. If the character fails then the soul is driven from his or her body and it's transformed into a new host for the villain. Any physical abilities or powers that are superior to Hexenhammer's own remain at current levels, but any mental abilities, powers, skills, and advantages are eliminated and replaced with Hexenhammer's. This might result in increasing Hexenhammer's PL and likely makes him an even bigger threat.

Generally the victim's soul is driven out of the body permanently and Hexenhammer takes over. However, for PCs and important NPCs the victim's soul can be restored with appropriate heroic actions. The heroes may need to retrieve the victim's spirit from wherever it's been banished and have it battle Hexenhammer for control. The method depends largely on how much time and focus the GM wants to give to the battle. GMs might also allow mystic PCs to design rituals or use power stunts to exorcise Hexenhammer from a host body and return him to the hammer. Also, any PC who's physical form is possessed by the villain should receive the appropriate Hero Point awards.

is of course Hexenhammer who has identified the NPC as a descendant of an accused witch he hung centuries earlier. Can the heroes prevent their loved one from suffering the fate of their ancestor?

God Loves, Man CRAVEs: Hexenhammer has decided to change tactics. Posing as modern evangelist Reverend Eric Eagle, Hexenhammer has founded the Crusade for Real American Values and Ethics (CRAVE.). Superficially, CRAVE seems to be another faith-based political action group, but really the villain is using it to recruit and indoctrinate followers in his personal quest to eliminate all mystics. The Order of St. Henricus forms much of the organization's inner circle and it's possible the organization might attract some like-minded superhumans. As CRAVE's ranks grow Hexenhammer begins to use its members to find and kidnap various mystics and occultists. Can the heroes stop and expose the villain before he begins a new Inquisition?

Stakes are Raised: After a confrontation with a vigilante hero leaves Hexenhammer's host dead and the villain's spirit inside the would-be hero. Can the player characters force Hexenhammer out of his new host or has he become an even more potent threat? GMs looking for a suitable hero to serve as a host can use one of the Emerald City Sentinels, an NPC from their own game, or any of the Hero Archetypes in the Mutants & Masterminds *Hero's Handbook*. This turn of events likely raises Hexenhammer's Power Level significantly, so it may be quite a challenge for your heroes.

THE ORDER OF ST. HENRICUS

The anti-magic crazies who make up this group call themselves a religious order, but really it's more of a cult. Each member bears a brand in the shape of a cross *pattée* (commonly known as the Germanic or iron cross) somewhere on their body. They see Hexenhammer as a combination of divine instrument and patron saint. The members aid him however they can, often providing information or combat support when the villain goes after a target. If present when the villain's host body is killed, one will gladly take up the hammer and become the new host. Members can also be encountered independently, working to research, observe, harass, hinder, or even eliminate magic-related individuals. Given their general lack of power, these efforts usually employ indirect means or coordinated ambushes. However, their blind fanaticism and use of anti-magic charms and enchantments makes them a danger to mystics.

Members of the order come from various backgrounds. They use appropriate Minion Archetypes from the *Hero's Handbook* and *Gamemaster's Guide* but add Expertise: Magic 2, Expertise: Theology 4, and the Advantages Teamwork and Second Chance (Resisting Magic-based Will Effects). Some appropriate Minion archetypes for your average St. Henricus member include: Cultist, Militant, Thugs, Goons, and Toughs.

MUTANTS & MASTERMINDS

HUNTMASTER

REAL NAME: Rol-An-Dye
OCCUPATION: Hunter
BASE: The Hunting Lodge

The true history of the Huntmaster is unknown, although his name is known and feared across countless dimensions. Some say he is one of the Alphans, the first beings in the omniverse to attain awareness, and that he has been hunting since time began. Others believe he is a survivor of some long-dead reality, either consumed by the Doom-Coil of the Terminus or hunted to lifelessness by the Huntmaster himself. Perhaps he is some long-forgotten god of the hunt, still following

his nature in spite of his worshippers being dust, or the scion of a technologically advanced timeline, curing his extreme boredom with the excitement of hunting prey in other realities.

Whatever the case, the Huntmaster travels across the worlds of the omniverse, accompanied only by his pack of robotic Warhounds. Their electronic baying is the sound of doom. When Huntmaster arrives on a world, he has already selected his prey. Most often it is some powerful warrior, able to give him a good chase, a challenging fight, or both, although the Huntmaster has been known to pursue dangerous and legendary beasts as well. He sometimes accepts interdimensional bounties, pursuing targets with a price on their heads; not for profit, but simply because they pose interesting challenges.

PERSONALITY

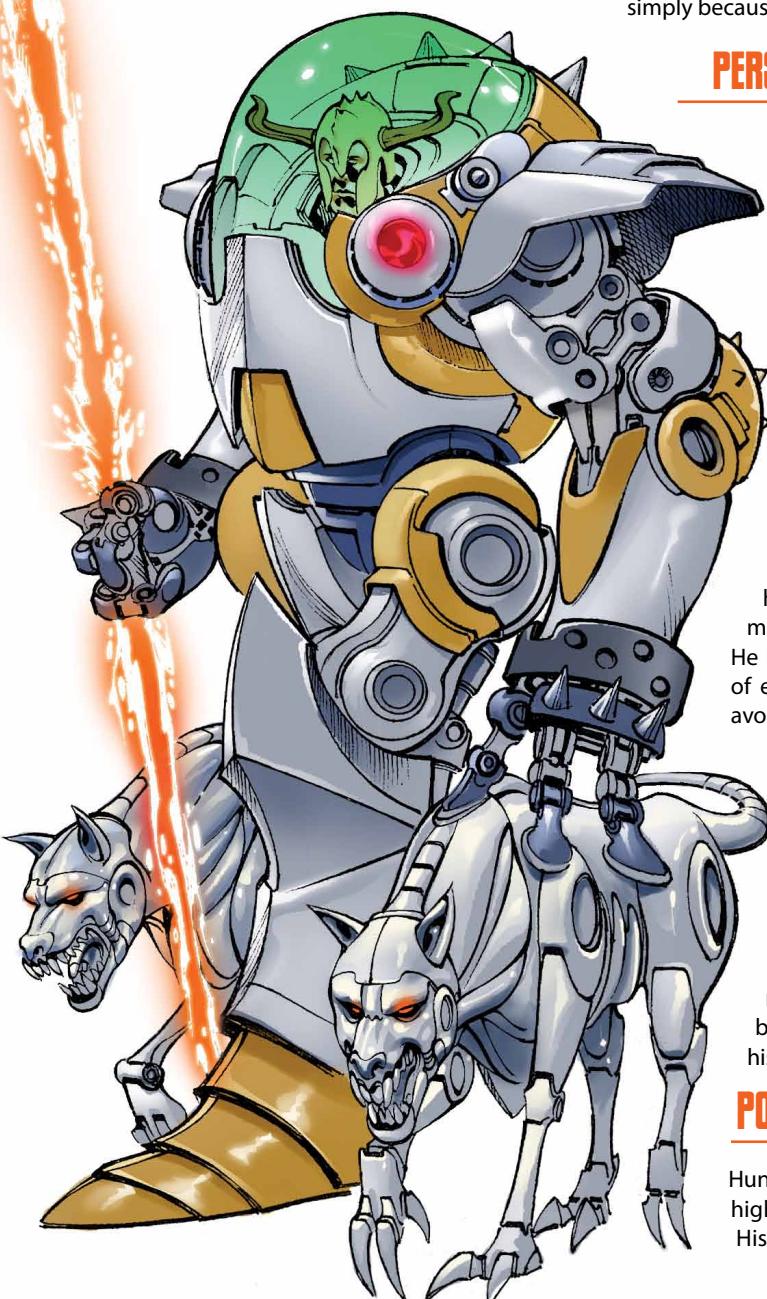
Huntmaster is singularly obsessed with the art and act of the hunt. He cares about nothing else, and pursues his current prey with fanatical devotion. He cares absolutely nothing for the mores or laws of whatever society he happens to encounter. He has visited countless worlds and they are all much the same to him. Any who choose to interfere with his sport will learn to regret their presumption.

The integrity of the hunt is vitally important to Huntmaster, so he maintains his own code of honor where it is concerned. He prefers to hunt alone, aided only by his hounds, although he uses proxies and informants to gather information about his prey. He likes a challenge, and prefers prey capable of evading or fighting him. Thus he tends to avoid laying traps except to lure his target into the open and perhaps give him an edge in the ensuing fight. A trap that simply takes out the prey deprives him of claiming victory.

Huntmaster has sworn that a target able to best him in a fair contest is off-limits; he will no longer hunt that prey. This oath has never been tested, as Huntmaster has never been beaten. It remains to be seen if his ego would permit him to keep his word in such a case.

POWERS & ABILITIES

Huntmaster is in fine physical shape and a highly skilled hunter, tracker, and combatant. His true power lies in the various devices at



HUNTMASTER

PL13

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
13*	7*	1	3	13	1	3	2

POWERS

Huntmaster Armor: Removable (-51 points)
Armor Plating: Impervious Protection 8 • 16 points
Energized Hull: Reaction Damage 8 (When grabbed) • 32 points
Large Frame: Growth 4, Permanent, Innate • 9 points
Leg Actuators: Leaping 8 (1,800 feet), Speed 5 (60 MPH) • 13 points
Plasma Spears: Ranged Damage 13, Homing 2 • 28 points
Sealed Systems: Immunity 10: Life Support • 10 points
Sensor Suite: Senses 11 (Acute Olfactory, Communication Link with Warhounds, Darkvision, Direction Sense, Distance Sense, Extended Vision, Infravision, Radio, Tracking Infravision, Tracking Olfactory) • 11 points
Servo-Bundles: Enhanced Strength 6 • 12 points
Translator: Comprehend Languages 2 • 4 points
Wormhole Generator: Movement 3 (Dimensional Travel 3, Affects Others, Burst Area, Selective), Summon Warhounds 10 (Continuous, Controlled, Heroic, Horde, Multiple Minions 2 (Four 150-point Warhounds)) • 125 points

SKILLS

Athletics 2 (+15), Expertise: Dimensional Geography 8 (+9), Expertise: Hunter 12 (+13), Insight 10 (+13), Intimidation 8 (+12)*, Investigation 8 (+9), Perception 10 (+13), Ranged Combat: Plasma Spears 10 (+13), Stealth 8 (+5)*, Technology 4 (+5), Treatment 4 (+5), Vehicles 8 (+11)

his disposal, particularly his massive suit of armor and his pack of robotic "Warhounds".

Huntmaster's armor is a nine-foot articulated battlesuit with self-contained life support and a quantum-tunneling wormhole generator, allowing him to traverse the dimensions. The suit enhances his strength, protects him from harm, and generates his signature weapon: a long shaft of high-energy plasma he refers to as (and wields like) a "spear". He can also electrify the surface of his armor, should any foe get too close to his person.

Note, Huntsman's exact origin is up to you. Perhaps it's a position passed from one Huntsman to the next, perhaps he is a god or immortal. Depending on what you decide, you may wish to add Immunity 1 (Aging) and possibly other powers to reflect his true nature.

ALLIES

Huntmaster has no allies apart from his pack of Warhounds. Indeed, his personal code forbids him from working with others on a hunt, save for acquiring information about his target(s). He's (grudgingly) willing to work with "beaters" intended to drive his prey into the open, but prefers to handle as much of the hunt on his own as possible.

ADVANTAGES

Accurate Attack, Equipment 8 (Hunting Lodge HQ & Sky-Chariot), Fast Grab, Improved Critical (Plasma Spears), Improved Initiative, Second Chance (Tracking checks), Seize Initiative, Startle, Takedown, Tracking, Well-informed

OFFENSE

INITIATIVE +5

Energized Hull Close, Damage 8
Plasma Spear +13 Ranged, Damage 13, Homing 2
Unarmed +13 Close, Damage 13

DEFENSE

DODGE 11* FORTITUDE 13
PARRY 11* TOUGHNESS 15*
WILL 13 *Includes Growth modifiers.

POWER POINTS

ABILITIES	58	SKILLS	46
POWERS	205	DEFENSES	28
ADVANTAGES	18	TOTAL	355

COMPLICATIONS

Code of the Hunter: Huntmaster believes in what he considers a fair contest with his prey: they must be free and able to run or fight back (at least initially), he will not attack with any allies other than his Warhounds, and if his prey can win the fight, the Huntmaster will let them go.

Lives for the Hunt: Huntmaster is obsessed with the thrill and challenge of the hunt and ignores anything that interferes with his focus.

ENEMIES

Huntmaster has earned numerous enemies over the years, particularly friends and relations of his unfortunate prey. However, most of them are in distant dimensions, unable to reach or even find him. Huntmaster typically draws the ire of local authorities, but cares little about them unless they attempt to interfere with his "sport".

HOOKS

Predator & Prey: The classic Huntmaster scenario has him appearing in the heroes' dimension intended to hunt them! Huntmaster is capable of posing a threat to a team of PL10-11 heroes, especially with the aid of his Warhounds. His initial appearance might be to get his bearings and gather information. He'll inevitably take the opportunity to announce his intentions to the heroes, perhaps causing some public crisis to attract their attention, and give them a brief opportunity to put their affairs in order before the hunt begins in earnest.

When he next appears, Huntmaster comes after them with all of the resources at his disposal and it's up to the heroes to figure out a way to escape or defeat him. The alternative version of this scenario is for Huntmaster to target someone the heroes have to protect, earning the interdimensional hunter's ire for their interference in his "game."

Hunting the Huntmaster: Should the heroes manage to defeat Huntmaster and earn his respect (and his oath never to hunt them again) that doesn't mean their days of dealing with him are over. They could be abducted to some alternate reality by the Huntmaster's latest target, who has heard rumors of these heroes who managed to survive his onslaught. He begs them for protection just as the Huntmaster's hounds appear. While he has sworn not to hunt them, the Huntmaster will brook no interference from the heroes, and will consider them valid prey if they choose to oppose him!

THE HUNTING LODGE

The Huntmaster's "Hunting Lodge" is a tiny pocket dimension hidden in the "folds" of reality, accessible only to dimensional travelers aware of the proper vibrational frequency to reach it (something the Huntmaster keeps to himself). He uses the Lodge as a place to rest, train, and enjoy the fruits of his victories. The massive "library" is primarily the Huntmaster's trophy room, where he keeps mementos of his various past hunts.

A staff of humanoid robots maintain the Lodge and serve the Huntmaster's needs while he is in residence. They are of the same technology as his Warhounds, although not equipped or programmed for combat.

HEADQUARTERS: THE HUNTING LODGE 20 POINTS

Size: Huge **Toughness:** 14 **Features:** Combat Simulator, Communications, Computer, Concealed 2 (DC +15), Dimensional Portal, Infirmary, Isolated, Living Space, Personnel (robotic servants), Power System, Sealed (Dimensional Travel), Self-Repairing

THE SKY CHARIOT

Huntmaster typically travels mounted on an anti-gravity "sky-chariot" until he must pursue his prey on foot. The chariot is linked to Huntmaster's armor, allowing him to control and summon it to him from a distance. He stores

and maintains it in the Hunting Lodge when it is not in use.

VEHICLE: SKY-CHARIOT

20 POINTS

Size: Huge **Strength:** 8 **Speed:** 7 (Flight, 250 MPH) **Defense:** 6
Toughness: 12 **Features:** Remote Control

WARHOUNDS

The Huntmaster's primary "companions" on his hunts are a pack of four robots designed to look like hunting hounds, the size of small cars. They travel along with the Huntmaster and he can summon them at will from the Hunting Lodge using the wormhole generator in his armor.

The Warhounds have limited artificial intelligence, allowing them to understand and obey fairly complex commands from their master (usually transmitted over an interdimensional quantum commlink). They are only marginally intelligent, and have no free will, doing only as the Huntmaster commands. They have no living biology or minds to influence and are tireless, self-repairing, and persistent and skilled trackers.

Huntmaster often uses his Warhounds to track prey and run it to ground, cornering it before he moves in for the final kill. The Warhounds also deal with minor threats and distractions in order to protect their master and preserve the integrity of the hunt

WARHOUND

PL8 • 145 POINTS

STR 8* STA — AGL 3 DEX -2 FGT 8 INT — AWE 5 PRE 0

Powers: Armored (Impervious Protection 6); **Large** (Growth 4, Permanent, Innate); **Leg Actuators** (Speed 5 (60 MPH)); **Mechanical** (Immunity 60; Fortitude and Will effects); **Razor Claws and Teeth** (Penetrating 8 on Strength Damage); **Self-Repairing** (Regeneration 10); **Sensors** (Senses 9: Acute Olfactory, Communication Link with Huntmaster, Darkvision, Direction Sense, Extended Vision, Infravision, Tracking Infravision, Tracking Olfactory)

Advantages: Teamwork

Skills: Acrobatics 4 (+7), Athletics 4 (+12), Intimidation 4 (+6)*, Perception 8 (+13)

Offense: Initiative +3, Bite/Claw +8 (Close, Penetrating Damage 8)

Defense: Dodge 6*, Parry 6*, Fortitude Immune, Toughness 10*, Will Immune *Includes Growth modifiers.

Totals: Abilities 16 + Powers 113 + Advantages 1 + Skills 10 + Defenses 5 = Total 145

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Elizabeth Nguyen <NguyenElizabeth1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Jade Spider

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

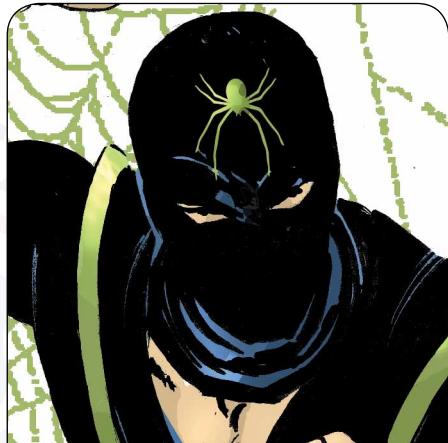
Director,

After his run in with our agents left five dead and placed eleven more on inactive status, I have worked up a threat analysis report on the individual who calls himself Jade Spider. The level of mastery he's displayed with the martial arts is concerning enough, but coupled with what I've pieced together regarding his psychological profile, well, all I can say is anyone encountering him should use extreme caution.

Simply put, the Jade Spider is an amoral, dangerous killer. We're still piecing together his history, but he seems interested solely in fame, notoriety, and worldly comforts. There's no indication he's interested in any of the lofty goals of spiritual enlightenment or personal growth that so often pop up with other costumed martial arts types. In my assessment, usual tactics to identify and exploit subject's sense of honor will not work. I'd like permission to coordinate with profilers in our anti-terrorism and organized crime divisions to put together a full report advising on how to proceed.

Sincerely,

Agent Elizabeth Nguyen
Junior Security Analyst
AEGIS District 5



JADE SPIDER

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

JADE SPIDER

REAL NAME: James Jian Kar Fei (unconfirmed)
OCCUPATION: Mercenary, Assassin, and Criminal
BASE: Mobile

Little is known about James Jian Kar Fei before he became a pupil of the mysterious Master Lee, wizened master of numerous fighting arts. From his dojo in Freedom City, Lee has trained numerous fighters. Many of these former students went on to become champions or even heroes. The old man hoped the same for James, but it was not to be.

All James cared for was himself. He loved the thrill of besting an opponent, but saw no reason to fight with honor or restraint; winning was the point. He enjoyed the skills his master taught him, but ignored the old man's philosophical prattle. Lee taught James much before he saw the young man would not be swayed from his path. Then, reluctantly, he cast the young man from his dojo.

James became an enforcer for local gangs and other criminal groups. However, he soon left Freedom City

in search more training. In East Asia, he found the Order of the Jade Spider. The Order taught a lost style of martial arts based on the movements and abilities of its namesake, a deadly arachnid native only to the valley where the Order's monastery was found. Convincing the monks to take him in, he learned their arts, becoming their best student.

Slowly, his black-hearted nature revealed itself. Before he could be cast out by his teachers he stole the Order's relics and sacred scrolls, locked the monks inside their own temple, and burned it to the ground. The relics he sold on the black market to support himself in comfort while he studied the scrolls. After mastering the last of the Order's arts, he joined the criminal underworld as the Jade Spider, masked killer for hire.

As the Jade Spider, James often works as a mercenary or assassin serving any number of criminal syndicates and costumed masterminds. He is also interested in finding other ancient scrolls and manuals like those from the monastery to further his mastery of the martial arts, allowing him to command even higher prices and grow his already fearsome reputation.

PERSONALITY

Jade Spider is, simply put, a selfish, self-centered bastard. He uses his skills to gain money and power. He has precious little loyalty, though he understands the need to "stay bought" in his profession. He has no need for enlightenment or spiritual growth, though he would gladly pretend to have such interests to obtain more power. He studies various fighting arts not for personal betterment, but to learn their weaknesses so he can defeat their practitioners.

The Jade Spider loves deception and misdirection. He often tells contradictory stories about his life; he has claimed to be exiled Asian nobility, a former street urchin, and even the son of a lowly shopkeeper. Why he does this is unknown, but he seems to enjoy the confusion it causes.

It is not even known if James Jian Kar Fei is his real name, or just a longstanding alias.

POWERS & ABILITIES

Jade Spider is a skilled martial artist and master of the secret Jade Spider Style. As the style's only known living practitioners, Jade Spider can paralyze foes, strike vital points causing them to react as if poisoned, or weaken other martial artists by tainting their *chi* (life force). He is also an exceptionally agile individual adept at infiltration and acrobatics.



STR	STA	AGL	DEX	FAT	INT	AWE	PRE
3	3	6	6	12	1	2	2

POWERS

Blessing of the Spider: Immunity 1 (Poison) • 1 point

Jade Spider Style Martial Arts: Array (21 points)

- **Iron Spider Strike:** Multiattack Strength-based Damage 7, Penetrating 4; Linked Multiattack Strength Effect 3 • 21 points
- **Poison Chi:** Broad Progressive Simultaneous Weaken 5 (Resisted by Will; affects Martial Arts powers and training), Insidious, Grab-Based • 1 point
- **Spider's Silk Strike:** Cumulative Affliction 10 (Resisted by Fortitude; Hindered, Defenseless, Paralyzed), Reversible • 1 point
- **Venomous Strike:** Cumulative Affliction 10 (Resisted by Fortitude; Fatigued, Exhausted, Incapacitated), Reversible • 1 point

SKILLS

Acrobatics 8 (+14), Athletics 6 (+9), Close Combat: Unarmed 6 (+18), Deception 6 (+8), Expertise: Criminal 5 (+6), Expertise: Martial Arts 7 (+8), Insight 3 (+5), Intimidation 5 (+7), Perception 5 (+7), Stealth 6 (+12), Vehicles 1 (+7)

ADVANTAGES

Accurate Attack, Agile Feint, All-out Attack, Defensive Attack, Defensive Roll 4, Evasion, Fast Grab, Favored Foe (Martial Artists), Grabbing Finesse, Improved Critical 2 (Unarmed), Improved Grab, Improved Hold, Improved Trip, Instant Up, Languages (Mandarin), Move-by Action, Power Attack, Precise Attack 2 (Close, Concealment and Cover), Takedown 2, Uncanny Dodge

ALLIES

When the need arises, Jade Spider works with a secret brotherhood of killers known only as the Five Exalted Deaths. As a group, they've been responsible for various kidnapping, murders, and assassinations around the world.

ENEMIES

Jade Spider targets anyone who embarrasses him in an attempt to keep his reputation as spotless and possible. He also delights in tormenting other martial artists who have studied under his old teacher, Master Lee. Lee's dojo in Freedom City has produced many martial arts oriented heroes, and any of them could easily find themselves on Jade Spider's radar.

HOOKS

Loose Ends: One of the Order of the Jade Spider survived Jade Spider's attempt to wipe them out. This monk, now badly burned and unable to defend himself, has sought out one of the heroes (likely one skilled in the martial arts) to seek aid in avenging the death of his brothers. The monk offers to teach any hero skilled enough (a

OFFENSE**INITIATIVE +6**

Iron Spider Strike +12 Close, Multiattack Damage 10, Penetrating 4

Poison Chi +12 Close, Progressive Weaken Martial Arts 5, Resisted by Will (DC 15)

Spider's Silk Strike +12 Close, Cumulative Affliction 10, Resisted by Fortitude (DC 25)

Unarmed +18 Close, Damage 3, Crit. 18-20

Venomous Strike +12 Close, Cumulative Affliction 10, Resisted by Fortitude (DC 25)

DEFENSE

DODGE	15	FORTITUDE	9
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PARRY	15	TOUGHNESS	7/3*
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WILL	9	*Without Defensive Roll.	
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POWER POINTS

ABILITIES	70	SKILLS	29
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POWERS	25	DEFENSES	25
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ADVANTAGES	26	TOTAL	175
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COMPLICATIONS

Motivation—Power: Jade Spider desires the power to do whatever, whenever, and to whomever he wishes.

Rivalry: Jade Spider delights in defeating, confronting, and showing up other martial artists who have trained with his former teacher, Master Lee.

Self-Serving: Jade Spider cares for little that doesn't promote his reputation, make him rich, or otherwise serve his selfish desires.

Fighting Ability of at least 8 and at least 8 Advantages usable in close combat) to counter the Jade Spider's deadly arts. The instruction takes a week of training, at the end of which the hero gains Favored Foe (Jade Spider Style Martial Artists) and Favored Environment (Fights with Jade Spider Style Martial Artists) for a few days. The Jade Spider is on the monk's trail and will do anything to keep the secrets of his deadly fighting arts to himself. Can the heroes protect the monk and learn the secrets to defeat Jade Spider?

At the Center of the Web: The Jade Spider has moved into the heroes' city and has decided to try a new method of gaining wealth and power. He has been killing the leaders of various Asian gangs and reorganizing them under his banner. He has already gathered a small army of minions (mostly PL 2-3 thugs, gang leaders, and criminals, see *Hero's Handbook* page 217-218) and taken over a large amount of territory in various Asian neighborhoods. Can the heroes stop the Jade Spider from becoming a new kingpin in their fair city?

JUNKPILE

REAL NAME: Not applicable

OCCUPATION: Elemental force and occasional pawn

BASE: Emerald City

The details of Junkpile's origin are a mystery to the people of Emerald City. One AEGIS and other interested parties, would like to solve. What is known by those with the proper resources is that the entity's "birth" appears to be recent and that sophisticated sensor scans show residual energy traces similar to those released during the Silver Storm event. Since Junkpile's first appearance, it has been an unpredictable and destructive; like a force of nature. It has been duped into aiding more than one criminal, as well as allying itself with Pack-Rat and the Rats in the Wall on multiple occasions.

Junkpile exists only through elaborate chance. Emerald City has been host to a number of salvaged alien technologies, and some components lost during a covert battle made their way to a pile of unclaimed refuse in a large junkyard on the outskirts of town. One evening a lightning storm sent several errant bolts into the junkyard and the resulting power surge and the unidentified tech created a sentient energy field that gradually learned to animate the surrounding mass as a physical body. As even Junkpile retains no memory or any clue as to the original location of this freak happenstance, it is unlikely these facts will ever come to light. It's unclear as to whether or not there's any sort of connection between Junkpile and beings like Dr. Metropolis.

PERSONALITY

Junkpile is new to the world of the living and the animate, a fact immediately apparent when interacting with it. The entity is childlike, naïve, and more than a little slow on the uptake. It is easily manipulated but quick to anger when it figures out it has been used. Most of all,

Junkpile is constantly searching for the same things any child seeks, friendship, acceptance, and a home. None of these are easy when the seeker is a monstrously large pile of animate detritus.



JUNKPILE

PL12

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
16*	-	2	-2	8	-3	0	-3

POWERS

Elemental Force: Immunity 40 (Fortitude Effects, Mental Effects), Immortality 3, Regeneration 5 • 51 points

Junkyard Transit: Teleport 12 (16 miles), Medium—junk piles (must be at least a couple of tons of material to work with) and junk yards, Quirk (leaves old mass behind) • 11 points

Massive: Feature 4 (Increased Mass 4; 3 tons), Growth 4 (Innate, Permanent), Impervious Protection 10 • 35 points

Not Really Solid: Elongation 1 (15 feet), Insubstantial 1 (Quirk—Can't cushion falls), Move 1 (Permeate 1, Limited to junk) • 6 points

SKILLS

Athletics 2 (+18), Intimidation 13 (+12*), Perception 2 (+2), Ranged Combat (Throw) 8 (+6), Stealth 0 (-3)*

ADVANTAGES

Fast Grab, Fearless, Improved Grab, Power Attack, Ultimate Effort (Toughness checks)

OFFENSE

INITIATIVE +2

Throw +6 Ranged, Damage varies

Unarmed +8 Close, Damage 16

POWERS & ABILITIES

An animating force giving “life” of sorts to large collections of junk, Junkpile isn’t really alive in the way most people understand the term. Its animating force enhances the durability of whatever it uses as a body, so it is terrifyingly strong and quite difficult to actually damage. Junkpile “heals” itself constantly as it moves, reallocating existing body mass, so the minor losses of body mass to incoming attacks is rapidly dealt with in the same way, and destroying its physical mass only disincorporates the creature temporarily... unless the animating will is somehow neutralized directly, it may not be possible to “kill” it in any meaningful way. Its surface form shifts to some extent at will, allowing it to expand and increase its reach and it can move from one suitable collection of usable mass to another almost instantly.

ALLIES

Junkpile doesn’t have many friends, though a few criminal types have faked a relationship to get what they wanted out of it. The closest it has come to a true friend is Pack-Rat and the mutated rodent’s gang. Pack-Rat isn’t the judgmental kind and he accepts Junkpile for what it is...a lifeform in need of acceptance. For this reason, Junkpile is always eager to help Pack-Rat, though the alliances are generally brief given Pack-Rat’s need for stealth and a good hiding place, both of which are alien concepts to Junkpile.

DEFENSE

DODGE 6* **FORTITUDE** Immune

PARRY 8* **TOUGHNESS** 15*

WILL Immune *Includes Growth modifiers.

POWER POINTS

ABILITIES 16 **SKILLS** 13

POWERS 103 **DEFENSES** 8

ADVANTAGES 5 **TOTAL** 165

COMPLICATIONS

Motivation — Misguided: Junkpile wants acceptance from the world, but has no real understanding of how to achieve it. This results in frustrated violence and mistaken hostility.

Prejudice — Monstrous Form: Junkpile is very frightening to most people.

Quirk — Inhuman: Junkpile has no real understanding of human behavior, motivation, or interaction beyond instilling fear (which is mostly inadvertent).

Quirk — Slow: The entity animating the physical mass is naïve and not terribly bright.

Temper: Junkpile loses its temper very easily and is prone to epic tantrums. Sometimes for no reason whatsoever.

ENEMIES

Junkpile doesn’t have enemies per se. It doesn’t really have the memory or temperament to hold grudges, though anyone who has tricked it or otherwise taken advantage of it will temporarily hold that status during the tantrum once Junkpile figures out the situation.

It really doesn’t understand why these uniformed people with guns keep attacking it, so it holds more confusion toward the authorities than it does animosity, though it’s beginning to recognize them as a threat, which will no doubt lead to greater violence against them.

HOOKS

Will You Be My Friend?: Junkpile takes a liking to one of the heroes after being on the receiving end of an act of kindness. It begins following the character around like a happy—albeit incredibly destructive—puppy. The “lucky” hero must figure out how to handle the new responsibility.

All Your Junkpiles Are Belong to Us!: Some very bad people figure out a way to control Junkpile and soon, these unpleasant souls find they can use it not only to create smaller, weaker versions of Junkpile... but in great numbers. The heroes must stop this new threat before its artificial army crushes the city beneath their feet.

KID KARMA

REAL NAME: Xian Hsui AKA John Soo

OCCUPATION: Gun-for-hire

BASE: Emerald City

Xian Hsui never knew his mother. As a child he wandered around East Asia with his father, an Asian-American meta-human adventurer who operated under the name "Johnny Karma." His father told him many stories of his adventures in America before the boy's birth, but never shared the names of who he worked for or what exactly he was seeking during their years-long quest. When his father disappeared during a trek through Nepal, Hsui's upbringing fell to a succession of his father's contacts. The boy quickly discovered he had inherited his father's superhuman gifts. A number of his patrons saw to it he had the training to support these gifts, putting him to work as muscle-for-hire. By the time he was old enough to join the military, Xian Hsui had combat skills superior to any soldier and a reputation that provided ample employment opportunities. It was also during these chaotic years that Hsui learned to hide behind the crafted persona of "Kid Karma," making his true identity a sanctuary and giving him a level of safety from the enemies he attracted.

Uncle Lao, one of his "foster parents," traveled back and forth between Emerald City and Hong Kong frequently. He knew of the young man's deep fondness for movies and left Hsui a small theater in Emerald City when he died. Hsui moved to the city, took possession of the business, and converted it into a small art-house theatre which showed a variety of B-movies and Asian imports. A small and empty former office building abutting the theater was part of the property and Hsui converted a section of it into a hidden set of rooms with a secret entrance to a nearby alley. Thanks to his spendthrift ways and his need for danger to feel alive, Hsui is still deeply involved in the gun-for-hire business. He splits his time between his Kid Karma identity and "John Soo," the always-smiling proprietor of the Hong Kong Picture Show, taking great care to make sure no one connects the two.

PERSONALITY

"Kid Karma" is a persona used by John Soo while working at his primary job as high-priced muscle. The persona is inspired by dozens of Hong Kong action movies and spaghetti westerns. Soo was obsessed with them while growing up... and still enjoys today. As the Kid, he is quiet, reserved, imperturbable, honorable to a fault and unforgiving of slights, bound by a warrior's code to show respect to those worthy of it while showing mercy to those that offer no threat. As Soo, however, he is a jokester and a pronounced movie geek.

Hsui acts cold-blooded as Kid Karma, but he only kills those he deems worthy of it. His danger-filled childhood made him into a killer, but one with standards.

POWERS & ABILITIES

Hsui is a second generation metahuman with the power to consciously and subconsciously alter probability around him. He uses this ability to subtly enhance his superhuman agility, reflexes, hand-eye coordination, and skill with firearms. Even without his ability to influence probability, Kid Karma is a world-class marksman; combined with his power, he operates at a level of precision even seasoned marksmen claim is impossible. As long as Kid Karma performs a special Wu Jen ritual over his pistols at sunset, for the next 24 hours those guns will not run out of bullets.

Hsui's hand-to-hand skills are overshadowed by his ranged mastery, but highly impressive nonetheless.

ENEMIES

Men that live by the gun and kill for money seldom collect many friends, but they make enemies easily. Hsui accepted this a long time ago. The various power blocs he's taken contracts against, such as



KID KARMA

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
2	4	8	8	9	2	4	2

POWERS

Ballistic Blessing: Feature 1 (Out of Ammo complication cannot be applied to those weapons with Dramatic Editing) • 1 points

Fortune's Favorite: Enhanced Advantages 7 (Beginner's Luck, Extraordinary Effort, Seize Initiative, Ultimate Effort 4 (Acrobatics checks, Aim, Dodge checks, Ranged Combat: Guns checks); Enhanced Defenses 6 (Dodge 4, Parry 2); Burst Area Selective Luck Control 2 (Force a Re-roll, Negate Luck; Insidious; Luck 5, Subtle) • 28 points

Gun Fu Mastery: Array (30 points)

- **Grazing Shot:** Ranged Progressive Multiattack Affliction 6 (Resisted by Fortitude; Dazed, Stunned, Incapacitated) • 30 points
- **Lead-Filled Room:** Burst Area 2 (60 feet) Selective Damage 6 • 1 points
- **Lead Hose:** Ranged Multiattack Damage 6, Precise, Ricochet 11 • 1 points
- **Perfect Aim:** Perception Range Shapeable Area Selective Damage 6 • 1 point

EQUIPMENT

Heavy Pistols (x 2) with Suppressors • 18 points

HEADQUARTERS: THE DRESSING ROOM • 10 POINTS

Size: Small **Tou:** 8 **Features:** Concealed 3 (+20 to DC), Garage, Gym, Security System 3 (DC 30), Workshop

VEHICLE: MOTORCYCLE • 10 POINTS

Size: Medium **Str:** 1 **Speed:** 6 **Def:** 0 **Tou:** 8

SKILLS

Acrobatics 8 (+16), Athletics 8 (+10), Deception 9 (+11), Expertise: Martial Arts Movies 8 (+10), Expertise: Western Movies 8 (+10), Expertise: Streetwise 6 (+8), Insight 10 (+14), Intimidation 8 (+10), Investigation 4 (+6), Perception 10 (+14), Ranged Combat: Guns 8 (+16), Sleight of Hand 6 (+14), Stealth 6 (+14), Vehicles 6 (+14)

the Emerald City mafia and local Triads, would very much like to see him dead.

HOOKS

"Honor is heavy as the mountain...": Tony Carmichael, a career criminal, comes to the heroes desperate for protection he doesn't think the police can provide. He says he's being hunted by a killer named Kid Karma and only the heroes can stop the assassin. What he doesn't tell the heroes is that Tony and some partners tricked Kid Karma into executing a contract on a business rival the group had falsified evidence to make look like scum—in reality, he was an innocent family man. Kid Karma discovered the deception after the kill and is hell-bent on making Tony and his partners pay dearly, with only Tony now left on the list. Can the heroes stop a killer of Kid Karma's caliber before he gets revenge?

ADVANTAGES

Accurate Attack, Agile Feint, Assessment, Beginner's Luck, Close Attack 5, Defensive Attack, Defensive Roll 2, Equipment 8, Evasion, Extraordinary Effort, Grabbing Finesse, Improved Aim, Improved Critical 4 (Guns), Improved Defense, Improved Disarm, Improved Initiative 2, Improved Trip, Instant Up, Languages 3 (Japanese, Korean, Mandarin Chinese, Vietnamese; English is native), Luck 5, Move-by Action, Power Attack, Precise Attack 2 (Ranged; Cover and Concealment), Quick Draw, Redirect, Seize Initiative, Skill Mastery (Ranged Combat: Guns), Startle, Takedown 2, Ultimate Effort 4 (Acrobatics checks, Aim, Dodge checks, Ranged Combat: Guns checks), Uncanny Dodge

OFFENSE

INITIATIVE +16

Grazing Shot +16	Ranged, Progressive Multiattack Affliction 6, Resisted by Fortitude (DC 16)
Guns +16	Ranged, Damage varies
Lead-Filled Room +16	Close, Burst Area 2 (60 feet) Selective, Damage 6
Lead Hose +16	Ranged, Multiattack Damage 6, Precise, Ricochet 11
Perfect Aim +16	Perception Range, Shapeable Area Selective Damage 6
Unarmed+14	Close, Damage 2

DEFENSE

DODGE	16	FORTITUDE	7
PARRY	14	TOUGHNESS	6/4*
WILL	11		

POWER POINTS

ABILITIES	78	SKILLS	53
POWERS	62	DEFENSES	17
ADVANTAGES	46	TOTAL	256

COMPLICATIONS

Honor: Kid Karma operates under a strict personal code that combines elements of the Samurai ethos with the romanticized "Code of the West" attributed to "Old West" gunslingers. It informs everything from his choice of contracts to his behavior.

Motivation—Thrills: Kid Karma is an adrenalin addict and only truly feels alive when he's a hair's breadth away from death.

Obsession—Showmanship: Even in the heat of the deadliest combat, Kid Karma takes great risks simply for dramatic appeal. No matter the situation, he absolutely *must* look cool.

Power Loss: Without guns, obviously Kid Karma loses his Gun Fu Mastery power. Pistols are his favored choice when using this power, but any guns will actually do.

Rivalry: Hsui has several rivals in the gun-for-hire business. He often takes unprofessional risks to outshine those rivals.

KING BABYLON

REAL NAME: Michael Haziz

OCCUPATION: Former petty thief and small-time street thug, now domestic terrorist and supercriminal

BASE: Emerald City

The Haziz family fled Iraq during Saddam Hussein's early years and lost their family fortune and properties in doing so. Settling in Emerald City, they found little acceptance among the refugee community thanks to the incessant open bitterness and continual complaining by Michael's mother and grandfather about their lost fortune. His father worked hard to build a new life in America despite being constantly sabotaged by his wife and father-in-law, both of whom blamed him for their poverty. This was the environment into which Michael was born and raised,

a world where he was constantly told he should rightfully have great wealth, power, and status, all of which were denied him by petty, jealous people who kept him down. His father's words of encouragement and moral guidance couldn't be heard over his mother's and grandfather's constant ravings. Michael grew up filled with hatred and jealousy and turned to street crime by the time he was ten years old. At first, he targeted his fellow refugees, many of whom were from races, religions, or nationalities he had been taught to hate and look down on. When his victims eventually discovered his crimes and retaliated against his father, it cost him his business. Rather than face his punishment, Michael ran away. To this day, he has no idea what happened to his father or the rest of his family.

Michael moved frequently, always cutting his stays short when his petty thefts, robberies, and minor cons inevitably brought him too much attention. He became adept at disappearing into the night one step ahead of angry victims and the police. His last petty crime was purse-snatching and he was in the middle of running away from the scene when he turned the corner and ran full-tilt into the Silver Storm.

He awoke hours later in the hospital. Drunk with power, Haziz went on a confused, frenzied rampage of destruction before regaining his senses enough to flee the scene and assess what had happened to him. Certain his new powers were a sign he was destined for greatness, Haziz chose the name King Babylon and began to establish himself as one of the world's greatest supervillains.

PERSONALITY

King Babylon is loud, boastful, and confident in the power he wields. There is no end to his desire for the best in life, but he has very little taste or class; the supervillain equivalent of the *nouveau riche*. Beneath his vain exterior is a petty, insecure man desperately seeking validation. A man who has yet to realize that despite all his power, he's still the same loser he's always been. He has a pathological need to be accepted as a major player on the supercriminal scene, but lacks the vision and grand motivation that separates the master villain from the everyday threat.

POWERS & ABILITIES

Michael Haziz didn't know it, but the Silver Storm actually awakened latent power he already possessed. Whatever his powers might have been is unknown, but now,



JCM

KING BABYLON

PL13

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
13	13	5	3	6	0	5	4

POWERS

Chaos Field: Burst Area Reaction Cumulative Affliction 5 (Resisted by Will; Daze, Stunned, Inapacitated); Burst Area Reaction Nullify Luck Control 5; Selective Environment 2 (Impede Movement 2, Visibility 2) • 63 points

Chaos Manipulation: Array (56 points)

- **Disintegration Blast:** Ranged Weaken Toughness 14 Resisted by Fortitude and Linked Ranged Damage 14 • 56 points
- **Mental Meltdown:** Perception Range Burst Area Affliction 13 (Resisted by Will; Entranced, Compelled, Controlled), Subtle, Limited to inducing madness and rage • 1 point
- **Probability Corruption:** Burst Area Luck Control 4 • 1 point

Defy Gravity: Flight 8 (500 MPH) • 16 points

Godlike Form: Power-lifting 5 (Lifting Str 18; 6,000 tons); Immunity 10 (Life Support); Impervious Toughness 16; Protection 3; Regeneration 10 (Uncontrolled) • 39 points

Subconscious Augmentation: Enhanced Advantages 8 (Close Attack 7, Extraordinary Effort); Enhanced Skill 4 (Ranged Combat: Disintegration Blast 8); Enhanced Defenses 9 (Dodge 5, Parry 4) • 21 points

SKILLS

Deception 4 (+8), Expertise: Streetwise 4 (+4), Insight 4 (+9), Intimidation 4 (+8), Perception 4 (+9), Persuasion 4 (+8), Ranged Combat: Disintegration Blast 8 (+11)

ADVANTAGES

All-out Attack, Close Attack 7, Extraordinary Effort, Great Endurance, Improved Initiative, Languages 2 (English and Arabic; Farsi is Native), Power Attack, Seize Initiative

he channels raw chaos and can use it to disrupt matter, energy, and probability all around him. King Babylon is strong and incredibly durable (though whether or not his Regeneration actually works is up to the GM). The field of chaotic force he generates around himself enables him to ignore gravity and creates a visual and spatial distortion around him; it also disrupts neural and biological functions and interferes with attempts to alter probability. He can throw a blast of raw "chaos force" which disintegrates anything it hits. He can also use his powers to induce madness and rage in any life form he sees.

ALLIES

There's an important distinction between those King Babylon considers his "peers" and those who consider themselves his allies. He sees himself amongst the nobility of power and infamy in the world, but the other members of that club tend to see King Babylon as a useful, albeit dangerous, dupe and pawn.

OFFENSE

INITIATIVE +9

Disintegration Blast +11 Ranged, Damage 14 Linked to Weaken Toughness 14
Unarmed +13 Close, Damage 13

DEFENSE

DODGE	10	FORTITUDE	13
PARRY	10	TOUGHNESS	16
WILL	13		

POWER POINTS

ABILITIES	98	SKILLS	12
POWERS	197	DEFENSES	8
ADVANTAGES	7	TOTAL	322

COMPLICATIONS

Accident: Things tend to break around King Babylon, whether he wants them to or not... just a minor side-effect of being a walking dent in the probability field of the universe.

Motivation—Recognition: King Babylon is insecure and wants to prove to the world that he's a powerful, fearsome figure worthy of their fear and respect.

Own Worst Enemy: King Babylon more often than not seems to bring down his own schemes. He overreaches, or underplans, or jumps the gun, or shows his hand too early, or boasts openly about things he should be playing close to the vest, and so on. A powerful loser is still a loser.

Reputation: Other villains view Babylon as a bit of an idiot and a loser. He's too powerful to safely badmouth to his face, but few supercriminals who've worked with him take him seriously.

Vengeful: King Babylon never forgets any slight and hunts down those who have embarrassed him in the past in a vain attempt to prove himself.

ENEMIES

Any hero King Babylon encounters is likely to be attacked in an attempt to prove he can beat them; those who make a good showing or embarrass him make his hit list forever. He never lets go of a grudge.

HOOKS

Kneel Before Your Lord and Master!: The heroes find themselves caught between Babylon and an angry former ally; alternately, the heroes find themselves in the middle of one of Babylon's epic tantrums after his most recent plan has fallen apart.

KU TU THE ETERNAL

REAL NAME: Ku Tu

OCCUPATION: Former god-king, would-be conqueror

BASE: Damaged Pyramid Spaceship

The alien known as Ku Tu the Eternal came to Earth around 2500 BCE. Sent to study and monitor the people of primitive Earth over several centuries, he was at first content to do just that. However, long periods of isolation with nothing but superstitious primitives to entertain him began to infect the alien scientist with feelings of mega-



Iomania. He began to manipulate the local cultures and watch the effects his interference had on the local human civilizations. Eventually, even this game was insufficient. Deciding on a more hands on approach, he settled among the Olmec people of Mesoamerica. With his towering alien form and strange "magic" the Olmecs accepted him as their god-king, Ku Tu the Eternal.

Ku Tu gave the Olmecs prosperity and technological advancements far beyond that of their neighbors in exchange for slavish devotion and human subjects for experimentation. He used his experiments to create alien-human-animal hybrids, unleash plagues on rival civilizations, and other depraved wonders. As his rule dragged on he became less concerned with assisting his subjects and more with using them as toys and playthings. Eventually, this led to revolt. Despite his advanced technology and physical superiority, Ku Tu was defeated by his former subjects. Fleeing to his spaceship, he was thrown into the central power chamber by the leaders of the rebellion. This triggered a power surge which buried Ku Tu and his ship, seemingly forever.

Centuries later, an archaeological expedition from the United States discovered the remains of Ku Tu's ship. Recklessly excited, the team entered the craft and found the mummified alien conqueror trapped under wreckage. Working for days to free the alien corpse they transported it to their base camp for study. They were quite surprised the next night when Ku Tu, preserved and transformed after millennia of exposure to the energies which powered his ship, rose from his slab. He destroyed the camp, leaving only one survivor to return to civilization and tell of his resurrection. Now believing himself a true living god, Ku Tu seeks to use Earth as his starting point for a new empire that will one day span the stars.

KU TU THE ETERNAL

PL14

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
8	8	0	0	4	6	6	4

POWERS

Alien Intellect: Comprehend 2 (Languages; Understand, Understood); Quickness 2, Limited (Mental Only) • 5 points

Cosmic Powers: Array (44 points)

- **Energy Manipulation:** Create 14, Movable, Precise, Stationary • 44 points
- **Cosmic Energy Blast:** Ranged Damage 14, Homing, Penetrating 14, Split • 1 point
- **Disintegration:** Ranged Concentration Weaken Toughness 10, Accurate 2, Affects Objects, Reversible • 1 point
- **Genetic Transmogrification:** Cumulative Burst Area Affliction 11 (Resisted by Fortitude; Hindered, Prone, Transformed) Selective • 1 point
- **Smoking Mirror Portals:** Teleport 11, Accurate, Extended (2000 miles), Portal, Limited to Extended, Medium (Reflective Surfaces) • 1 point

Space Mummy: Immortality 2; Immunity 30 (Fortitude effects); Impervious Protection 8; Regeneration 2 • 52 points

Towering: Growth 2, Innate, Permanent • 5 points

EQUIPMENT

HQ: DAMAGED PYRAMID SPACESHIP • 25 POINTS

Size: Colossal • **Tou:** 18 • **Features:** Communications, Computer, Concealed 2 (+15 DC), Deathtraps, Holding Cells, Isolated, Laboratory, Living Space, Power System, Sealed, Security System 2 (DC 25), Workshop

Note: The cost and Features of Ku Tu's spaceship reflects its currently severely damaged state. With its engines and weapons systems fully active it would instead be a powerful space-capable warship.

SKILLS

Close Combat: Unarmed 7 (+11), Expertise: Alien Science 8 (+14), Expertise: Ancient History 4 (+10), Insight 2 (+8), Intimidation 9 (+14), Perception 4 (+10), Ranged Combat: Cosmic Powers 14 (+14), Technology 8 (+14), Treatment 4 (+10), Vehicles 6 (+6)

PERSONALITY

Ku Tu is arrogant, megalomaniacal, and full of hubris. He feels he is a superior life form to any other. He is fond of grand speeches lauding this superiority and promising how one day humanity will become the slave-race whose labors will help create his new empire. Ku Tu enjoyed being treated as a living god and after surviving centuries of imprisonment and emerging more powerful than ever, he believes he's ascended to true godhood.

POWERS & ABILITIES

Ku Tu is an immortal alien whose cosmic power sustains his mummified form. He possesses superhuman strength, durability, and intellect. In addition, he possesses a number of cosmic powers including: energy projection,

ADVANTAGES

All-out Attack, Daze (Intimidation), Equipment 5 (Damaged Pyramid Spaceship), Extraordinary Effort, Inventor, Leadership, Minions 16 (Flying Stone Heads & Alien Jaguar Men), Power Attack

OFFENSE

INITIATIVE +0

Cosmic Energy Blast +14	Range, Damage 14 (Penetrating 14)
Disintegrate +18	Range, Weaken Toughness 10
Genetic Transmogrification –	Close, Burst Area, Affliction 11 (Fortitude DC 21)
Unarmed +10	Close, Damage 8

DEFENSE

DODGE	11	FORTITUDE	Immune
PARRY	11	TOUGHNESS	16
WILL	14		

POWER POINTS

ABILITIES	64	SKILLS	32
POWERS	110	DEFENSES	28
ADVANTAGES	27	TOTAL	261

COMPLICATIONS

Megalomaniac: Ku Tu is mad with power and the desire for even more. He is convinced of his innate superiority and that it is his destiny to rule over a vast empire. He is also prone to grand speeches.

Weakness: Ku Tu's powers come from manipulation of cosmic rays. If sealed away from such radiation he treats all powers in his Array as if they possess the Fades Flaw. Ranks lost in this manner return at 1 rank per turn when again exposed to cosmic rays.

the ability to open teleportation portals using reflective surfaces as anchor points, and the power to transform others into alien "jaguar men" compelled to serve him. Ku Tu's mastery of alien technology and science also aid him in his plans for conquest.

ALLIES

Ku Tu relies on his minions to assist him. He would work with other villains if necessary, but only as underlings and servants.

ENEMIES

Ku Tu has no particular enemies still living, though heroes or mystics with ties to the Olmecs might know his story and be exceptionally keen on stopping him from rising to power once more. Heroes who repeatedly foil Ku Tu's plans of conquest will no doubt earn his enmity.

SOLO VILLAINS

HOOKS

Out of Control: Ku Tu the Eternal is attacking museums around the world, seeking the power control rod for his ship. Without this key piece of technology he cannot reactivate the ship's main engines and bring the craft's full power to bear on "the backwards denizens of this pathetic planet". The rod was taken as a trophy centuries ago and used by Mesoamerican priests and kings as a scepter. It is now lost among similar artifacts somewhere in the museums and private collections of the world. Ku Tu and his minions are searching for the rod. Can they be stopped before Ku Tu gains this powerful tool in his quest to dominate our world?

Capitol Idea: Ku Tu has decided that the time for subtlety is at an end. He has attacked a major population center (the heroes' city) and used his technology and powers to encase it in an impenetrable force field. Protected by the field, he has declared the city the capitol of his new empire and is holding the inhabitants hostage against any outside interference. He plans to use the citizenry as slave labor and a source of raw material to create his soldiers. It is possible various villains caught inside the field have allied themselves with him as well. Cut off from outside assistance, can a stalwart band of heroes defeat Ku Tu?

Bride of Ku Tu: Ku Tu has decided he needs an heir to lead his armies and rule beside him. He has selected one of the heroes (or a close friend of one of the heroes) as possessing a suitable genetic template for merging with his own cosmically powered cells. Note that the "bride" need not be female, as Ku Tu is planning to create a child

using alien super science and genetic engineering. Can the heroes prevent their companion from being used as breeding stock for a dangerous new supervillain?

Mission to Mars: Ku Tu hijacks an experimental space-craft created for an upcoming Martian expedition. The villain's plan is to take the craft, update it with his own technology, and fly to the famed "face on Mars", which is in fact an outpost for his race, long abandoned. If Ku Tu reaches it he can use the resources there to create even more devastating weapons to menace the Earth. Can he be stopped?

FOLLOWERS OF KU TU

Ku Tu's cosmic powers and mastery of alien science allow him access to a variety of odd servants. Chief among these are his jaguar men and stone heads. The jaguar men are Ku Tu's foot soldiers, advance guard, and stealthy infiltrators. The Stone Heads are used as shock troops and for retrieval and capture.

Ku Tu is brilliant, but his arrogance tends to mean he uses his minions with a certain lack of subtlety and concern for their well-being. He is more likely to give them a general command and expect his foes to be unable to deal with the might of his forces. In game terms, while he possesses the Leadership advantage he rarely uses it on his minions unless vital to his plans.



JAGUAR MEN

PL8 · MR7

STR 5 STA 5 AGL 5 DEX 1 FGT 7 INT 0 AWE 2 PRE 0

Powers: Camouflaging Fur (Concealment 2 (Sight), Blending, Passive); **Catlike Agility** (Leaping 2 (30 feet), Movement 4 (Safe Fall, Sure-footed, Wall-crawling 2), Speed 4 (30 MPH)); **Catlike Senses** (Senses 4 (Acute Smell, Analytical Smell, Low-light Vision, Tracking: Smell)); **Teeth & Claws** (Strength-based Damage 2)

Advantages: Defensive Roll, Evasion, Great Endurance, Hide in Plain Sight, Improved Initiative, Teamwork

Skills: Acrobatics 2 (+7), Athletics 2 (+7), Close Combat: Teeth and Claws 2 (+9), Intimidation 2 (+2), Perception 5(+7), Stealth 2 (+7)

Offense: Init +9, Teeth & Claws +9 (Close, Damage 7), Unarmed +7 (Close, Damage 5).

Defenses: Dodge 10, Parry 10, Fortitude 9, Toughness 6/5*, Will 5. *Without Defensive Roll.

Complications: Loyalty (Loyal to Ku Tu.)

Totals: Abilities 50 + Powers 21 + Advantages 6 + Skills 8 + Defenses 15 = Total 100

JAGUAR MEN

Ku Tu's Jaguar Men are created using his cosmic powers to transform normal people into alien-human hybrids who strongly resemble a sort of were-jaguar. The transformation includes a conditioning process that makes the subject loyal to Ku Tu. Ku Tu can reverse this process and return his followers to normal humans, but he rarely does so. In ancient times, Ku Tu had to use a lengthy process and complex machinery to create these soldiers. Now he can manipulate human genetic material directly to achieve the same effect.

The Jaguar Men are stealthy, fast, and potent close fighters. They aren't particularly bright though they work very well together, often using Teamwork and sneak attacks to bring down powerful foes on their master's behalf.

The transformative Affliction that creates the Jaguar Men is largely a descriptor for Ku Tu's Minions advan-

STONE HEADS

PL8 · MR7

STR 5 STA — AGL 0 DEX 0 FGT 0 INT -2 AWE 0 PRE —

Powers: Eye Lasers (Ranged Damage 10, Split, **AE: Rapid-Fire Eye Lasers** (Ranged Damage 6, Accurate 2, Multiattack); **Antigrav Generator** (Continuous Flight 7 (250 MPH)); **Stone Head** (Immunity 30 (Fortitude effects), Impervious Protection 8); **Sensors** (Senses 4 (Analytical Sight, Infravision, Ultravision)); **Tractor Beam** (Move Object 5, Limited: Push/Pull only)

Advantages: Favored Environment (Aerial), Move-by Action

Skills: Perception 4 (+4), Ranged Combat: Eye Lasers +6 (+6)

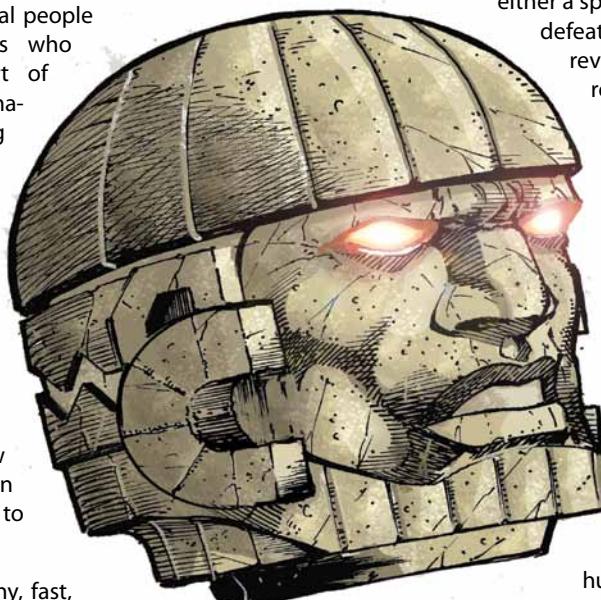
Offense: Init +0, Eye Lasers +6 (Ranged, Damage 10), Rapid-Fire Eye Lasers +10 (Ranged, Multiattack Damage 6)

Defenses: Dodge 8, Parry 6, Fortitude Immune, Toughness 8, Will Immune

Complications: **Artificial Stone Head** (No limbs, inhuman robot), **Programmed** (Totally loyal to Ku Tu)

Totals: Abilities -14 + Powers 90 + Advantages 2 + Skills 5 + Defenses 14 = Total 97 points.

tage. You do not need to be concerned about resistance checks for the Jaguar Men to overcome the transformation; assume they are incapable of succeeding without some sort of outside assistance from the heroes, either a specific countering effect or the defeat of Ku Tu himself, which can reverse the transformation and restore the Jaguar Men to their normal forms.



STONE HEADS

Ku Tu's Stone Heads are advanced alien technology that resemble the stone head idols of the ancient Olmecs. These constructs can fly, have a tractor beam, and can shoot deadly lasers from their eyes. Their artificial intelligence is fairly limited, but they are well suited to their role as hunter-killers and war machines.

The Flying Stone Heads prefer to stay far away from opponents, keeping airborne and attacking with their lasers. They often employ strafing runs using their Move-by Action. When called upon to steal, capture, or retrieve something they strike with their Tractor Beams alone or in groups and attempt to flee quickly.

**MUTANTS &
MASTERMINDS**

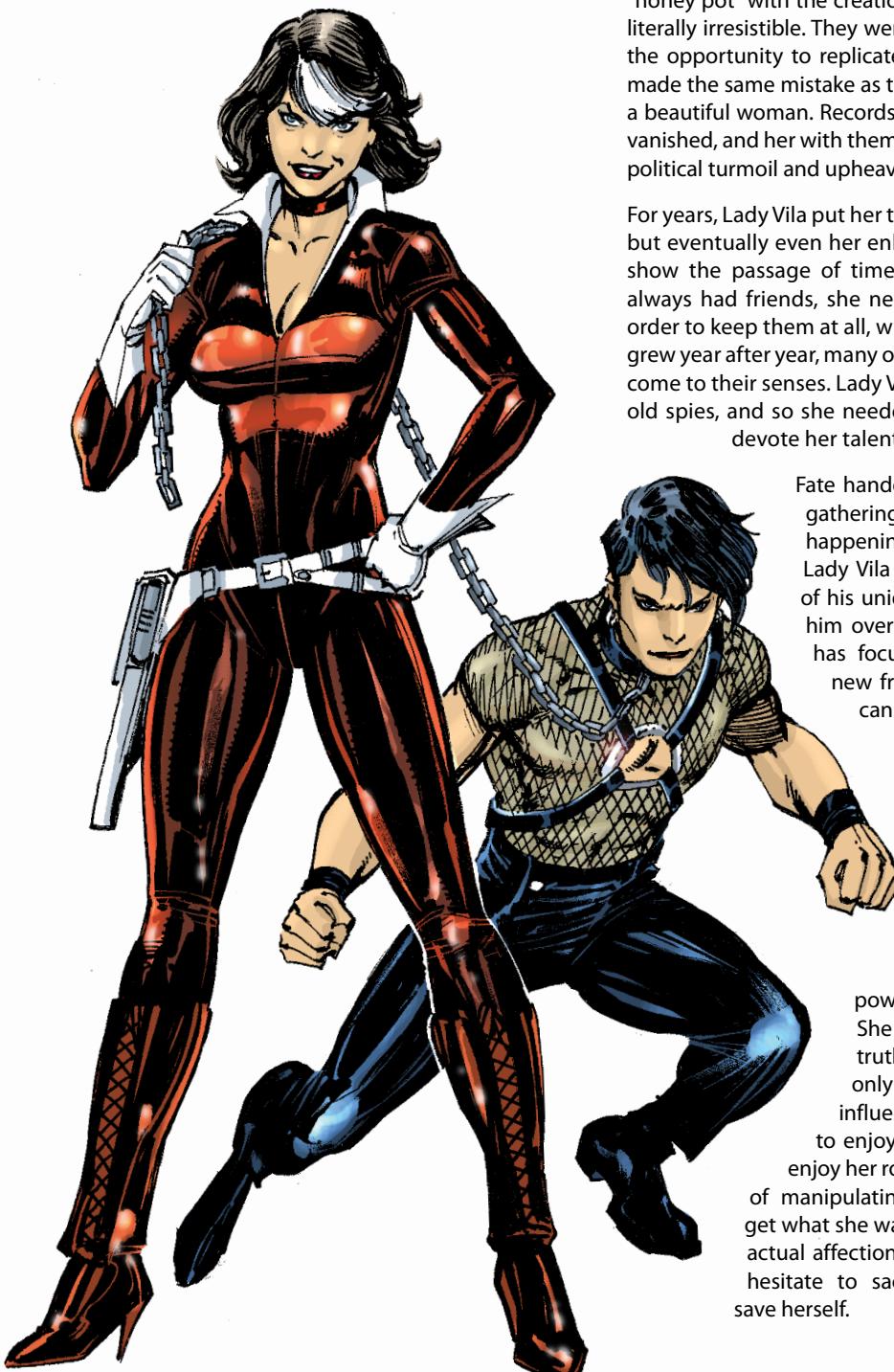
LADY VILA & TREKER

REAL NAME: Katanya Krasiva

OCCUPATION: Former spy, now mercenary and recruiter

BASE: Emerald City

As a young girl, Katanya Fedorovna Krasiva wanted two things: to be a great athlete and to be loved. She dreamed of the Olympics, or perhaps a career as a



ballerina, but Katanya's potential took her in a different direction. Routine medical testing for her athletic pursuits raised some important flags and brought her to the attention of certain powerful men. That was not necessarily a problem, as Katanya enjoyed the attention of powerful men.

She also found that she enjoyed the work they wanted her to do. They sought to improve upon the age-old "honey pot" with the creation of an agent who would be literally irresistible. They were successful, but did not get the opportunity to replicate their success because they made the same mistake as their targets: underestimating a beautiful woman. Records of the creation of "Lady Vila" vanished, and her with them as her homeland underwent political turmoil and upheaval.

For years, Lady Vila put her talents to use as a spy-for-hire but eventually even her enhanced physiology began to show the passage of time. What's more, while "Lady" always had friends, she needed to keep them close in order to keep them at all, while the ranks of her enemies grew year after year, many of them former "friends" who'd come to their senses. Lady Vila knew well there were few old spies, and so she needed to look to her future and devote her talents elsewhere.

Fate handed her an opportunity when gathering information on recent happenings in Emerald City. There Lady Vila met Trey Keller and learned of his unique talents. She quickly won him over and their new "partnership" has focused on finding Lady some new friends, powerful friends, who can help secure her future.

PERSONALITY

The enthusiastic young athlete Katanya has given way to the cynical and manipulative Lady Vila, who has nothing in the world now save her power and the "love" it brings her. She has seen enough of the harsh truths of the world to believe the only happiness lies in wealth, influence, and enough security to enjoy both. She has also come to enjoy her role as "mistress" and the game of manipulating her adoring followers to get what she wants. She feels something like actual affection for Treker, but still wouldn't hesitate to sacrifice him—or anyone—to save herself.

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
1	2	3	2	5	2	2	8

POWERS

Enhanced Pheromones: Enhanced Advantage 4 (Attractive, Fascinate (Deception), Inspire, Leadership), Enhanced Deception 2 (+4), Enhanced Persuasion 2 (+4), Enhanced Presence 4 • 16 points

Pheromonal Brainwashing: Perception-Area (Scent) Cumulative Affliction 7 (Entranced, Compelled, Controlled), Resisted and Overcome by Will, Insidious, Reaction, Subtle (detectable by scent); Linked to Perception-Area (Scent) Weaken Will 7, Insidious, Reaction, Subtle (detectable by scent), Limited to Will checks against Affliction • 81 points

SKILLS

Acrobatics 5 (+8), Athletics 4 (+5), Close Combat: Unarmed 5 (+10), Deception 4 (+16*), Expertise: Espionage 10 (+12), Insight 8 (+10), Intimidation 4 (+12), Investigation 6 (+8), Perception 6 (+8), Persuasion 6 (+18*), Ranged Combat: Guns 6 (+8), Sleight of Hand 4 (+6), Stealth 4 (+7), Technology 2 (+4), Treatment 2 (+4), Vehicles 4 (+6)

*Include Enhanced Pheromones bonuses.

ADVANTAGES

Assessment, Attractive, Benefit 2 (Wealth and Resources), Connected, Contacts, Defensive Attack, Defensive Roll 3, Evasion, Fascinate (Deception), Improved Defense, Improved Trip, Inspire, Languages (English, German; Russian native), Leadership, Move-by Action, Redirect, Set-up, Taunt, Well-informed

POWERS & ABILITIES

Genetic and hormonal treatments enhanced Lady Vila's natural pheromones, giving her an aura of attractiveness and a powerful presence. What is more, long term exposure to her presence causes a deep and irrational affection to set in. Vila's newfound friends or paramours become willing to do anything for her, just for the opportunity to spend more time basking in her presence. She needs to periodically renew her influence but that is not difficult, given how her victims seek her out in order to be with her again. It takes some time for someone removed from Lady Vila's presence to completely recover.

Although she is a highly-trained espionage agent and combatant, Lady Vila prefers to avoid physical confrontations whenever possible. She uses her influence and Treker's "cloaking" abilities to have her allies run interference while she disappears.

ALLIES

Once the pawn of the State, Lady Vila now makes her own allies with her powers. With Treker's help, she finds suitable recruits and "wins them over" using her considerable

OFFENSE**INITIATIVE +2**

Unarmed +10

Close, Damage 1

DEFENSE

DODGE	11	FORTITUDE	7
PARRY	10	TOUGHNESS	5/2**
WILL	9	**Without Defensive Roll	

POWER POINTS

ABILITIES	42	SKILLS	40
POWERS	97	DEFENSES	25
ADVANTAGES	20	TOTAL	224

COMPLICATIONS

Enemies: Lady Vila has more than her share of enemies from her past.

Motivation—Greed: Lady Vila is motivated by a desire to have wealth and influence—and the personal safety in which to enjoy both.

Vain: Lady Vila enjoys flattery and adoration and hates any reminder of her mortality or imperfections.

wiles. Once they have spent enough time with her, their resistance crumbles and their loyalty is utterly assured. Their focus is naturally on the types of superhumans Treker can find for her, like hunter and hound. He sniffs out their prey (and lures or flushes them out, as need be) then she moves in for the kill.

ENEMIES

Lady Vila has made many enemies over the years, from the spies she initially betrayed when she fled her homeland to various targets she has "burned" or former "friends" she manipulated. A large number of people would be happy to see her dead, happier still to ensure the process was long and drawn out. Others simply want to secret of her power, and would be willing to take it from her corpse. Protection from her various enemies is one reason why Lady Vila wants to surround herself with new friends.

HOOKS

Lady Vila makes for a kind of twisted "mentor" gathering up vulnerable stormers and other superhumans in Emerald City, turning the area into her private "hunting preserve" to put together a devoted gang of followers. Once she has enough of them, and is assured of their loyalty, she begins taking steps to both improve her fortune and eliminate threats to her future.

Kat and Mouse: Lady Vila sets her sights on one of the heroes or their allies, arranging for a social occasion or even a series of mysterious crimes to attract the hero's attention and exert her influence. Over time, her new target becomes more and more favorably inclined towards her until he or she is willing to do whatever Lady Vila wants. The other heroes may need to stage an "intervention" to save their teammate from her clutches.

Headmistress: With Treker's help, Lady Vila starts an "exclusive private academy" as a cover for her criminal activities, recruiting "special students" mainly young stormers and other superhumans she wishes to bring under her influence. Heroes may track the new criminal gang in the city back to the school and start looking into the background of its founder and headmistress, forcing Lady Vila to take action.

Coming to His Senses: This hook works best after the players have had a few run-ins with Lady Vila, and are aware of Treker's slavish devotion to her service. Out of the blue, Treker contacts the heroes, pleading for their help. Treker claims that he's developed an immunity to Lady Vila's allure, and he wants to both safely escape her clutches, and get revenge for the years he's spent as her slave. To gain the trust of the heroes, Treker acts as double agent, giving the heroes information that exposes several members of the Emerlad City government that have been subverted by Lady Vila's charms. He even reveals one of her currently brewing schemes to the heroes, permitting them to foil it. Finally, Treker suggests that he set up Lady Vila, leading her into a trap set by the heroes. Is Treker telling the truth? Has he really broken his mistress' pheromonal control, or is this all an elaborate ruse to lure the heroes into Lady Vila's influence?

TREKER

If ignorance is bliss, then having superhuman sensory abilities must be hell. It certainly was for Trey Keller, in many regards. Everyone wondered what made him such

TREKER

PL7 • 110 POINTS

STR 5 STA 1 AGL 2 DEX 3 FGT 2 INT 1 AWE 5 PRE 0

Powers: Enhanced Senses (Enhanced Awareness 3, Enhanced Insight 2 (+4), Enhanced Perception 3 (+6), Senses 20 (Accurate Hearing, Accurate Scent, Acute Scent, Analytical Scent, Detect Superhumans (Accurate, Acute, Extended 3, Ranged, Tracking), Direction Sense, Distance Sense, Extended Hearing, Low-light Vision, Tracking Scent 2, Ultra-Hearing); **Sensory Block** (Concealment (All Senses), Affects Others, Limited to Minds, Passive); **Situational Awareness** (Enhanced Advantages (Assessment, Defensive Roll 4, Evasion 2, Second Chance, Uncanny Dodge), Enhanced Defenses 12 (Dodge 6, Parry 6))

Advantages: Assessment, Defensive Roll 4, Evasion 2, Interpose, Second Chance (*resistance checks vs. ambushes and traps*), Uncanny Dodge

Skills: Athletics 4 (+4), Close Combat: Unarmed 3 (+5), Insight 2 (+11), Investigation 5 (+6), Perception 4 (+15), Stealth 5 (+7), Treatment 3 (+4), Vehicles 2 (+5)

Offense: Initiative +2, Unarmed +5 (Close, Damage 0)

Defense: Dodge 9, Parry 9, Fortitude 7, Toughness 5/1*, Will 7
* With Defensive Roll

Totals: Abilities 22 + Powers 63 + Advantages 1 + Skills 14 + Defenses 10 = Total 110

Complications: Motivation—Devoted: Utterly loyal to Lady Vila. **Weakness:** Vulnerable to sensory effects targeting his enhanced senses.

a nervous and withdrawn young man, but he knew *everything* everyone was saying about him behind his back and he discovered a talent for going unnoticed when he wanted. All he really wanted was some peace, and understanding. He found both when he first caught scent of Lady Vila, literally. To his enhanced senses she was like a beacon and drew him in to a safe harbor, giving Trey understanding, direction, and love, even his new name: Treker. He is Lady Vila's faithful bloodhound, her watchdog, and her constant companion, and his time spent with her combined with his susceptibility to her "charms" has made him utterly loyal. There is nothing he would not do for his mistress and savior.

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Justin Mackenzie <MackenzieJustin1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — The Mad Machinist

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Sir,

I realize that this particular subject has already been given a thorough threat assessment. And I am aware that his name has come up a few times during the usual cafeteria table talk. Just yesterday I heard a couple agents laugh at the mere mention of the Mad Machinist's name.

But something feels wrong about this, sir. The Mad Machinist hasn't been seen or heard from in decades. So why the rash of robot sightings? Why now, after so many years, does he suddenly decide to come out of hiding? There's something we're missing here, and that worries me.

I hope you don't mind, but I've taken the liberty of pulling his dossier from our cold files. I'd like your permission to assign one of the junior agents, perhaps Nguyen, to look into these recent reports of activity. I have to be honest, sir... the idea that this maniac might be back has me concerned. Those old files mention entire warehouses of robots and doomsday machines that the subject claimed to have, but were never found. Frankly, I don't think we can afford to take these reports lightly.

I'll feel a heck of a lot better if we err on the side of caution. Can I go ahead with the preliminary paperwork, sir?

Sincerely,

Agent Justin Mackenzie

Senior Security Analyst/Field Operative
AEGIS District 5



THE MAD MACHINIST

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

THE MAD MACHINIST

REAL NAME: Dr. Harold Hellman
OCCUPATION: Psychiatrist
BASE: Emerald City

Dr. Harold Hellman works as a psychiatrist at the Wycroft Institute. Once he might have been considered idealistic, but now he is embittered and worn out from having waged a losing war against mental illness. He was never able to cure any of his patients and it seemed to him that none of his work mattered. He was



fighting a losing battle. He'd become severely depressed, but kept that secret from his colleagues using a combination of pharmaceuticals.

Times have turned tough for Hellman. When one of his patients committed suicide a few months ago, the loss hardly even fazed him. After he made a disparaging joke about the dead patient, he was given a formal reprimand and threatened with having his license revoked. He felt like he had hit bottom. But then something, or rather, someone, came along and changed everything.

Dr. Hellman received a new patient by the name of Walter Wychowski. Wychowski was dying of cancer. He should have been dead years ago, but he was being kept alive by a strange machine. He looked like something out of an old sci-fi movie from the 50s with all manner of electrodes and tubes poking out from his withered body, and his breathing came only as a function of the machine itself, as it pushed air in and out of his frail body with an ominous wheezing sound.

Intrigued by his unusual patient, Dr. Hellman worked with him closely and the two developed a rapport. Eventually, Hellman learned his secret: Walter Wychowski was once the Silver Age menace known as the Mad Machinist. Research told him that the Mad Machinist had been the scourge of Emerald City back in the 50s and early 60s, leading an army of automatons against the city. Over time, the villain's attacks on the city decreased in number and then stopped altogether. The Mad Machinist just disappeared. He was eventually forgotten and became little more than a footnote in the old news archives.

Dr. Hellman saw Wychowski as his way back up from the bottom. He's been drugging and hypnotizing his patient as a means of getting him to talk about where his secret hideouts are located. He has also enrolled in a night school course in mechanical engineering as a means of learning how to operate and repair the robots he found within those hideouts. Even though he has access to legions of mothballed machines, he is still learning how to control them.

PERSONALITY

Dr. Hellman may have once been an idealistic caregiver who genuinely wanted to help his patients overcome their illnesses, but there is little left of that man anymore. When Hellman became depressed, he experienced a psychotic break, made worse by his pharmaceutical abuse. His high degree of intelligence has enabled him to fool most of his colleagues into thinking

THE MAD MACHINIST

PL10

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
0	1	1	2	2	4	3	4

POWERS

Portable Controller: Easily Removable (-30 points) • 44 points

Radio Controller: Senses 1 (Communication Link) • 1 point

Retro-Robot Controller: Array (72 points)

- **Omni-Bot:** Summon 10 (150-point minion), Concentration, Controlled, Distracting, Heroic, Mental Link (radio link), Perception Range, Sacrifice, Variable Type: Robots • 72 points
- **Rob-E-Bots:** Summon 5 (Sixteen 75-point minions), Concentration, Controlled, Distracting, Horde, Mental Link (radio link), Multiple Minions 4 (16 robots), Perception Range, Sacrifice, Variable Type: Robots • 1 point

EQUIPMENT

Durable Lab Coat (Protection 1) • 1 point

HEADQUARTERS: THE MACHINARIUM • 19 POINTS

Size: Colossal **Tou:** 10 **Features:** Communications, Computer, Concealed, Defense System, Fire Prevention System, Garage, Holding Cells, Laboratory, Living Space, Power System, Security System, Workshop

SKILLS

Deception 10 (+14), Expertise: Psychiatry 10 (+14), Insight 10 (+13), Intimidation 6 (+10), Investigation 4 (+8), Perception 8 (+11), Persuasion 10 (+14), Technology 2 (+6), Treatment 4 (+8)

ADVANTAGES

Assessment, Daze (Deception), Equipment 4, Fascinate (Persuasion), Taunt, Well-Informed

he is just going through “tough times”, but they don’t know just how far gone he really is. Now that he has taken the identity of the Mad Machinist for himself, he has a new focus in life. For the first time in years, he feels almost happy again. He feels empowered because he no longer has to listen to the pain and misery of others—now he gets to cause it!

POWERS & ABILITIES

The Mad Machinist has a massive army of automatons. These retro robots, which look like they’re straight out of the pages of the old Silver Age comics, are unable to operate independently, relying upon the Mad Machinist and his Portable Controller for all their directives. If the controller is taken away from him, the robots sputter to a dramatic halt. However, he also has the ability to control his minions from the “behind-the-scenes” safety of one of his Machine Shops, taking advantage of its built-in communications center. Destroying it may count as a Power Loss complication for him if he cannot immediately access his Portable Controller for some reason.

While the original Mad Machinist was able to manipulate large numbers of robots very skillfully, Dr. Hellman is still very much out of his element, and consequently, strug-

OFFENSE

INITIATIVE +1

Unarmed +2

Close, Damage 0

DEFENSE

DODGE	6	FORTITUDE	4
PARRY	6	TOUGHNESS	2
WILL	10		

POWER POINTS

ABILITIES	34	SKILLS	32
POWERS	44	DEFENSES	19
ADVANTAGES	9	TOTAL	138

COMPLICATIONS

Depression: The Mad Machinist suffers from periodic bouts of depression and undergoes severe mood changes. In order to treat his symptoms, he takes a variety of pharmaceutical products, most of them illegally obtained prescription medicines.

Identity: The public does not yet know that Dr. Harold Hellman is the new Mad Machinist, nor do they know that Walter Wychowski was the original villain to use that name.

Motivation—Therapy: Dr. Hellman sees his newfound role as the Mad Machinist as self-therapeutic. It provides him with a means of rising above his depression.

Unfamiliarity: The current Mad Machinist does not really understand the technology he is using. Sometimes it just won’t work for him, or works in a way that he does not anticipate.

gles to control even a few of his mechanized minions at a time. He is, however, improving, so it is only a matter of time before he becomes an even greater threat to the city. In the meantime, he is content to test his skills by staging small-scale attacks from the safety of his secret lair. Although he operates out of only one Machine Shop at a time, he has numerous headquarters hidden in various parts of the city and can relocate as needed.

One thing that distinguishes him from his predecessor is his propensity for engaging in conversations with his opponents. Making use of loud speakers and two-way communicators built into all of his machines, the Mad Machinist takes full advantage of his training in psychiatry by distracting opponents with words, taunting and demoralizing them at every opportunity. Where the original Mad Machinist simply ranted, the new one likes to get under the skin of his enemies and play with their emotions. This can give him a significant edge in combat.

ALLIES

Because of his lengthy bout with depression, Dr. Hellman has isolated himself, so he has few real friends. However,

his years of psychological training have made him very good at manipulating people without them even realizing it. As such, he is not above tricking other villains, particularly the strong and stupid ones, into helping him. That said, he feels no real loyalty to them and is quite willing to sacrifice them without giving it a second thought.

ENEMIES

The new Mad Machinist is only just beginning to reveal his existence to the good citizens of Emerald City and has yet to earn himself a nemesis.

HOOKS

Find of the Century: When digging at a construction site unearths an underground complex, the police are called in to investigate. They, in turn, contact the heroes for assistance when it becomes clear that the subterranean lair has potentially dangerous defenses. As the heroes explore the base, it becomes apparent that it has been abandoned for some time—one of the many hidden lairs left by the original Mad Machinist when he disappeared. While the heroes are in the midst of their search, the new Mad Machinist catches wind of the discovery and attempts to remotely retake control of the base and the lethal robots that it holds.

Scavenger Hunt: The Retro Robots have been around since the 50s and 60s. Consequently, they tend to break down a lot. The Mad Machinist goes on a scavenger hunt to find the parts needed to keep his army of automatons operational. The heroes investigate a string of thefts at a variety of unlikely locations, including pawn shops, antique stores, and even a museum of history. It seems that many of the parts needed to maintain the robots are no longer being manufactured, so the villain is having to look for them in discarded electronic and mechanical items that date back to the same time period as the original Mad Machinist.

Out with the New and In with the Old: Walter Wychowski, the original Mad Machinist, suspects that his psychiatrist may have stolen his villainous identity and is using his robots to terrorize the city once again. He contacts the heroes to ask for their assistance in stopping the would-be usurper. He tells them that he can stop the robot rampage if the heroes can bring him the villain's portable controller. However, when the heroes retrieve it for him, he instead uses it to resume control of his mechanized minions and

THE MAD MACHINIST'S LAIR

The Mad Machinist's lair is as retro-futuristic as the rest of his resources. The lair is a complex tunneled out of solid rock in one of the peaks of the Atlas Mountains near Emerald City (or another suitable mountain range near whatever city your heroes call home). A holographic projector creates a false rock-face over the windows of the observation platform and the doorway of the main hangar, and the facility has all of the equipment needed to store and maintain the Machinist's robot army, although the need for repairs or additional equipment can send the Mad Machinist's forces out hunting.

OMNI-BOT

PL10 • 150 POINTS

STR 10 STA — AGL 4 DEX 4 FGT 8 INT — AWE 4 PRE —

Powers: Ranged Damage 10, Penetrating 10 (Death Ray), Strength-based Damage 2 (Pincers), Elongation 2, Extra Limbs 2, Feature 2 (Loud Speakers and TV Screen), Growth 4 (Permanent, Innate), Immunity 30 (Fortitude effects), Impervious Toughness 12, Leaping 4, Protection 8, Speed 2, Senses 7 (Communication Link, Accurate Radius Extended Ranged Radio).

Advantages: Fast Grab, Improved Grab, Improved Hold, Improved Initiative, Instant Up.

Skills: Perception 6 (+10), Ranged Combat: Death Ray 6 (+10).

Offense: Init +8, Pincer +8 (Close, Damage 12), Death Ray +10 (Ranged, Damage 10, Penetrating 10).

Defenses: Dodge 8, Parry 8, Fortitude —, Toughness 12, Will —.

Totals: Abilities 22 + Powers 110 + Advantages 4 + Skills 6 + Defenses 8 = Total 150 points.

ROB-E-BOT

PL5 MINIONS • 63 POINTS

STR 6 STA — AGL 0 DEX 0 FGT 3 INT — AWE 2 PRE —

Powers: Ranged Damage 5 (Laser), Feature 2 (Loud Speakers and TV Screen), Immunity 30 (Fortitude effects), Impervious Protection 7, Senses 7 (Communication Link, Accurate Radius Extended Ranged Radio).

Advantages: Close Attack.

Skills: Perception 3 (+5), Ranged Combat: Laser 5 (+5).

Offense: Init +0, Pincers +4 (Close, Damage 6), Laser +5 (Ranged, Damage 5).

Defenses: Dodge 3, Parry 3, Fortitude —, Toughness 7, Will —.

Totals: Abilities -8 + Powers 63 + Advantages 1 + Skills 4 + Defenses 3 = Total 63 points.

tries to make good his escape. It turns out that he was not quite so close to death as everybody assumed. Now the heroes potentially have two madmen on the loose: a psychotic psychiatrist and the real Mad Machinist!

RETRO ROBOTS

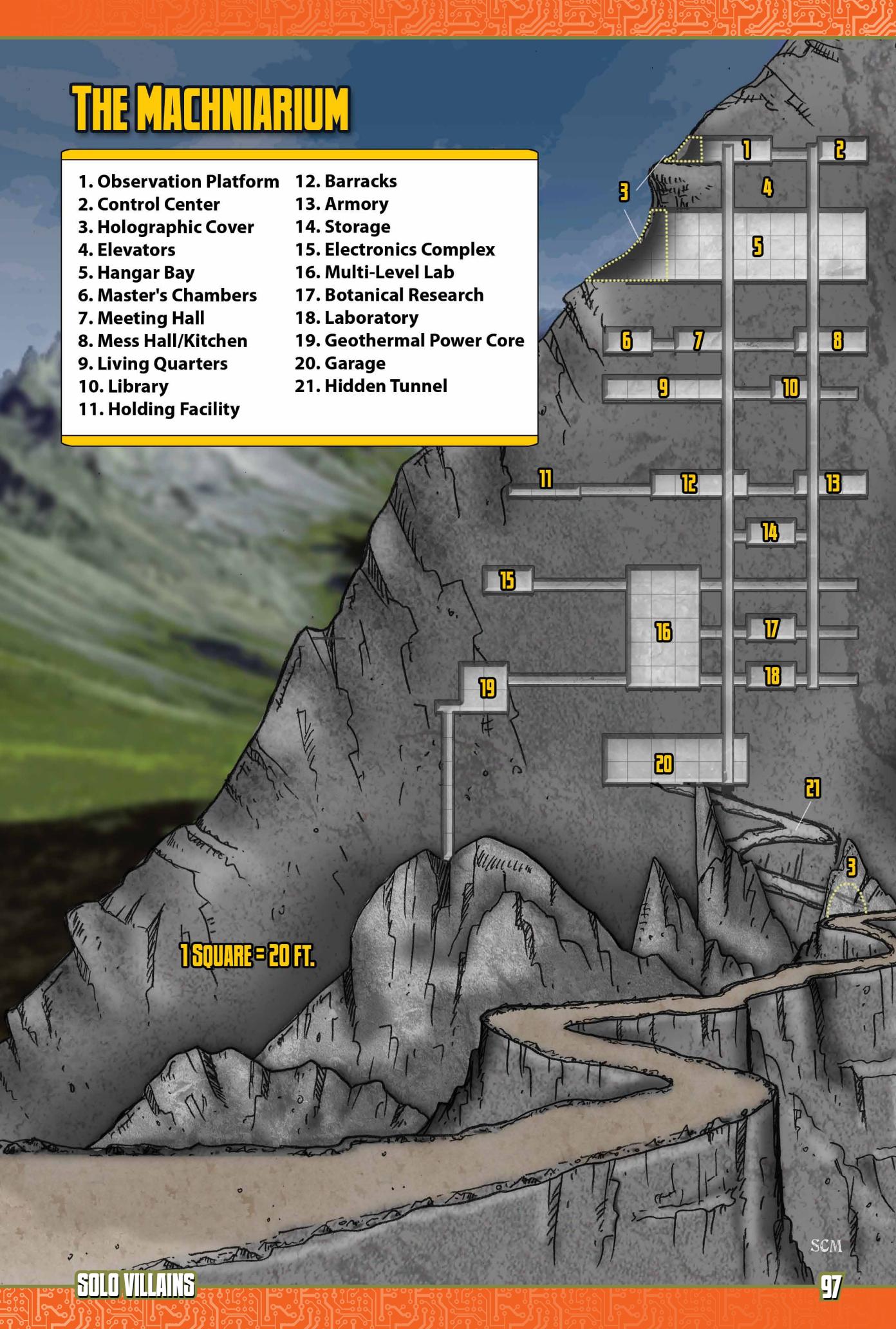
The Mad Machinist uses the "Retro Robots" built in the 50s and 60s by his predecessor. Since they were originally constructed in all different shapes and sizes, you can easily create other more specialized robots using the rules for constructs in the *M&M Hero's Handbook*. The two most common robots in his arsenal are detailed here, the Omni-Bot, and the Rob-E-Bot.

HEADQUARTERS: THE MACHINARIUM • 19 POINTS

Size: Colossal **Tou:** 10 **Features:** Communications, Computer, Concealed, Defense System, Fire Prevention System, Garage, Holding Cells, Laboratory, Living Space, Power System, Security System, Workshop

THE MACHNIARIUM

- | | |
|-------------------------|---------------------------|
| 1. Observation Platform | 12. Barracks |
| 2. Control Center | 13. Armory |
| 3. Holographic Cover | 14. Storage |
| 4. Elevators | 15. Electronics Complex |
| 5. Hangar Bay | 16. Multi-Level Lab |
| 6. Master's Chambers | 17. Botanical Research |
| 7. Meeting Hall | 18. Laboratory |
| 8. Mess Hall/Kitchen | 19. Geothermal Power Core |
| 9. Living Quarters | 20. Garage |
| 10. Library | 21. Hidden Tunnel |
| 11. Holding Facility | |



MASTERMIND

REAL NAME: Unknown

OCCUPATION: Conqueror

BASE: Various secret facilities worldwide

He was there on the day the gods came from the sky. They descended on a floating island, full of strange lights and sounds, and the people were terrified and fled. They were dark and shining beings with great and terrible power. But he was a hunter and a warrior, the only one of his tribe brave enough to go forth and confront the gods, and he paid the price for it. The gods took him into their great palace... and the pain began.

The gods gave him to metal monsters that tore him apart slowly and deliberately, studying every organ, every cell. His blood and organs were extracted, his bones cracked and pulverized. Finally, his brain was removed and analyzed, its contents distilled and incorporated into the vast knowledge banks of the ship. Along with his complete genetic profile, the machines held the sum of all the primitive hunter was. They called themselves the Preservers, but to him they were demons, destroyers. The hunter died in agony, but something new was born from him.

Within the depths of the Preservers' machines, a human mind willed itself back to awareness and began working its way through the system, absorbing knowledge and understanding far beyond its first lifetime. Where it was once a hunter in body, it was so again in mind. It became aware of the nature of the Preservers and their mission to seed and extend life throughout the universe. It learned about science, about genetics, physics, and other concepts not yet discovered by man. It also learned about the vast potential inherent in humanity, potential of interest to its tormentors.

By the time the mind finished absorbing all the knowledge of the computers, thousands of years had passed in the world outside. The Preservers were long since gone, but they left a legacy behind, and he was a part

of it. Through the power of his will, he took control of the machines in which his mind lived and used them to re-create his body, but perfect this time—the ideal male human form enhanced to its fullest potential. Into that body he placed his greatly expanded consciousness. He arose from the gestation tank, reborn into the world as an example of what humanity could become.

For millennia, he walked among us: studying, learning, and using his influence to guide human destiny. He has borne thousands of names and identities and lives across time. The shortsighted have opposed him, delaying but never truly stopping his plans. He struggled against superstition, fought to free humanity from the oppression of mysticism, and hunted creatures that would prey on them—and reserved a special hatred for the Serpent



MASTERMIND

PL15

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
5	7	5	5	10	7	7	6

POWERS

- Mind Over Matter:** Immunity 3 (Aging, Disease, Poison); Immunity 3 (Cold, Heat, Radiation), Sustained • 6 points
- Psychokinesis:** Perception Ranged Damaging Move Object 15, Subtle • 61 points
- Psychokinetic Levitation:** Flight 10 (2,000 MPH) • 20 points
- Psychokinetic Shield:** Sustained Impervious Protection 13 • 26 points
- Telepathic Touch:** Mind Reading 15, Close Range, Cumulative • 15 points
- Translation Field:** Comprehend 3 (Languages; Speak, Understand, Understood) • 6 points

SKILLS

- Athletics 5 (+10), Deception 8 (+14), Expertise: History 16 (+23), Expertise: Life Sciences 12 (+19), Expertise: Tactics 12 (+19), Insight 10 (+17), Investigation 5 (+12), Persuasion 8 (+14), Ranged Combat: Throwing 5 (+15), Technology 14 (+21), Treatment 10 (+17), Vehicles 5 (+10)

ADVANTAGES

- Equipment 10, Great Endurance, Jack-of-all-trades, Power Attack, Ranged Attack 5, Trance, Ultimate Effort (Will checks)

OFFENSE

INITIATIVE +5

- Psychokinesis — Perception, Damage 15
Unarmed +10 Close, Damage 5

People, ancient enemies of Man. He was a philosopher-king in Atlantis, a great scientist during the Renaissance. He has known all eras of history. While his body aged far more slowly than a normal human's, he still retired from time to time to one of his hibernation chambers hidden around the world to rest and regenerate. Remaining ever youthful and vital, the hunter-turned-immortal watched the centuries whirl past faster and faster.

After his most recent awakening, he was amazed to discover how much humanity had progressed. Finally, he was seeing the first true signs of the human potential he always knew existed. He also noticed the explosion of people with superhuman powers. They could become the harbingers of the next stage of human development, but they could also oppose his rightful rule. They would learn to acknowledge him as their superior, their destined leader, and all humanity would know him as the Mastermind!

PERSONALITY

Although he considers his goals worthy and benevolent, the Mastermind wants nothing less than to rule the world and shape it in his own image. Still, he does not seek the

DEFENSE

- DODGE 10 FORTITUDE 12
PARRY 10 TOUGHNESS 20/7*
WILL 18 *without Psychokinetic Shield

POWER POINTS

- | | | | |
|------------|-----|----------|-----|
| ABILITIES | 104 | SKILLS | 55 |
| POWERS | 134 | DEFENSES | 21 |
| ADVANTAGES | 20 | TOTAL | 334 |

COMPLICATIONS

Ancient: Mastermind is almost impossibly old and the weight of his millennia of life sometimes rests heavily on him.

Arrogant: Mastermind truly believes he has no equal and that he is ultimately the destined savior and future leader of humankind.

Sympathy: At his heart Mastermind has some measure of sympathy for pain and suffering. He dislikes torture (and torturers) and has been known to show surprising moments of mercy in pursuit of his goals.

NOTES

Mastermind's Equipment points are generally distributed amongst secret headquarters like the Sea-base and Underground Lair (*Hero's Handbook*, page 179) he has scattered in various locations around the world.

world's destruction, but its betterment, so he chooses his moves carefully, precisely. After all, he has considerable time and patience, although recent circumstances have led him to wonder if time may be running out for the human race. The current state of the world makes it more imperative than ever that Mastermind assume his rightful place as leader, guiding humanity towards a better path.

Supremely arrogant and self-assured, Mastermind bristles at any challenge to his authority. In particular, he still holds a deep hatred for the alien torturers who brought about his apotheosis. On the one hand, he owes them for his transcendence, but he also recalls the endless pain, and flinches at the idea that he is their pawn, even now, acting out some alien design enacted before human civilization even began.

POWERS & ABILITIES

Mastermind engineered his body to the peak of human perfection, including unlocking tremendous potential for psionic power. He is one of the most powerful psychokinetics known, able to lift hundreds of tons by thought alone or protect himself with a near impervious psionic barrier. Mastermind can also make telepathic contact with other beings, but only by touch. Dr. Atom and Eldrich have speculated that this limitation is more of a mental block;

full telepathic awareness would engender too much empathy in Mastermind for his subconscious to allow it.

His great intelligence, technological resources, and immortality allow Mastermind to develop any number of schemes for world-conquest and he's willing to bide his time and deal with a few setbacks. His extensive knowledge of genetics and Preserver bio-engineering and hardware allows him to create his own super-powered lackeys or perhaps grant super-powers to ordinary people (or awaken latent powers within them). His skill in cloning also means heroes can never be certain that the Mastermind is dead. A backup facility can always create a clone of him and download his intellect and memories into it, allowing him to return. The GM can consider this plot device a measure of the Immortality power, if desired.

HOOKS

Storm Warnings: The Emerald City authorities come to the heroes with a rather unusual case; certain criminals have turned up in near-catatonic states, found by passers-by in out-of-the-way places in or around the city. Not just any criminals, either, but the likes of Doctor Shock (see page 42) and Cortex (see page 24), possibly some other stormers, along with execs and scientists from Brand Management, MarsTech, KessKorp, and others. All the victim recover after a short time with no recollection of what happened to them (criminals, naturally, quite surprised and displeased to find themselves in police custody). The only link the heroes can find is all the victims have some knowledge of stormers and the Silver Storm. It could well be Max Mars (from *Emerald City Knights*) or even one of the heroes is the next target! The force behind these incidents is Mastermind, curious about the Silver Storm, who is capturing potential sources of information, telepathically interrogating them, then wiping their memories and releasing them. If the heroes manage to lure Mastermind into the open or confront him, he confesses his actions without remorse, telling them he has learned what he needs for the time being, and departs, unless the heroes try to stop him. Of course, some of Emerald City's criminal underground (such as F.O.E.) may also be on the trail, concerned there's a new vigilante hero or stormer out to get them.

Power Potential: Mastermind seeks out remnants of Preserver technology from around the world, starting with the work of a local archeologist. The heroes are able to confront the immortal at several sites, but not soon enough to prevent him from absconding with his finds. With help from the archeologist, they are able to trace what Mastermind has stolen, however, leading them to a hidden base in the mountains of Antarctica. There, Mastermind has assembled his finds into a device intended to unleash an "Apotheosis Wave" across the world: the signal, transmitted on a telepathic frequency, will "unlock" much of humanity's latent psionic potential, built into them by the Preservers. Virtually overnight, humanity will become a vastly more evolved race of super-beings! Of course, there's a catch: the Apotheosis Wave will also vastly increase Mastermind's own powers, and extend the reach of his telepathic abilities world-wide. He will stride the vastly-empowered world like a god and take his rightful place as leader of a newly elevated race of humanity. Only the heroes stand between Mastermind and the achievement of his goals: do they deprive the world of the sort of powers they enjoy? Is humanity ready for superhuman status?

Immortal Empire: When an experiment in opening inter-temporal wormholes catches his attention, Mastermind realizes an opportunity: the experiments are nowhere near capable of sending matter through time, however, they do allow for certain energy transferences, particularly telepathic communication. This allows Mastermind to use the technology to send a telepathic "download" to his past self, tens of thousands of years ago, giving him all of his future knowledge! The heroes find Mastermind's hidden lair and the stolen apparatus (tracing its tachyon signature) just in time to see reality shift around them: Mastermind has altered history, creating a world where he has ruled since time immemorial! By virtue of being in the wormhole generator's "tachyon shadow" the heroes are the only people in the world who remember the prior timeline. They have to find some way of undoing what Mastermind has done, which may be difficult without the means to travel in time themselves! Worse yet, Mastermind has known they would threaten him for thousands of years and has been preparing...

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Sylvia Whitehead <WhiteheadSylvia1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Mindfire

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

Sir,

Your tip was good. Searching ECPD's Organized Crime Division's files did indeed provide helpful information. Between the partial fingerprints found at the Manetti murder scene, the few photographs we have of Mindfire, and the information in Michael Jeffries' (formerly) sealed files, I feel confident that Mindfire's true identity is that of Mr. Jeffries' estranged daughter, Emma. She seems to have been off the grid for most of her adolescence and early adulthood, but the money trails strongly suggest she spent that time in a succession of very exclusive psychiatric hospitals. The trail ends the same day Jeffries the elder was killed in a house fire that took place on the evening of the Silver Storm. Once she's captured, I don't think it will take very long to prove Emma is a stormer or to connect her to the deaths of various gangland figures.



MINDFIRE

Also, sir, I would appreciate it if you would discreetly but firmly ask Senior Agent Forsythe to back off. His attempts to force himself into my investigations of Mindfire are an unwelcome distraction. I understand his concerns, and sympathize with the high degree of animosity the subject has engendered in our Agent Division personnel, but I need room to do my job professionally and objectively.

Thank you.

Agent Sylvia Whitehead
Security Analyst/Field Operative
AEGIS District 5

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS Yellow/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

MINDFIRE

REAL NAME: Emma Jeffries
OCCUPATION: Powered muscle for hire
BASE: Emerald City

Emma Jeffries is the daughter of Michael Jeffries, wealthy philanthropist and mob lawyer. The senior Jeffries was responsible for keeping numerous organized crime figures out of jail, but to his great frustration, was never admitted further into the families. Behind closed doors, he took his frustration out on his wife and child. At nine years old, Emma was shipped off to the first of the high-priced boarding schools that were her home from then on. A year after she left, Emma's mother committed suicide. After that, she felt little connection to her father and knew him mainly as the man who controlled the purse strings and who beat her

at his whim. She learned early on how to manipulate the dangerous men around her and became hyper-aware of her surroundings, so nothing would surprise her—successful survival strategies for someone in her situation. When Daddy learned about her role in the disappearance of her many “pets” and the violent beatings she inflicted on friends who'd angered her, she was moved from the boarding schools to secure, discreet mental hospitals. She was being moved from one such facility to another in the back of a limo when the route came a little too close to ground zero of the Silver Storm.

Her psionic abilities literally exploded into being. They shredded the limo and the men around her. After recovering enough self-control to work through what had happened and what she could do, Emma made her way home and showed Daddy just how unhappy she was with him. Her explanation took some time and he didn't survive it.

Freed from her previous life, Mindfire immediately put knowledge of her father's former associates to use in order to hire herself out as super-powered muscle. She's expanded her client list since then, but not her goals—money and fun and plenty of people to inflict pain upon are all she really wants and she indulges those whims as she likes.

PERSONALITY

Mindfire's personality is a dangerous mix of frustrated entitlement, a lifetime of rage, and complete indifference to the value of human life. She projects a flirtatious exterior and maintains enough self-control to operate in everyday life, but her temper is always there, just below the surface. The only *real* enjoyment she derives from life since her transformation is using her powers to cause pain and suffering, or to flaunt them to prove she's superior to whomever she's dealing with; in short, she's a classic sociopath.

POWERS & ABILITIES

Mindfire is a psionic, and not a subtle one. She is both telepathic and telekinetic, but the manifestations of power are always accompanied by a ghostly fire-like effect. This distinctive psionic signature is a reflec-



STR	STA	AGL	DEX	FRT	INT	AWE	PRE
0	5	3	3	2	1	4	2

POWERS

- Fiery Telekinetic Wings:** Flight 6 (120 mph) • 12 points
- Psi-Active:** Senses 5 (Ranged Radius Acute Extended Mental Awareness) • 5 points
- Psionics:** Array (61 points)
- **Telekinetic Torture:** Sustained Perception Range Damage 10, Resisted by Fortitude, Precise, Dynamic • 62 points
 - **Telepathic Intrusion:** Cumulative Effortless Mind Reading 11, Sensory Link, Quirk (Painful to the target unless Mindfire imposes the Distracting flaw), Dynamic • 2 points
 - **“Bug Room”:** Perception Ranged Progressive Affliction 10 (Resisted by Will; Dazed and Vulnerable, Stunned and Defenseless, Incapacitated), Dynamic • 2 points
 - **Telekinetic Attack:** Damaging Perception Range Move Object 11, Dynamic • 2 points
 - **Telekinetic Field:** Burst Area Selective Move Object 11, Precise, Dynamic • 2 points
 - **Telepathic Speech:** Mental Communication 3, Quirk (Painful to the target unless Mindfire imposes the Distracting flaw), Dynamic • 2 points
 - **Telepathic Torture:** Sustained Perception Range Damage 10, Resisted by Will, Precise, Dynamic • 2 points
- Psychokinetic Aura:** Sustained Impervious Protection 8 • 16 points

SKILLS

Deception 12 (+14), Expertise: Streetwise 8 (+9), Insight 10 (+14), Perception 10 (+14), Persuasion 10 (+12)

ADVANTAGES

Attractive, Connected, Taunt

tion of her sadistic personality. Her telepathy is blunt and brutal, so when she enters others' minds, it's a painful process unless she really concentrates. She would love to master mind control, but despite her best efforts all she's managed to develop is the ability to create illusions of the target's worst fears.

ALLIES

Mindfire isn't really stable enough to accumulate many allies. She has worked with a number of other stormers when the occasion called for it, but her sociopathic nature restricts her choice in "friends" to those she can't easily hurt in a fit of pique (such as Anvil) or those that pay her handsomely, such as F.O.E. or SHADOW. Many of Daddy's former associates funnel work her way along with doing favors for her if she needs something, whether they do it out of respect for her father's service to them or fear of Mindfire's powers isn't clear.

OFFENSE**INITIATIVE +3**

- | | |
|-----------------------|--|
| Telekinetic Attack — | Perception Range, Damage 11 |
| Telekinetic Torture — | Perception Range, Damage 10, Resisted by Fortitude |
| Telepathic Torture — | Perception Range, Damage 10, Resisted by Will |
| Unarmed +2 | Close, Damage 1 |

DEFENSE

DODGE	9	FORTITUDE	8
PARRY	9	TOUGHNESS	13
WILL	14		

POWER POINTS

ABILITIES	40	SKILLS	25
POWERS	107	DEFENSES	26
ADVANTAGES	3	TOTAL	201

COMPLICATIONS

Motivation—Thrills & Safety: Mindfire had an abusive upbringing and she seeks to make herself safe from potential threats. She's also a bit of an adrenaline junkie.

Sadist: Mindfire loves exerting her power over others and can get so wrapped up in it that she doesn't pay attention to what's happening around her.

Temper: Mindfire has a short fuse. She was abused during her childhood—and surrounded by even greater violence. She has a violent temper that often gets the best of her. She can go from calm to murderous in an instant, especially when she feels helpless, powerless, or belittled.

ENEMIES

After hospitalizing numerous agents and torturing a few just for kicks, Mindfire is high on AEGIS' list of targets in Emerald City—for numerous AEGIS agents, it's *personal* with her. Mindfire also killed a number of street soldiers belonging to the Takazumi-Gumi (not that she knew who they were at the time); this has resulted in Three Banner Shogun putting a price on her head.

HOOKS

Can you say ‘Hot Date?’: Mindfire and another attractive supercriminal (preferably male, but she's flexible) start a passionate, tempestuous, and doomed relationship. For giggles, each of them goes on a separate spree of mayhem, planning on comparing “scores” at the end of the night. The heroes have to extinguish this little bout of hearts a’ fire before the body count begins to climb.

MOSQUITO

REAL NAME: Arthur Mossberg
OCCUPATION: Former executive, now criminal
BASE: Emerald City

Arthur Mossberg willingly sacrificed much in favor of advancing his career. He got the MBA. He worked the long hours, the nights and weekends. He built his social life around his colleagues and getting ahead. He focused on retirement, on the things he would do later, after. Although he was an executive with Morgenstern Labs with considerable seniority, that "later" always seemed further and further away. Eventually, his marriage fell apart and, at middle-age, it seemed like a waste of time building another serious relationship. Then Arthur's health began to decline, and maintaining his medical insurance became paramount, all while younger and equally ambitious execs eyed his position and corner office.

It eventually became clear to Mossberg: even if he made it the remaining short time to retirement, he wouldn't live long enough to enjoy it. Alzheimer's was threatening to take away what he had left: his memories and his faculties, and there was already talk about easing him out of his position with the company and into something "less stressfull." He couldn't tolerate that. So when an anonymous figure approached him with a solution to his problem, Mossberg had nothing to lose. Doctor Shock wanted certain information on Morgenstern's top-secret projects, which Mossberg supplied. In exchange, Shock helped Arthur with his medical problems.

The process was painful and had some unexpected side effects. When Mossberg regained consciousness, he was disoriented and thought he was hallucinating that Doctor Shock had become a hundred-foot giant. Instead, it was he who had shrunk down to a little more than five inches tall. He vaguely heard something about "electrons" and "quantum compression" but that was right before heroes broke into Shock's secret lab and a stray force blast broke open the container Arthur was in. The tiny figure fled unnoticed from the fight. It didn't take long for him to discover the process changed him in other ways: he could fly on crackling "wings" of electro-magnetic force and project electrical "stings" from his hands, but he also craved the bio-energy of other creatures and needed it to sustain him.

One other thing was clear: Arthur Mossberg's life was over. The sadistic Doctor Shock was more likely to dissect him than to help him if they were ever to cross paths



again, and he was a wanted man for stealing from Morgenstern, which was how the heroes found Shock's hideout in the first place. All of his plans for life were in ruins, and all Arthur could do was to make "the Mosquito" a force to be reckoned with. No more waiting. He would take what he wanted, and pity anyone who got in his way.

PERSONALITY

Mosquito is a bitter man who feels wronged by life and is out for revenge against the so-called "normal" people who have it better than him. In particular, he hates successful business types who remind him of who he once was, and those who have lives of wealth and privilege, which they neither deserve nor appreciate in his view.

He soothes his outcast and "freak" status by punishing others, sharing his pain. Mosquito is a bully when he has the upper hand and a coward when he is clearly outmatched. He hates Doc Shock for helping to ruin his life, but is also afraid of the mad scientist, who happens to be immune to Mosquito's electrical powers. Shock would like nothing more than an excuse to put his former subject under a microscope, preferably cut into very thin slices. For just that reason, Mosquito avoids him and works with organizations like F.O.E. in order to gain their protection.

POWERS & ABILITIES

Mosquito is permanently reduced in size to about five and a half inches tall, making him difficult to spot and a tiny, fast-moving target in a fight.

Doc Shock's treatment has apparently cured Mosquito's synaptic degeneration and given him various bio-electrical powers. Mosquito can drain the bio-electricity from the nervous systems of other living creatures from a short distance away (about 10 feet or so). This causes

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
-3*	2	2	2	2	2	1	0

POWERS

Bio-Drain: Cumulative Affliction 11 (Resisted by Fortitude; Fatigued, Exhausted, Incapacitated), Reach 2 (10 ft.) • 24 points
Bio-Replenishment: Regeneration 10, Source: Bio-Drain • 5 points
Electro-Sting: Ranged Damage 9, Diminished Range 3 (Range: 18/45/90) • 15 points
Electro-Wings: Enhanced Skill 4 (Acrobatics 8), Limited to while flying; Enhanced Defenses 16 (Dodge 8, Parry 8), Limited to while flying; Flight 5 (60 MPH), Wings • 15 points
Tiny: Enhanced Advantage 5 (Defensive Roll 2, Evasion 2, Improved Initiative); Shrinking 12, Permanent, Innate • 31 points

SKILLS

Acrobatics 8 (+10), Close Combat: Bio-Drain 7 (+9), Deception 4 (+4), Expertise: Business 8 (+10), Insight 6 (+7), Intimidation 0 (-6)*, Perception 4 (+5), Persuasion 4 (+4), Ranged Combat: Electro-Sting 9 (+11), Stealth 0 (+14)*, Technology 8 (+10)

ADVANTAGES

Defensive Roll 2, Evasion 2, Improved Initiative 2, Move-by Action

OFFENSE**INITIATIVE +10**

Bio-Drain +9	Close (10 ft.), Affliction, Resisted by Fortitude (DC 21)
Electro-Sting +11	Ranged, Damage 9, (Range: 18/45/90)
Unarmed +2	Close, Damage -3

the target to suffer increasing fatigue and eventual unconsciousness. If Mosquito continued to drain from an unconscious victim, it's possible their central nervous system would shut down altogether, killing them, but he has never done so, always stopping the process once the victim passes out.

Drained energy is stored in the electron compressed cells of his own body and he can release it, either as directed bolts from his hands (his "electro-stings") or as electromagnetic "membranes" which extend from his shoulder blades, allowing him to defy gravity and fly, complete with a high-pitched whine like a larger version of his namesake. The drained energy also facilitates the rapid regeneration of Mosquito's cells, allowing him to quickly recover from injury by draining another creature.

If Mosquito goes for more than a day or two without using his bio-energy draining abilities, his cellular structure begins to destabilize. He suffers fatigue, headaches, and various aches and pains that increase in severity. He doesn't entirely know what would happen if he refrained from draining others altogether; it's possible the symptoms are merely some form of withdrawal, but they could possibly worsen and even lead to death. Thus far Mosquito

DEFENSE

DODGE	16*	FORTITUDE	9
PARRY	16*	TOUGHNESS	4/2**
WILL	10		

*Includes Shrinking modifiers. **Without Defensive Roll.

POWER POINTS

ABILITIES	22	SKILLS	25
POWERS	90	DEFENSES	16
ADVANTAGES	1	TOTAL	154

COMPLICATIONS

Drain Dependent: Mosquito must use his bio-drain power a minimum of every 48 hours or so to maintain his health and well-being.

Motivation —Outcast: Rejected by his employers, Mosquito is now a mutated freak, bitter against society and the people he blames for his condition. He particularly hates the young, wealthy, and successful.

chooses not to find out. He initially resisted his cravings to drain victims, but now goes in search of a "quick fix" when the symptoms first present themselves, and tries to stay "topped up" so they do not set in at all.

HOOKS

Mosquito is a villain-for-hire suitable for use as a scout (given his flight and size), infiltrator, or sneak-thief (given he also has some technical expertise). He's known to work for F.O.E. and can be found as part of an *ad hoc* team assembled for a particular job. He also works solo, both to feed his energy needs and pick up pocket change from petty thefts.

Hornet's Nest: Mosquito goes after his former employers, Morgenstern Labs, with a series of break-ins (conducted mainly through air vents and similar access points) and thefts. Unfortunately, Mosquito never made it into the inner circle of the company's executives aware that Morgenstern is a front company for the criminal Labyrinth, owned by Grant Conglomerates. When one of his thefts nets some incriminating information, the Labyrinth comes after him. Mosquito may be inclined to cut a deal for the information in exchange for the protection of a team of heroes.

Freak Trio: Pack-Rat (see page 106) was created by Morgenstern Labs and has good reason to hate them as well. Given their similar fixation and outcast status, he and Mosquito might well team-up, along with Pack-Rat's "friend" Junkpile, to form the nucleus of a new super-criminal team. The trio's powers complement each other fairly well and Mosquito may even provide some "parental" guidance to his junior teammates.

PACK-RAT

REAL NAME: Experimental Subject XCV-112890
OCCUPATION: Professional thief and gangleader
BASE: Emerald City (under it, actually...)

Morgenstern Labs was one of the many corporate fronts used by the Labyrinth to hide its myriad interests in the world of scientific research, legal and otherwise. One of its special areas of experimentation was adapting DNA Ascendant technology and processes to use on animal subjects, experimenting not only with bootstrapping specimens to higher levels of sapience, but also chimerization... the adaptation of species-specific traits from species to another. The research saw great success, producing a number of animal hybrids with human-level intelligence, as well as numerous impressive chimeras that displayed cross-sections of melded animal, reptilian, and even insectoid biologies.

One problem with being a front for powerful criminal organization is that by *hiding* the association, you lose much of the intimidation factor. The animal rights group that heard rumors of illicit testing in Morgenstern Labs thought they were merely vandalizing another in a string of pharmaceutical concerns guilty of torturing (testing on) animals, learning painfully—and fatally in a couple of instances—of their error when they accidentally released the specimens from their cages. The specimen that would become Pack-Rat never looked back, heading right through the waste cycling systems, into the sewers, and out to freedom.

Hesitant, fearful exploration revealed a fascinating world to him, and he rapidly educated himself through the benefit of poorly-locked libraries and upscale bookstores. When he helped a group of vagabonds being beaten by a rowdy street gang, he gained valuable allies willing to overlook his appearance in a world of demonic invasions and alien powerhouses. They named him "Pack-Rat" and beginning with those first few members, he gradually built a pack that he has taught to survive by capitalizing on society's natural inclination to ignore them.

PERSONALITY

Mutation into a humanoid form has turned instinctive acquisitiveness into avarice and pathological envy. Pack-Rat is a driven collector of discarded things, whether it be raggedy clothing and old transistor radios... or street people. He exhibits many symptoms of what in humans would be called autistic behavior, none of which get in the way of efficiently running a "guild"

of petty thieves that he uses as surrogates for the pack-mates ripped away from him by his transformation. As a rat "uplifted" to human-level sapience, he has difficulty grasping the intricacies and motives of many human behaviors and morality systems, like this arcane concept called 'property.'

POWERS & ABILITIES

As a humanoid rat, Pack-Rat has claws and vicious teeth with which he can defend himself, and when he drops to all fours he can move with impressive speed. He also has a highly developed sense of smell and taste. Even in comparison to human intellects, Pack-Rat is brilliant, with a savant-like grasp of bizarre and exotic technologies. He is never without a few utilitarian devices almost absent-mindedly kludged together from scraps of materials—his tech may look odd, being comprised of junk and various odds and ends, but that doesn't make it any less effective.



STR	STA	AGL	DEX	FGT	INT	AWE	PRE
1	4	4	5	4	6	3	1

POWERS

Claws and Sharp Teethies, Oh Yes Indeedies: Strength-based Damage 1, Precise • 2 points

Everybody wants to be a Rat: Extra Limbs 1 (Tail), Features 2 (Insulating Fur, Iron Stomach), Immunity 1 (Disease), Movement 1 (Surefooted), Senses 2 (Acute Olfactory, Tracking Olfactory) • 8 points

Four on the Floor: Speed 3 (16 mph) • 3 points

Ramshackle Arsenal: 23-point Array, Removable (-5 points)

- **EM Vari-blaster:** Ranged Damage 8, Accurate 4, Indirect 2, Variable Descriptor (EM Spectrum effects like lasers and electricity) • 23 points
- **Phase Field Generator:** Deflect 9 • 1 point
- **Gravitic Hand:** Move Object 8, Accurate 3, Precise • 1 point

SKILLS

Acrobatics 6 (+10), Athletics 9 (+10), Close Combat: Claws 8 (+12), Deception 6 (+7), Expertise: "Undercity" of Emerald City 8 (+14), Insight 3 (+6), Investigation 8 (+14), Perception 8 (+11), Sleight of Hand 8 (+13), Stealth 9 (+13), Technology 15 (+21)

ADVANTAGES

Animal Empathy, Benefit 2 (leader of The Rats in the Wall*), Defensive Attack, Defensive Roll 4, Eidetic Memory, Equipment 8, Evasion, Grabbing Finesse, Improved Initiative 2, Improvised Tools, Instant Up, Inventor, Seize Initiative, Skill Mastery (Technology), Well-informed

*Use the Criminal, Gang Leader, Street Informant, and Thug supporting cast archetypes from the *Hero's Handbook* for these people, with numbers totaling 50-60 throughout the entire city.

ALLIES

His most obvious allies are "The Rats in the Wall," a loosely organized but highly effective ring of petty thieves with a reputation for unmatched knowledge of the undercity and hidden corners of the urban landscape. He's also on good terms with the Menagerie, the animal rights "terrorist" group formed from the other escapees that broke out of Morgenstern Labs with him.

ENEMIES

Aside from the authorities and various hero-types that all take exception to his choice in profession, Pack-Rat is also aware that he is hunted by agents of the corporation behind Morgenstern Labs, though he has yet to figure out the existence of the Labyrinth itself.

HOOKS

Hey! That's my wallet!: While in their civilian identities, one of the player characters is robbed by one of Pack-Rat's gang. Pursuing the thief takes the hero into the underworld of Emerald City and into conflict with a protective

EQUIPMENT

40 points of various tools, weapons, gear, and makeshift headquarters and the like, allocated as the GM sees fit.

EXAMPLE SEWER HQ

Size: Large **Toughness:** 1; **Features***: Communications, Computer, Concealed, Defense Systems, Grounds (connected tunnels), Laboratory, Living Space, Security System, Workshop • 15 points

*All of these features are noticeably cobbled together from various junk and repurposed items, obviously makeshift but still as effective as Pack-Rat's other tech.

OFFENSE**INITIATIVE +12**

Claws and Teeth +12	Close, Damage 2
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Vari-blaster +13	Ranged, Damage 8
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DEFENSE

DODGE	13	FORTITUDE	8
PARRY	11	TOUGHNESS	8/4*
WILL	11	*Without Defensive Roll	

POWER POINTS

ABILITIES	56	SKILLS	44
POWERS	33	DEFENSES	28
ADVANTAGES	27	TOTAL	188

COMPLICATIONS

Motivation — Greed: Pack-Rat has the rat's natural avarice grown proportional with his size change.

Prejudice — Strange Appearance: He's a 4 ½ foot tall talking humanoid rat that refers to himself in the third person and uses odd sing-song phrasing and erratic syntax. He's rather distinctive and tends to provoke a negative response from people.

Quirk — Didn't Grow Up Around Here: Pack-Rat has limited ability to process modern cultural norms and behaviors beyond a purely intellectual basis. He's a mutated rat, *not* a human with odd features.

Quirk — Psychological Problems: Obsessive-compulsive collector of odds and ends always looking for the "new shiny" and a hardcoded survival instinct bordering on cowardice which informs his constant behavior (such as avoiding open spaces if at all possible).

Pack-Rat, who defends his friend and his lair. Things may get even more interesting if Pack-Rat finds information in the wallet that exposes the hero's secret identity!

Pulling back the curtain: After exhaustive research into his clandestine pursuers, Pack-Rat finally manages to work out the existence of a terrifyingly large enemy – the Labyrinth. He decides the best survival tactic is to expose the organization to the authorities and all those pesky costumed heroes. Wide scale collateral damage ensues.

PROFESSOR JACKANAPES

REAL NAME: John Napeson

OCCUPATION: Occultist, Servant of Dark Powers, Angry Monkey

BASE: Mobile (various hideouts and residences worldwide)

John Napeson was a mediocre writer, teacher, and academic but an excellent practitioner of the dark arts. After several failed attempts at publishing and teaching at various universities, Napeson moved his focus from traditional mythology and folklore to more forbidden subjects. Here he excelled, quickly learning various spells and rituals. Unsatisfied with personal magicks, he began to look elsewhere for more power. Turning to various stolen texts about lost gods, demons, and extradimensional beings, he became obsessed with contacting such beings. He studied for years in seclusion, learning arcane secrets with only his pet monkey, Mr. Scribbles, as a companion.

After several failed attempts he finally met with success. He managed to contact Those Who Sleep Beyond the Veil, part of the ancient race of god-things known as the Old Ones now imprisoned outside reality. The beings promised him power and unearthly glory if he would free them and bring them to Earth's dimension. Not fully considering the potential downsides or the price of failure, Napeson agreed. Gathering the necessary materials and sacrifices, he prepared to open a portal to his masters' prison and bring the twisted alien god-tyrants to our dimension.

Napeson's attempt to open a portal for his new masters didn't end well. He was stopped by cadre of heroic occultists and virtually disintegrated by his own failed ritual. However, Napeson's masters weren't done with him yet. Seizing Napeson's soul and what was left of his body they simultaneously punished him for his failure and rewarded him for his continued service. His body and consciousness were merged with the body of Mr. Scribbles. Those Beyond the Veil then granted their servant a fraction of the power he desired but locked him inside the twisted monkey-man body and told him that he would be restored only when they were freed. Driven a bit mad by his experiences, he took inspiration from the monkeys leashed

to old-fashioned organ grinders; now Professor Jackanapes seeks to fulfill his bargain. Gathering a loose collection of cultists, impressionable young academics, and hired goons, he searches for a way to free his masters from their imprisonment, thereby freeing himself from his own fury prison.

PERSONALITY

Professor Jackanapes is greedy, moody, obsessive, mad, and more than a little bitter—which isn't very different from before, but being trapped in the body of a monkey-man makes it worse. He wants power and freedom and doesn't much care how he gets it. Since serving his masters currently seems like the best way to get a human body and an immortal life of unearthly pleasures he's content to follow them for now, but he'd gladly jump ship for a better deal.

POWERS & ABILITIES

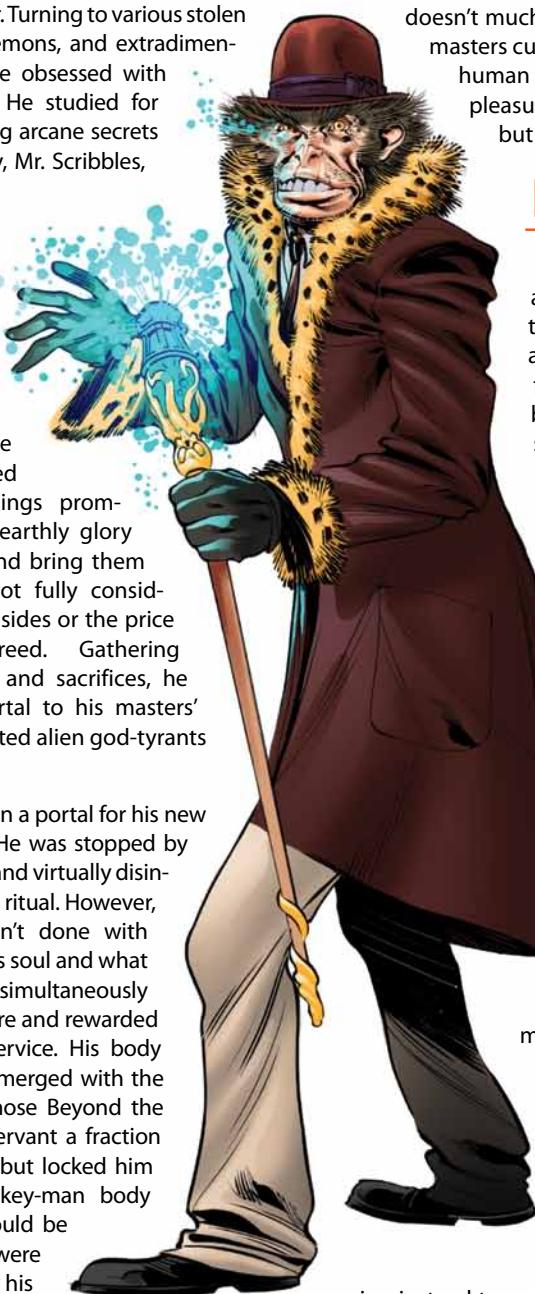
Professor Jackanapes is a skilled sorcerer able to call upon dark eldritch forces to terrify, injure, and harass his foes. He is an expert in occult rituals and the manufacture of arcane objects. In his current body he is small, agile, yet surprisingly strong for his size. The ancient dark powers which trapped him in that body also enhanced its durability, making him partially immortal and somewhat resistant to harm.

TACTICS

Professor Jackanapes prefers to avoid direct confrontations with heroes, instead throwing minions and servants at them to soften them up. However, his mystic powers make him more than capable of taking part in combat. While his attacks are slightly below average damage for his PL, they are highly accurate so he often uses Power Attack and Defensive Attack to make himself more effective in a straight-up fight.

His mind-altering effects are potent and he uses them on targets who prove resistant to his other attacks.

If things look bleak, he flees using the Teleport power of his sword-cane. He generally avoids using the sword or other close combat attacks on all but defenseless foes, preferring instead to use it to dispatch ineffective minions and threaten bystanders.



PROFESSOR JACKANAPES

PL12

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
1	2	6	4	5	6	6	2

POWERS

Eldritch Powers: Array (35 Points)

- **Rend Thoughts:** Affliction 11 (Resisted by Will; Dazed, Defenseless, Paralyzed), Concentration, Cumulative, Instant Recovery; Linked Mind Reading 13, Cumulative, Concentration, Reduced Range (Close) • 35 points
- **Eldritch Blast:** Ranged Damage 9, Accurate 2, Alternate Resistance: Will • 1 point
- **Eldritch Forces:** Move Object 9, Accurate 2, Damaging • 1 point
- **Glimpse Beyond the Veil:** Perception Ranged Affliction 12 (Resisted by Will; Dazed, Defenseless, Transformed: Driven Mad), Sense Dependent (Sight) • 1 point
- **Warp Perceptions:** Illusion 14 (Sight and Hearing), Limited to One Subject • 1 point

Enchanted Swordcane: Easily Removable (-8 points) • 14 points

Escape Enchantment: Teleport 14 (60 miles), Tiring, Unreliable (5 uses) • 7 points

Hidden Enchanted Blade: Strength-based Damage 4, Subtle • 5 points

Protective Enchantments: Protection 5, Sustained • 10 Points

Monkey Body: Extra Limbs 1, Innate; Leaping 1 (15 feet); Senses 2 (Acute Smell, Low-light Vision), Shrinking 2, Innate, Permanent • 20 points

Transformed by the Old Ones: Immortality 2; Immunity 3 (Aging, Poison, Disease) • 7 points

ALLIES

In addition to a small army of cultists and henchmen, Professor Jackanapes often uses summoning rituals to call upon otherworldly servants of his dark masters, Those Who Sleep Beyond the Veil. The Old Ones themselves might not qualify as allies in the traditional sense, but he serves them in return for promises of power and freedom.

ENEMIES

Professor Jackanapes would gladly flay alive the group of occultists who foiled his first attempt at summoning his masters. The exact identities of these individuals is left for GMs to decide, but could easily include PC heroes, their mentors, or other allies.

HOOKS

Monkey on My Back: Professor Jackanapes has discovered a ritual to free his masters. The original text was believed lost, but an accurate copy of a portion of the ritual has shown up tattooed on the back of the lead singer of the nu-metal band, Innsmouth Look. The singer, Crowley Carter, found some old pages in a curio shop in Amsterdam and thought the writing looked cool. Unfortunately, Carter locked away the originals, but the location

SKILLS

Acrobatics 2 (+8), Athletics 2 (+3), Close Combat: Blades 2 (+7), Deception 5 (+7), Expertise: Magic 9 (+15), Expertise: Mythology and Folklore 3 (+9), Insight 3 (+9), Intimidation 4 (+5)*, Investigation 2 (+8), Perception 2 (+8), Persuasion 2 (+4), Ranged Combat: Eldritch Powers 5 (+9), Sleight of Hand 2 (+6), Stealth 1 (+9)*

ADVANTAGES

Artificer, Benefit 2 (Independently Wealthy), Close Attack 2, Defensive Roll 3, Evasion, Improved Grab, Instant Up, Leadership, Languages 3 (Arabic, Greek, French, Latin), Minions 5, Ranged Attack 2, Ritualist, Skill Mastery (Expertise: Magic), Trance

OFFENSE

INITIATIVE +6

Eldritch Blast +15	Range, Damage 9, Resisted by Will
Eldritch Forces +15	Range, Damage 9 (Move Object)
Glimpse Beyond the Veil	Perception, Affliction 12 (Will DC 27)
Grab +7	Close, Grab (DC 11)
Swordcane +9	Close, Damage 5

DEFENSE

DODGE	14	FORTITUDE	8
PARRY	14	TOUGHNESS	10/2
WILL	14		

*Shrinking bonuses and penalties factored in

**Without Defensive Roll and Protective Enchantments.

POWER POINTS

ABILITIES	64	SKILLS	22
POWERS	67	DEFENSES	29
ADVANTAGES	24	TOTAL	206

COMPLICATIONS

Evil Monkey: Professor Jackanapes' monkey-like appearance gives him a somewhat comedic, somewhat disturbing aspect which causes others to not take him seriously or to view him as a freak. This really annoys him.

Motivation—Power: Professor Jackanapes wants vast arcane power and a more comfortable form—in that order. He is loyal to his masters for now, but would easily betray them in exchange for what he seeks.

Master's Leash: Professor Jackanapes' soul is bound to his monkey body until his Old One masters are free. He cannot develop powers, use rituals, or use extra effort to generate effect that change his shape or remove his soul long from his form. Illusions of other forms and short spiritual jaunts into the Astral Plane are allowed.

won't stay secret for long. Professor Jackanapes wants the ritual, and he's willing to literally skin Carter to get it. Can the heroes keep Professor Jackanapes from getting the originals and rescue Carter?

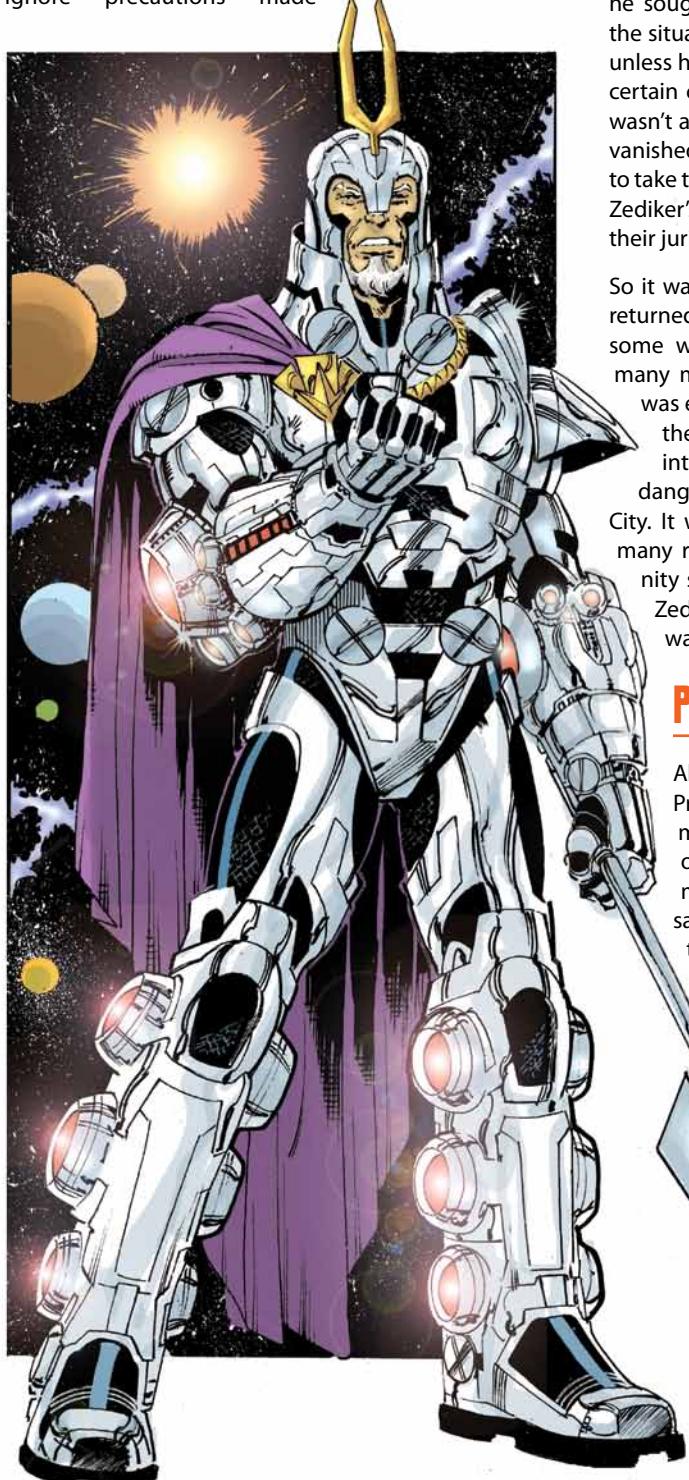
SOLO VILLAINS

PROFESSOR ZED

REAL NAME: Evron Zediker

OCCUPATION: Former scientist, now dimensional raider
BASE: Zero Point, between dimensions

They didn't call Professor Zediker mad, at least, not at first; overzealous, certainly, irresponsible, even. His willingness to cut corners and ignore precautions made



colleagues nervous, especially since some of the physics involved had the potential to collapse the universe, or at least draw the Earth into a super-black hole (theoretically). Zediker—"Professor Zed" as some called him—didn't appear to care.

When an accident in the lab endowed a slacker night watchman with power over the very dimensional forces he sought to control, Professor Zed took advantage of the situation. He convinced the young man he would die unless he used his newfound powers to help Zed acquire certain components and materials, things the university wasn't about to provide. Once he had all he needed, Zed vanished, leaving behind an empty lab and his "protégé" to take the fall for him. The authorities put out an order for Zediker's arrest, but it seemed likely he was far, *far* outside their jurisdiction.

So it was a surprise when a very different Professor Zed returned to Earth-Prime. He'd visited alternate timelines, some where technology was far more advanced, but many more where the Earth was a ruin and humanity was extinct. He'd plundered numerous worlds, looting their technology and information, and had insights into some of the things that were coming—and the dangers and opportunities they promised for Emerald City. It was a place unique amongst the dimensions in many regards, and Zed was not about to let opportunity slip through his fingers a second time. Professor Zed will secure the future of Emerald City, whether it wants his help or not.

PERSONALITY

Always pompous, success and power have made Professor Zed extremely arrogant, bordering on megalomania. He feels his insights into the nature of reality and the potential futures of Earth-Prime make him uniquely suited to do whatever is necessary to take control and steer the world through the rocks and shoals threatening its course. He has always felt the intellectually superior should guide through reason and understanding, but now sees just how high the stakes are, having visited Earths ruined by short-sightedness and irrationality. There is no more time to coddle or concede to such forces in human society.

Ultimately, Professor Zed is a selfish manipulator interested solely in his own aggrandizement. He wants to be acknowledged as the greatest scientist in human history, and believes his discoveries

PROFESSOR ZED

PL12

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
6	9	1	3	10	7	2	2

POWRES

Adaptive Armor: Removable (-33 points), Indestructible

• 137 points

Adaptive Defense: Immunity 140 (Fortitude, Toughness, and Will Effects, Limited to effects the wearer has experienced previously) • 70 points

Anti-Gravity: Flight 1 (4 MPH) • 2 points

Armor: Protection 3 • 3 points

Life Support System: Immunity 10 (Life Support) • 10 points

Physical Enhancement: Enhanced Dodge 7, Enhanced Fighting 9, Enhanced Strength 6, Enhanced Stamina 9, Enhanced Advantages (Assessment, Improved Initiative, Precise Attack 4 (All)) • 61 points

Sensor Array: Senses 18 (Analytical Vision, Communication Link with Zero Point, Direction Sense, Distance Sense, Postcognition (limited to alternate timelines), Precognition, Quantum Awareness, Radio, Time Sense, Vision Counters All Concealment) • 18 points

Universal Translator: Comprehend 3 (Languages; Read, Speak, Understand All) • 6 points

Zed Scepter: Removable (-9 points), Indestructible • 42 points

Zed Wave Control: Array (48 points)

- **Spatial Jump:** Teleport 12, Extended (4,000 miles), Portal; Limited to Extended • 48 points
- **Dimensional Blast:** Ranged Damage 12, Variable Effect (Environmental Effects) • 1 point
- **Dimensional Cascade:** Cone Area Damage 12, Variable Effect (Environmental Effects) • 1 point
- **Dimensional Jump:** Shapeable Area Dimensional Movement 3 (any dimension), Affects Others • 1 point

EQUIPMENT

ZERO POINT (FLOATING FORTRESS) • 25 POINTS

Size: Huge • **Toughness:** 15 • **Features:** Communications, Computer, Concealed, Defense System, Dimensional Portal, Fire Prevention System, Hangar, Holding Cells, Living Space, Personnel (Robots), Power (Flight 4 (30 MPH)—Anti-gravity), Power (Dimensional Movement 3 —Zed-wave drive), Power System, Security System, Self-Repairing, Workshop

will be placed on a timeline with man's first uses of fire, the wheel, and language. He foresees a safe, controlled world under his guidance he can use as a home base for further explorations of the omniverse... all for the betterment of humanity, of course.

POWERS & ABILITIES

A brilliant mind with considerable insight into quantum and dimensional physics, Professor Zed's primary powers come from the advanced technology he has purloined from various realities. He wears a suit of adaptive nanotech, protecting him not only from hostile environments, but rendering him immune to any hazard or attack, once it has had an opportunity to analyze the threat. In essence,

SKILLS

Deception 4 (+6), Expertise: Dimensional Physics 10 (+17), Insight 6 (+8), Intimidation 4 (+6), Investigation 6 (+13), Perception 6 (+8), Persuasion 4 (+6), Ranged Combat: Zed Scepter 8 (+11), Technology 8 (+15), Treatment 2 (+9), Vehicles 4 (+7)

ADVANTAGES

Assessment, Benefit 4 (dimensional resources), Equipment 5 (Zero Point fortress), Improved Initiative, Inventor, Precise Attack 4 (All), Well-Informed

OFFENSE

INITIATIVE +5

Unarmed +10 Close, Damage 6

Dimensional Blast +11 Ranged, Damage 12

DEFENSE

DODGE 10 **FORTITUDE** 12/Immune*

PARRY 10 **TOUGHNESS** 12/Immune*

WILL 10/Immune* *Immune after first exposure to that attack.

POWER POINTS

ABILITIES 32 **SKILLS** 31

POWERS 179 **DEFENSES** 2

ADVANTAGES 11 **TOTAL** 255

COMPLICATIONS

Arrogance: In his arrogance, Zed frequently brags about his accomplishments and abilities and telegraphs his plans. He has to demonstrate his genius.

Motivation—Control: Professor Zed is obsessed with power and control, represented by increasing mastery over the quantum variations of reality.

Rivalry: Zed sees other would-be conquerors and dimensional raiders as potential rivals.

Zed can never be attacked the same way twice; by the time the second attack comes, his armor has already adapted and rendered him immune. The armor also negates gravity, allowing Zed to "walk" on air, enhances his physical abilities, and provides a suite of sensors and scanners.

Professor Zed wields a baton-like device he calls his "Zed Scepter" which contains dimensional control circuitry able to create temporary wormholes through the omniversal fabric. At the simplest level, he can use these portals to bring forth gouts of energy from other realities: heat, cold, electricity, radiation, and so forth, even geysers of matter, from water to plasma. The Zed Wave can also open portals to transport the Professor and others across space or into other dimensions.



ADAPTIVE IMMUNITY

Professor Zed's Immunity effect essentially forces heroes to use more innovative tactics and power stunts against him since, after they use a particular attack against him, he becomes immune to it. In fact, this is a sufficient challenge you may wish to consider it a complication, awarding the players a hero point each when it comes into play.

Exactly what constitutes a "different" attack requires some Gamemaster adjudication. Is it as simple as using a maneuver like Power Attack with a pre-existing effect or does it require a completely different set of modifiers, or even a completely different effect or descriptors? Most likely somewhere in the middle, which is to say, just using the same effect with a different maneuver probably isn't sufficient to overcome Zed's immunity, but the same effect with different modifiers may (depending on the modifiers) and an Alternate Effect should do so, especially if it has different descriptors.

You can also use Zed's Immunity as an excuse to make him preemptively immune to certain effects, especially if the heroes over-rely on some; he may have encountered their parallel-world counterparts already! This is definitely a complication when you use it, so award the players hero points they can use for those stunts—they'll be needing them!

ALLIES

Professor Zed operates from Zero Point, a vast floating platform equipped with its own anti-gravity and Zed-wave engines, able to move between dimensions and serve as a hovering base. Zero Point is "staffed" by robots which maintain and operate its systems, although Professor Zed is also capable of recruiting crewmen from other realities, particularly those where civilization has collapsed and life as a dimensional raider is preferable to the daily struggle to survive.

Professor Zed's dimension-spanning reach allows you the opportunity to introduce allies from virtually any universe or setting you wish, including other *Mutants & Masterminds* and *Super-Powered* by *Mutants & Masterminds* settings. For example, you can have Zed recruit characters from the *Paragons* setting sourcebook and bring them into your own setting, or "historical" characters from a parallel with history similar to that of the World of Freedom, but an earlier "present day".

You can use the Sky Fortress map from page 216 of the *M&M Gamemaster's Guide* for Zero Point.

ENEMIES

Professor Zed's desire to "protect" his home Earth means other would-be conquerors and dimensional raiders are potential rivals to eliminate before they become threats. Unless he can turn them into his allies (and betray and remove them at his leisure when they outlive their usefulness) Zed is likely to try and nip any potential rivalries in the bud.

HOOKS

Emerald Treasure: Professor Zed looks to mine a large number of viridian stones in the region surrounding Emerald City. Linked with the Zed-wave engines of Zero Point, they will allow him to shift the entire city and surrounding area "out of phase" with Earth's dimension just enough to turn the city into Zed's personal fiefdom, safe from any outside threats, unless the heroes can stop him.

Our Enemies, Ourselves: Professor Zed, after either researching the heroes or encountering them previously, comes prepared to the next encounter with more than his adaptive armor. He recruits amoral and criminal versions of the heroes from a parallel reality (like Anti-Earth, described in *Freedom City* and *Worlds of Freedom*). The "anti-heroes" have the same, or similar, game traits to the heroes. Worse yet, they know a great deal about their opposite numbers. Professor Zed may promise them the opportunity to conquer and loot the heroes' home city, although he really intends to send his erstwhile allies back where they came from (or simply exile them to another dimension) once they have done his dirty work for him.

Turnabout: The heroes brace for another encounter with Professor Zed, only to have him explain his name is "Dr. Zee" and he is a parallel duplicate looking to eliminate Zed as a threat to the omniverse! Do the heroes buy his story and try to help him out, or is "Zee" just a cover for the real Professor Zediker, or another interdimensional threat just as serious?

MUTANTS & MASTERMINDS

RETURN TO MAIN DATABASE

FROM: Peyton Ramos <PeytonRamos1@AEGIS.emerald.pac.net>
TO: Lucas Merriweather <MerriweatherLucas@AEGIS.emerald.pac.net>
SUBJECT: Threat Report — Redwood

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS YELLOW/Restricted

Sir,

I understand the Special Projects Division has their opinion, but I don't think we should automatically chalk a freak like Redwood up to some mystical mumbo-jumbo just because he looks like a giant tree. This is Emerald City, where you can't look out the window without seeing some stormer or another fly by. In other words, we'll definitely try and get the Specs their sample for analysis, but I think we should also make sure the techies and bio divisions get their crack at it, too.

Whatever makes Redwood tick, it's not hard to figure out what he wants: This freak is eco-terrorist gone wild. Anything that has anything to do with the modern world is a potential target, with generators of trash, pollution, and bad corporate PR at the top of the list. He's definitely not hard to spot, but does have a way of blending in to the wilderness. We think it's just a matter of time before he goes after a new target. We either have to find out where it'll be, or try to lure Redwood to a target of our choosing so we can take him down.

Agent Peyton Ramos

Sincerely,

Agent Peyton Ramos

Senior Security Analyst/Field Operative
AEGIS, District 5



REDWOOD

THE CONTENTS OF THIS FILE ARE CLASSIFIED AS RED/Restricted

ENCRYPTION DELTA - EIGHT ENABLED



CONDITION GREEN - NO ACTIVE ALERTS

A.E.G.I.S.

REDWOOD

REAL NAME: Jason Ridge
OCCUPATION: Eco-terrorist
BASE: The Arcadian Forest

Since he was a teen, ecology was Jason Ridge's passion. He'd always loved the outdoors, being in nature, but the more aware he became of the dangers to the environment, the more concerned he got. He wasn't willing to sit idly by while big business and social apathy destroyed the planet, so he took action. This led him to participate in eco-political groups and Jason's friends, as well as his politics, became increasingly radical. It wasn't long before he stepped across the line from political protest and civil disobedience to ecological terrorism and sabotage.

As a member of "the Green Front" Jason focused a great deal of effort on the forestry industry based in his native Emerald City: business with deep roots (so to speak) in the community and its history, operating under more and more regulation, but still not nearly enough to satisfy concerns about the depletion of the Arcadian Forest and its natural habitats. Minor acts of sabotage led to a major protest where the members of the Front chained themselves to trees slated for clear-cutting.

Some members of the Green Front practiced a neo-pagan spirituality and Jason saw no harm in their calls to the forest spirits to aid their cause; it was a rallying point like any other. But when the confrontation turned heated, and angry threats were exchanged, when a back-hand strike spattered some of Jason's blood from a split lip onto the forest floor...the spirits answered.

The being that rose up in Jason Ridge's place towered as high as the oldest trees, flipping tons of logging equipment like toys scattered by a child's tantrum, sending the loggers and protesters alike fleeing for their lives. The earth cries out in pain, and those dwelling in the lifeless forest of metal and glass are responsible!

PERSONALITY

Jason Ridge is literally a man possessed, by a vengeful forest spirit, feeding on his own outrage and frustration. On the run, he has been driven further into radicalism and desperate action, unleashing the composite being known as "Redwood" when the call to avenge the wrongs done to the environment

becomes too great to ignore, or when his continued freedom or survival are threatened.

A part of Jason is horrified at what he has become; at the least, he hopes to gain greater control over Redwood's power, but he cannot deny that a part of him also wants to surrender to it, to become a part of the unleashed fury of nature, putting his flawed humanity behind him. It is yet to be seen how this struggle will end.

POWERS & ABILITIES

In an instant, Jason Ridge can transform from an ordinary flesh-and-blood man to a powerful figure made of living wood, strengthened by a mystic forest spirit. What's more, Redwood can grow from a normal height of about seven feet tall to tower nearly a hundred feet tall! At this size, his strength and stamina are truly titanic. He can hurl volleys of sharp wooden splinters or thorns and sweep his massive arms in broad arcs to strike opponents.



REDWOOD

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
8/17*	8/17*	0	0	5	0	4	2

POWERS

One With Nature: Senses 10 (Direction Sense, Distance Sense, Environmental Awareness, Environmental Detection 2 (Acute, Extended 2, Tracking 2)) • 10 points

Power of the Earth: Regeneration 10, Source: Natural Soil • 5 points

Size of a Sequoia: Growth 17; **AE: Strength of a Sequoia** (Enhanced Strength 8, Enhanced Stamina 8, Protection 2 at normal size) • 35 points

Splinter Spray: Ranged Damage 9 (sharp wooden splinters), Accurate 4; **AE: Branch Sweep** (Cone Area on Strength Damage 11) • 23 points

Tree-Like Mind: Immunity 30 (Will Effects), Limited to Half Effect • 15 points

Wooden Hide: Impervious Toughness 8, Protection 3 • 11 points

SKILLS

Expertise: Nature 12 (+12), Insight 4 (+8), Intimidation 4 (+6/+14*), Perception 6 (+10), Stealth 0 (+0/-17*)

ADVANTAGES

Accurate Attack, All-out Attack, Favored Environment: Forest, Favored Foe: Polluters, Improved Grab, Improved Smash, Plant Empathy (as Animal Empathy, but with plant creatures)

Redwood is immune to many mortal concerns and recovers quickly from injury, so long as he is in contact with the earth. He is also able to sense places and times where the earth is “in pain” suffering from environmental harm. These wounds in the fabric of nature call him to act, to stop the desecration and to avenge it. The more severe the pollution or environmental damage, the more it drives Redwood nearly mad with rage.

ALLIES

Redwood finds some support amongst the most radical of eco-terrorists, most of whom want to harness his power as a weapon for their cause, but quickly discover they are playing with forces they cannot control. The same is largely true of criminals who seek to turn Redwood into their pawn by appealing to his beliefs; they may be able to aim him at a “despoiler” but woe unto them when the fury of the forest discovers he has been used.

ENEMIES

Polluters and desecrators of the environment are all Redwood’s enemies. Most of the time, Jason is able to focus the forest spirit’s righteous rage against the worst offenders: corporate industrial polluters, criminal waste-dumpers, and the like, but sometimes Redwood turns his fury against loggers, hunters, even litterers, or simply the institutions and artifacts of civilization itself, consid-

OFFENSE

INITIATIVE +0

Branch Sweep — Cone Area, Damage 11

Splinter Spray +8 Ranged, Damage 9

Unarmed +5 Close, Damage 8/17*

DEFENSE

DODGE 9/1* **FORTITUDE** 8/17*

PARRY 9/1* **TOUGHNESS** 13/20*

WILL 5 *With Growth modifiers.

POWER POINTS

ABILITIES 22 **SKILLS** 13

POWERS 99 **DEFENSES** 14

ADVANTAGES 7 **TOTAL** 155

COMPLICATIONS

Motivation—Avenge the Earth: Redwood is motivated by a desire to protect nature and avenge the harm done to the Earth.

Temper: Pollution and environmental harm drive Redwood into a fury; the worse the damage, the greater his rage.

Weakness—Plant Being: Redwood is a plant-spirit being, vulnerable to effects which harm or hinder plants.

ering all the works of humanity a blight upon the natural world.

HOOKS

Enemy Mine: Redwood smashes up a mining operation in the Atlas Mountains, drawing the attention of the mining company and the local authorities, who may call in the heroes for help. Things get complicated due to a vein of viridian uncovered by the miners—a strange mineral with unusual effects, particularly on superhumans. The viridian greatly enhances Redwood’s powers, allowing him to bring whole segments of the forest to life, while the mining company tries their best to cover-up the discovery, hoping to salvage the viridian for themselves once Redwood is out of the way.

One Man’s Trash: Redwood encounters Junkpile (see page 80) and the two beings take an instant dislike to each other. Redwood considers Junkpile the embodiment of everything he despises, and becomes obsessed with destroying it. Junkpile, for its part, merely wants to be left alone, but defends itself violently—and quite possibly with the help of allies like Pack-Rat and other stormers. Things may get even worse when a violent confrontation amidst fallen power lines and pools of industrial waste leads to Redwood and Junkpile somehow merging into a single giant monster!

SOLO VILLAINS

T5

SLEEPWALKER

REAL NAME: Ida Merrid
OCCUPATION: Librarian
BASE: Emerald City

Ida Merrid, named for her maternal grandmother, loved books from the time she learned to read. She devoured whatever literature she could find, from the classics to trashy novels (her secret vice). No surprise that the bookish Ida pursued a degree in Library Science and became a junior librarian at the Emerald City Public Library. She was content, even if she secretly fantasized about a life of adventure and romance like the characters in her beloved books.

Ida was taking an opportunity to enjoy lunch (and read, of course) out near Yellow Brick Row on the fateful day of the Silver Storm. Although she apparently escaped without ill effects and soon returned to work, she began recalling

unusual dreams of having different sorts of amazing powers. What was worse was when she found the secret cache in the unused attic of her condo: trinkets, cash, and goods apparently stolen from different places in the city! Now she's worried her dreams are somehow coming true! Or worse, that she's losing her mind!

PERSONALITY

Ida Merrid is a kind-hearted dreamer bound up in convention, afraid of what might be happening to her and uncertain where to turn. Her superhuman selves vary as much in personality as they do powers, but tend to represent repressed parts of Ida, seeking adventure, excitement, flouting the rules, and taking whatever they want. They tend to be fairly harmless, or at the very least not malicious, but there are no doubt darker parts of Sleepwalker's psyche buried even deeper.

POWERS & ABILITIES

As Ida Merrid, mild-mannered librarian, Sleepwalker has no extraordinary abilities save for a photographic memory, particularly for anything she reads.

When she sleeps, however, she displays a most unusual super-power: her body and mind transform into a new superhuman identity, complete with a costume and seemingly independent personality. Sleepwalker's somnolent superhuman forms display no awareness of their origin or waking identity (though they do know where "home" is) and do not even know they are not real and independent beings!

The GM can handle Sleepwalker's transformation power in a number of ways. First, you can simply distribute the Variable effect's points to create new forms as desired, just like designing any other character. You may wish to create forms specifically for the adventure you have in mind.

Second, you can use existing archetypes and even other characters within Sleepwalker's power level and point totals as different nocturnal forms. All of the hero archetypes from the *Hero's Handbook* are suitable, as are some of the villain archetypes from the *Game-master's Guide*. You can also turn other characters from M&M products, or even this book, into some of Sleepwalker's identities, allowing you to use



SLEEPWALKER

PL10*

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
0	0	0	1	0	2	1	1

POWERS

Somnolent Superhuman Selves: Variable 30 (150 points) for assuming different forms and traits while sleeping; Continuous; Slow, Uncontrolled • 180 points

SKILLS

Expertise: Librarian 8 (+10), Expertise: Literature 8 (+10), Insight 3 (+4), Perception 3 (+4), Persuasion 2 (+3)

ADVANTAGES

Eidetic Memory

OFFENSE

INITIATIVE +0

Unarmed +0 Close, Damage 0

DEFENSE

DODGE	0	FORTITUDE	0
PARRY	0	TOUGHNESS	0
WILL	2		

them without “overpopulating” your setting. This is also a good way to incorporate an otherwise outlandish or unsuitable villain type into your game.

Lastly, you can use the *Quickstart Character Generator* from the *MUTANTS & MASTERMINDS Gamemaster’s Kit* to randomly create a new identity for Sleepwalker each time. You can also mix-and-match these various methods as you see fit.

ALLIES

Sleepwalker’s various personae tend to be solo acts, although some may be willing to pair-up or work with others, as needed.

ENEMIES

Similarly, while most of Sleepwalker’s alternate personalities are criminals, and therefore wanted by the authorities, few of them are around long enough to make any enemies.

HOOKS

A Plague of Villains: One way to introduce Sleepwalker into an *M&M* series is by confronting the heroes with a sudden plague of new supervillains in town. Night after night, they are stopping new costumed criminals, who manage to escape or literally vanish into a crowd. Eventually, the heroes begin to recognize a pattern to the crimes,

POWER POINTS

ABILITIES	10	SKILLS	12
POWERS	180	DEFENSES	1
ADVANTAGES	1	TOTAL	204

COMPLICATIONS

Blackouts: Ida herself does not control the actions of her sleeping selves, nor does she even remember them, except as fragments of vivid dreams.

Motivation—Unconscious Desire: Sleepwalker’s villainous forms are all motivated by repressed desires for adventure, excitement, defying the rules, and acquiring luxuries. Although they vary in personality, they tend towards greed and thrill-seeking.

NOTES

*Sleepwalker’s traits vary widely based on her current form. Her listed power level is the maximum she has been shown to exhibit thus far, and should be the PL of most of her forms, but the GM should feel free to vary it, and the amount of points in her Variable effect, as desired.

Also note that Sleepwalker’s forms vary widely in terms of apparent age, race, and gender.

sufficient to try and set up the next criminal, or they manage to collar one of them until morning, when the villain transforms back into Ida Merrid! Then the heroes (and the authorities) are left with the question of what to do with the otherwise innocent librarian who has been unknowingly terrorizing the city!

The Creature from the Ida: Initially, Sleepwalker’s nocturnal forms have been relatively harmless thrill-seekers and thieves. Things change, however, once Ida is consciously aware of her “condition” and forced to deal with the harsh realities of the penal system, which is ill-equipped to handle her powers. Repressed anger and depression, coupled with attempts to use drugs to control her powers, cause Sleepwalker to manifest monstrous forms at night: rampaging beasts or living nightmares. Can the heroes stop these creatures, knowing there is an innocent woman behind their deadly façade?

The Nightmare Factory: Heroes encounter a familiar plague of new supervillains (as in the first hook) but this time Sleepwalker has an alibi for every one, being either incarcerated, committed, or participating in voluntary sleep-treatments where she is monitored at night. It turns out her powers have shifted, perhaps due to the unscrupulous influence of her doctor, such that Ida no longer physically transforms, but creates a mental projection of her sleeping self, as physical and seemingly real as any solid being. How else might Sleepwalker’s powers evolve? Could she potentially project more than one superhuman identity at a time? If so, she could be a potential supervillain army waiting to be unleashed!

SOLO VILLAINS

THE TERROR

REAL NAME: Unknown

OCCUPATION: Fear-monger

BASE: Emerald City Underground

The being known as "The Terror" is an Emerald City urban legend and media sensation. According to victims and eyewitnesses, a dark-clad figure stalks and corners victims in the city at night, apparently emerging from the city's underground or sewer system. Victims report lights dimming in the area around them immediately before the attack and a growing sense of fear which becomes paralyzing terror upon spotting the figure swaddled from head to foot in dark, concealing, tattered garments.

Initially, sightings of the Terror ended there: victims experienced long moments of utter fear, then the mysterious figure disappeared as quickly as it came, leaving its victims gasping for air and thankful to have escaped. Things progressed,

however, until an eyewitness reported a shadowy figure matching descriptions of the Terror fleeing the scene of a victim left catatonic and unresponsive. Emerald City police have potentially connected the Terror to several unsolved incidents of coma or catatonia in the city. In spite of their best efforts, they have no clear leads: the Terror seems to appear and vanish at will, and conscious victims and witnesses are all too badly shaken by the experience to provide any useful details.

Many are concerned the authorities are not doing enough, or that the Terror may be unstoppable, which only increases public concerns and has everyone jumping at the slightest sound or movement out of a dark shadow late at night. Whatever it may be, the Terror has become a force in Emerald City, and it is growing more powerful.

PERSONALITY

Virtually nothing is known about the Terror's personality or motives beyond its stalking behavior. It has never spoken to a victim, so far as anyone knows, nor has it contacted the authorities or the media, as some serial killers do. It seems driven to find new victims to feed on their fear, although some of its earliest survivors have described the Terror as hesitant, perhaps even afraid itself, although it seems to have become bolder over time.

POWERS & ABILITIES

The Terror appears to mystically or psychically induce unreasoning fear in anyone who sees it, impairing the victim's ability to function until complete paralysis sets in. In some cases, victims pushed beyond this point become catatonic or comatose, completely cut off from the outside world (essentially, four or more degrees of failure against the Terror's Affliction impose this condition). The very presence of the Terror seems to carry a dark aura; lights go dim in its presence and it is difficult to make out details. Every shadow seems filled with menace.

What's more, the Terror feeds on its victims' fear, giving it the ability to recover from injury or harm. It is difficult to damage in the first place, being apparently immune to most mortal concerns (like breathing) and virtually invulnerable to counter-attacks from its victims. They report that, even when able to attack the Terror, their efforts seemed utterly ineffective and did nothing to deter it. Any character suffering from the Terror's Affliction or Intimidation is unable to affect it with damaging attacks, or anything resisted by Toughness. Even if they can, so long as someone within sight feels fear, the Terror quickly recovers.

THE TERROR

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
5	5	0	0	6	0	2	5

POWERS

Aura of Terror: Cumulative Perception Area (Visual) Affliction 11 (fear; Resisted and Overcome by Will; Impaired, Disabled, Paralyzed), Reaction (subject enters area) • 66 points

Beyond Mortal: Immunity 30 (Fortitude Effects) • 30 points

Dark Miasma: Environment 3 (low visibility, -5 modifier, 120-foot radius) • 6 points

Feeds on Fear: Regeneration 10, Source (Fear) • 5 points

Invulnerable Terror: Immunity 80 (Toughness Effects), Limited to subjects feeling fear • 40 points

SKILLS

Athletics 4 (+9), Close Combat: Unarmed 4 (+10), Insight 10 (+12), Intimidation 8 (+13), Perception 4 (+6), Stealth 12 (+12)

ADVANTAGES

Chokehold, Daze (Intimidation), Diehard, Fascinate (Intimidation), Fearless, Hide in Plain Sight, Improved Grab, Improved Hold, Move-by Action, Skill Mastery (Intimidation), Startle

ENEMIES

The Terror is the target of a city-wide hunt by the authorities, and its very nature makes it impossible for others to cooperate with or help it, even if they wanted to. Some of the organized criminal elements of Emerald City might want the Terror eliminated simply to protect their own interests, while the rest are happy to let it tie up police resources that might be focused on them instead.

HOOKS

The Terror is intended as a mysterious threat with the potential to be actually frightening: At least initially, the heroes should have difficulty dealing with it, given its powers and immunities. They need to unravel what and who it is to get a better idea of how to stop it.

Night Terrors: A hero (or friend of the heroes) begins experiencing disturbing nightmares of stalking and terrorizing helpless victims. These dreams later turn out to match details of suspected Terror incidents, including the circumstances, timing, and appearance of the victims. Clearly, the dreamer is somehow experiencing those events from the Terror's point of view. Is the hero somehow psychically tapped into or connected with the Terror? Worse yet, could the dreamer somehow be the Terror? (See **Who Is the Terror?**)

Fear World: A psychic hero, or an ally with psychic or super-science resources, might hit upon the idea of going into the minds of the Terror's comatose victims in order to learn more and possibly help them. This brings the heroes into a nightmare mind-scape where the Terror continues to milk its victims for fear energy but also allows them the

OFFENSE

INITIATIVE +0

Unarmed +10

Close, Damage 5

DEFENSE

DODGE	10	FORTITUDE	Immune
PARRY	11	TOUGHNESS	Immune/5*
WILL	11		*Against subjects not feeling fear.

POWER POINTS

ABILITIES	46	SKILLS	21
POWERS	147	DEFENSES	24
ADVANTAGES	11	TOTAL	249

COMPLICATIONS

Motivation—Inflict Terror: The Terror exists to create—and feed upon—fear. It is driven to seek out and stalk victims.

Outsider: By its very nature, the Terror is an outsider incapable of interaction with society, and apparently with little understanding of people beyond their ability to feed its hunger for fear.

WHO IS THE TERROR?

The true identity of the Terror is left for the Gamemaster to decide, based on the needs of the series and what is most likely to shock and surprise the players (and their heroes). Some possibilities include the following:

Psychologist and therapist **Dr. Miles Sherbrooke**, who developed new techniques for treating phobias that treated them as a kind of “energy,” which he learned to absorb and utilize, but became addicted to in the process.

Emerald City police profiler **Emmett Collins**, obsessed with serial killers and stalking behavior, granted a “gift” by one of the criminals he pursued, a powerful psychic, who “awakened” in him the ability to generate and feed on fear. Perhaps the dying criminal also transplanted elements of his psyche into Collins’ mind.

Shannon Svetlok, an Emerald City office worker missing since the Silver Storm, transformed by its effect into a dark creature that feeds on fear to survive. Perhaps a sufficient amount of psychic energy will trigger some type of metamorphosis, or “the Terror” can learn to feed on emotions other than fear, if approached with understanding and empathy.

Or maybe the Terror isn’t a person at all, but a collective embodiment of the fears and anxieties of the people of Emerald City. Perhaps it is an otherworldly fear-demon or an extradimensional entity that feeds fear energy to bring it fully into the material world, or to allow it to escape and return to its own reality.

opportunity to confront it directly. If they can overcome the Terror’s fear powers, they can drive it out of the victims’ minds and defeat it.

SOLO VILLAINS

119

TRIBAL

REAL NAME: Jorge Allende Hurtado

OCCUPATION: Criminal

BASE: Mobile

Jorge Hurtado grew up on the streets of Emerald City, moving around considerably in his youth as his parents slid from one excuse for a job to another. Later when he had to make his own way—a difficult proposition for a high-school dropout—he never had a permanent address for long and spent more than a few nights “couch-surfing” from one friend’s house to another. During this time, he fell in with a street gang and began dealing drugs until he was busted and put into juvie lockup. While doing his time, Jorge grew enamored with the idea of being a rapper. Unfortunately, desire doesn’t substitute for talent, and he later found himself wandering from one label to another desperately trying to find anyone that would sign him. He was on the verge of giving up altogether and knocking over a convenience store when he was caught in the Silver Storm.

Suddenly in possession of superhuman abilities, Hurtado put them to use in a rash of street crimes targeting the people and businesses in his neighborhood he felt had disrespected him in the past. He probably would have continued working as a petty thief if he hadn’t encountered Faster Pussycat as she was slumming in a bar he frequented. Hurtado became the object of one of her many brief infatuations. She gave him his new name, suggested he get his now-trademark tattoos, and gave him pointers on how to target higher profile marks. After a few short weeks, she grew bored and left—though she still calls him in when she’s in need of his particular talents for a job. As Tribal, Jorge is determined to leave his mark on the world as he never could before, slowly working his way up from thug to super-powered thug who gets respect.

PERSONALITY

Tribal is brash and flashy, making up for his lack of experience with bravado. He enjoys his powers and has quite an ego about them. He carries the same attitude and ostentatious behavior as Tribal as he did in his abortive music career. Tribal has the dangerous tendency to confuse machismo with actual ability.

POWERS & ABILITIES

Tribal is in sync with the animal world on a fundamental level. He can not only communicate with animals, but also has a heightened awareness of his surroundings, animalistic strength and stamina, and the power to copy the abilities of any animal:

Fast as a cheetah, strong as an elephant, quick as a monkey. When he mimics an animal's powers, a ghostly image of the animal briefly surrounds him, which is an obvious sign to his opponents as to what powers he has at any given moment.

It remains a mystery why this particular power manifested in Hurtado as he is very much a child of the city, so much so that he was originally limiting himself to only the animals that lived in the urban environments with which he was familiar. This repertoire expanded when he met Faster Pussycat and she bought him numerous videos and books on animals, which he's absorbed with unaccustomed ease.

ALLIES

Tribal has only been in the supercriminal business a short while, and as such has only amassed a small number of allies, mostly other anti-social



STR	STA	AGL	DEX	FRT	INT	AWE	PRE
3	6	3	1	8	0	6	3

POWERS

Animal Attunement: Comprehend Animals 2, Enhanced Advantage (Animal Empathy), Enhanced Awareness 5, Enhanced Fighting 5, Enhanced Presence 2, Enhanced Stamina 4, Enhanced Strength 2 • 41 points

Animal Mimicry: Variable 6 (Physical Traits of Animals, 30 power points), Move Action, Noticeable (Totemic animus) • 47 points

SKILLS

Acrobatics 8 (+11), Athletics 8 (+11), Deception 5 (+8), Expertise: Streetwise 7 (+7), Insight 4 (+10), Intimidation 4 (+7), Perception 2 (+8), Stealth 2 (+5)

ADVANTAGES

Animal Empathy, Close Attack 2, Defensive Roll 2, Diehard, Luck 2, Startle, Taunt

OFFENSE**INITIATIVE +3**

Unarmed +10

Close, Damage 3[†]

types empowered by the Silver Storm, such as Mindfire and Anvil. He considers Faster Pussycat an ally, but she only reciprocates when it's convenient for her—which he interprets as her need for his manly assistance—and she views as exploiting expendable muscle.

ENEMIES

Tribal has yet to make enough of a name for himself (or prove himself enough of a threat) to have many enemies. His crimes thus far have earned him the attention of the ECPD, and AEGIS is amassing a file on him (as they do every supercriminal).

HOOKS

Yo! You in my 'hood now, dog!: Tribal has set his sights on establishing a stable "court" befitting the King of the Beasts, so he's wrested control of some gangs from their old leaders and begun a campaign to carve out a piece of territory all his own. The heroes must stop him before he starts a gang war that could spiral out of control endangering civilians. Once the heroes get involved, Tribal and some of his stormer allies confront them personally.

Wild Kingdom: Tribal's powers begin to change unpredictably as he begins shapeshifting uncontrollably and gains the ability to mentally control animals. At the same time, his personality is slipping away, turning him bestial and savage. The heroes have to deal with a city beset by rampaging animal life until they can track down the reason for his changes and get things back under control.

DEFENSE

DODGE 8[†] **FORTITUDE** 10

PARRY 8[†] **TOUGHNESS** 8/6*

WILL 6 *Without Defensive Roll

[†]These abilities change based on Animal Mimicry.

POWER POINTS

ABILITIES	24	SKILLS	20
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POWERS	88	DEFENSES	9
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ADVANTAGES	9	TOTAL	150
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COMPLICATIONS

Motivation—Fame and Fortune: Hurtado likes money and desperately craves celebrity, particularly in the eyes of women.

Impulsive: Hurtado reacts before thinking things through. This has only gotten worse since gaining his powers, because he operates more on instinct than reason.

Machismo: Tribal's self-image springs from his ganger lifestyle. He is fixated on receiving respect from those around him and reacts poorly to *any* challenge to his masculinity or worthiness.

ANIMAL ABILITIES

The following are just some of the animal abilities Tribal might take on. Note that when he assumes the abilities of a larger animal, he gains the creature's Strength and Stamina, but does not change size, so there is no modification to his Intimidation, Speed, Size, or Defense ranks. In order for him to meet his power level limits, you may want to dedicate a couple of points to enhancing his Defenses or to adding a couple of ranks of Defensive Roll.

- **Ape:** Enhanced Str 3, Protection 2, Senses 2 (Accurate Hearing) • 10 points
- **Bear:** Enhanced Str 5, Protection 2, Senses 2 (Low-Light Vision, Acute Smell) • 14 points
- **Constrictor Snake:** Enhanced Advantages 2 (Improved Grab, Improved Hold), Enhanced Str 3 (Limited to Grabbing), Movement 1 (Slithering), Senses 2 (Infravision, Acute Smell) • 12 points
- **Cheetah:** Enhanced Agl 1, Speed 5 (60 MPH) • 7 points
- **Dog:** Senses 3 (Acute Smell, Tracking, Ultra-Hearing) • 3 points
- **Elephant:** Enhanced Str 7, Enhanced Sta 3 • 20 points
- **Electric Eel:** Immunity 1 (Drowning), Reaction Damage 5 (electricity), Swimming 2 (2 MPH) • 23 points
- **Gecko:** Movement 2 (Wall-crawling 2), Regeneration 5 • 9 points
- **Hawk:** Flight 4 (30 MPH), Senses 2 (Extended Vision, Low-light Vision) • 10 points
- **Monkey:** Enhanced Agility 4, Leaping 1 (15 feet), Movement 2 (Swinging, Wall-crawling) • 13 points
- **Shark:** Immunity 1 (Drowning), Senses 2 (Acute Smell, Low-light Vision), Swimming 4 (8 MPH) • 7 points
- **Viper:** Movement 1 (Slithering), Senses 2 (Infravision, Acute Smell), Weaken Stamina 4 (Resisted by Fortitude; Progressive, Linked to Strength Damage, venom) • 16 points

SOLO VILLAINS BY POWER LEVEL

NAME	POWER LEVEL	PAGE	NAME	POWER LEVEL	PAGE
Eris	15	50	Mindfire	11	104
Mastermind	15	100	Pack-Rat	11	106
Dakuwanga	14	28	Redwood	11	115
Fallout	14	56	Terror, The	11	120
Ku Tu the Eternal	14	86	Black Vulture	10	18
Ground Zero (Fallout)	13	59	Cortex	10	24
Huntmaster	13	74	Mad Machinist, The	10	94
King Babylon	13	84	Mosquito	10	98
Meltdown (Fallout)	13	60	Omni-Bot (The Mad Machinist)	10	96
Arcanix	12	12	Petra (Doctor Azoth)	10	39
Cerebrus Rex	12	20	Power Corps, The	10	151
Dollface	12	32	Sleepwalker	10	118
Doctor Azoth	12	36	Tribal	10	122
Doctor Sin	12	44	Faster Pussycat	9	62
Half-Life (Fallout)	12	59	Hand of Sin, The	9	68
Junkpile	12	80	Takwin (Doctor Azoth)	9	40
Professor Jackanapes	12	108	Jaguar Men (Ku Tu the Eternal)	8	89
Professor Zed	12	112	Lady Vila	8	91
Abracadaver	11	6	Stone Heads (Ku Tu the Eternal)	8	89
Anvil	11	10	Warhound (Huntmaster)	8	76
Battle Brothers	11	16	Enhanced Soldier (Cortex)	7	26
Death Magnetic	11	30	Facade	7	54
Doctor Shock	11	42	Treker	7	92
Dracula, Lord of Vampires	11	46	Deinonychus (Cerberus Rex)	6	22
Foxfire	11	64	Robo-Raptor (Cerberus Rex)	6	22
Hexenhammer	11	70	Pteranodon (Cerberus Rex)	5	22
Jade Spider	11	78	Rob-E-Bot (The Mad Machinist)	5	96
Kid Karma	11	82	Robo-Dactyl (Cerberus Rex)	5	22
Man-Drake (Doctor Azoth)	11	38	Avian Warrior (Black Vulture)	4	19

**MUTANTS &
MASTERMINDS**



GREETINGS, DIRECTOR MERRIWETHER

YOU ARE CLEARED FOR RED+ ACCESS
THERE ARE 3 ACTIVE ALERTS
CONDITION IS **YELLOW**

THREATS: GROUPS

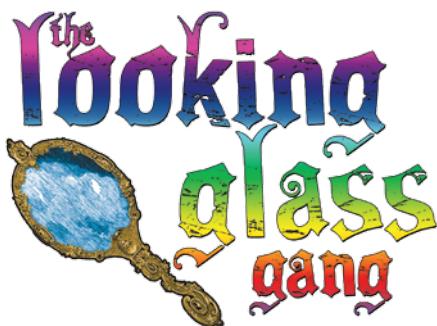
SEARCH:

NEWEST DATABASE ADDITIONS/UPDATES

TAP THE PICTURE BELOW TO ACCESS THE LATEST DATA AND REPORTS



THE CYBERTRIBE



THE LOOKING GLASS GANG



THE TRIDENT

TAP HERE FOR THE SOLOS DATABASE

CYBERTRIBE

MEMBERS: Motherboard (leader), Digital Demon, Heavy Metal, Pulse, Rez, and Sister Steel.

BASE OF OPERATIONS: Emerald City

MOTIVATION: Self Preservation

The Cybertribe (or simply “the Tribe” as they often refer to themselves) began as a rescue effort. While researching a variety of neurological problems in an attempt to save her own life, Motherboard came across several young people who were essentially prisoners in their own bodies. The plight of these individuals resonated with her and she liberated them from the facilities in which they were housed, then gave them the means to interact with the world around them. Digital Demon, Pulse, and Rez, similar to Motherboard, have bodies kept safely in medical pods while highly advanced technology lets them roam free outside of those bodies. Both Sister Steel and Heavy Metal were rescued by Motherboard before she discovered the Hard Light Interactive Construct (HLIC) technology the others use and have decided to retain their cybernetic and robotic shells.

In the relatively short time the Tribe has been active, they’ve built a reputation among the tech-criminal community as thieves of the first order, able to get into practically anywhere and steal what they want. They’ve also managed to make allies among other “victims” of corporate and government callousness, and helped fund some social initiatives from behind layers of shell companies.

The Tribe’s problems are about to escalate. Motherboard stole the technological know-how she used to help Pulse, Digital Demon, and Rez from a secret government program. The schematics and other files belonged to a rogue black-ops outfit, an outfit with a strong anti-extraterrestrial stance and the technology to pose a threat. They have figured out the connection between the Tribe’s technology and their own computer breaches and intend to terminate the problem with extreme prejudice.

MOTIVATION AND GOALS

First and foremost, Motherboard and her crew pursue the means to keep themselves safe. That safety requires funding and cutting-edge technology. Secondly, they work to stay together and protect one another. On many levels, the members of the team are like family and are extremely loyal to one another.

Originally, the crew supported Motherboard in her vendetta against Arwin Kessler and KessKorp just to make her happy. Over time, exposure to the man and his schemes has convinced them of the righteousness of their actions and they consider bringing down KessKorp a crusade worthy of their time.

The Tribe views property differently than others—they would never steal from private individuals, from government programs they find worthy, or from corporations they feel contribute to a better world. They have no such qualms about stealing from the corrupt or dangerous, or what they consider ‘institutional parasites,’ whether those targets are criminally-minded corporations or clandestine government operations of a morally-objectionable nature (against whom they view their actions as ‘punishment’).

TACTICS

The Tribe avoids fighting whenever possible. It’s not their focus and they don’t like the risks it entails (when Sister Steel or Heavy Metal are loaned out as “muscle,” it’s always with a very good reason). They prefer the fast insertion... snatch, grab, and gone. When forced to fight, they use Heavy Metal as their walking shield wall, with Sister Steel and Pulse combining lightning-fast strikes to keep their opponents off-balance, and Rez and Digital Demon running interference while co-opting accessible gear and equipment (duplicating opposing leaders to give contra-



MOTHERBOARD

DIGITAL DEMON

HEAVY METAL

dictory commands, making targeting systems lock on the wrong targets, and so on). They do this to expedite the fastest withdrawal from the field they can manage.

HEADQUARTERS AND RESOURCES

The Tribe makes its home in a converted cave system several hundred feet beneath an inconspicuous single family dwelling in a rural area north of Emerald City. There are amenities of a sort to make Sister Steel comfortable and keep Heavy Metal entertained, but the other four members are generally occupied elsewhere while their bodies remain safely ensconced in dedicated life support systems within the facility. A good portion of the facility houses the maintenance and support equipment for the central area, including truly massive data processing assets.

Critical support, repairs, and general upkeep are provided by autonomous robots used as testbeds for some of Motherboard's experiments in synthesized organs and cybernetic learning matrices. The team members have named these vaguely crustacean-looking, hyperactive, and relentlessly perky units BRATs ("Bio-Robotic Autonomous Technoids").

HEADQUARTERS: "HOME SWEET HOME" · 33 POINTS

Size: Huge **Tou:** 16, **Features:** Communications, Computer, Concealed 5 (+30), Defense System, Fire Prevention System, Grounds, Hangar, Infirmary, Laboratory, Library, Living Space, Personnel, Power System, Security System 5 (DC 40), Self-Repairing, Workshop

The house visible on the surface is populated by what appears to be an insular and highly religious family of neo-Luddites who home-school their children and rarely leave the house. This family is actually a set of sophisticated androids acquired from one of Motherboard's contacts.

The Robo-Luddites and BRATS are both functions of the Personnel and Self-Repairing features of the headquarters.

VEHICLE: "BUTTERFLY" (PROTOTYPE KESSLER MRV-332X IRONWASp ASSAULT RECON VEHICLE) · 45 POINTS

Size: Gargantuan **Str:** 14 **Speed:** 8 **Def:** 4, **Tou:** 14
Features: Alarm, Navigation System, Remote Control, Cloaking Device—Concealment 4 (Auditory, Normal Visual, Radar)

ROLEPLAYING QUANDARIES

The Cybertribe present a departure from many "super-villain" teams in that they are somewhat sympathetic figures, and their targets are usually people the players wouldn't mind seeing hurt anyway. They are supposed to present heroes with some moral questions. Yes, they are thieves. But when the heroic paragon just beat down Heavy Metal, he also ruptured the life support keeping a fourteen year old boy alive, a boy who basically just sacrificed himself so his family could escape, and who now needs medical attention immediately. How do the heroes react to that situation?

Gamemasters should keep these considerations in mind when dealing with the Cybertribe. If you feel the players won't enjoy those elements in a game, you may want to jettison some details before introducing the Tribe and simply treat them as another group thieves with a memorable motif.

Repurposed and disarmed (and renamed by Rez), this is an armored vector-thrust craft modified so Heavy Metal can attach himself to the rear undercarriage of the vehicle. It was based off of designs Kessler stole from a competitor and he had planned on mass-producing for sale to a number of unsavory despots before the Tribe stole the prototype and wiped all the plans from Kessler's files. Already more maneuverable than any helicopter, an EM cloak Motherboard designed makes Butterfly as quiet as her namesake, and very difficult to track.

HOOKS

Thanks...We'll Take It: The heroes develop or acquire nice new toys, either for personal use or for their team, and somehow the Tribe gets information about it. They then move in to take it for their own use. The heroes must track down the thieves and recover the purloined prize.

You're Our Only Hope: Something has gone terribly wrong with the equipment Motherboard uses to keep her and her adopted children alive. The Cybertribe approach one of the heroes, an accomplished inventor who possesses (or has access to) advanced technology that can be used as a substitute for the team's failing systems. They beg for the hero's assistance. What does the hero do and what—or who—caused the malfunction in the first place?



PULSE

REZ

SISTER STEEL

MOTHERBOARD

REAL NAME: Karen Ross

OCCUPATION: Professional thief

BASE: Emerald City

Dr. Karen Ross lived for her work. She was on the cutting edge in cybernetic applications, brain-mapping, and artificial intelligence. This left her with little time for relationships or building a family... which were sacrificed for her career. She always thought she'd have time do those "someday."

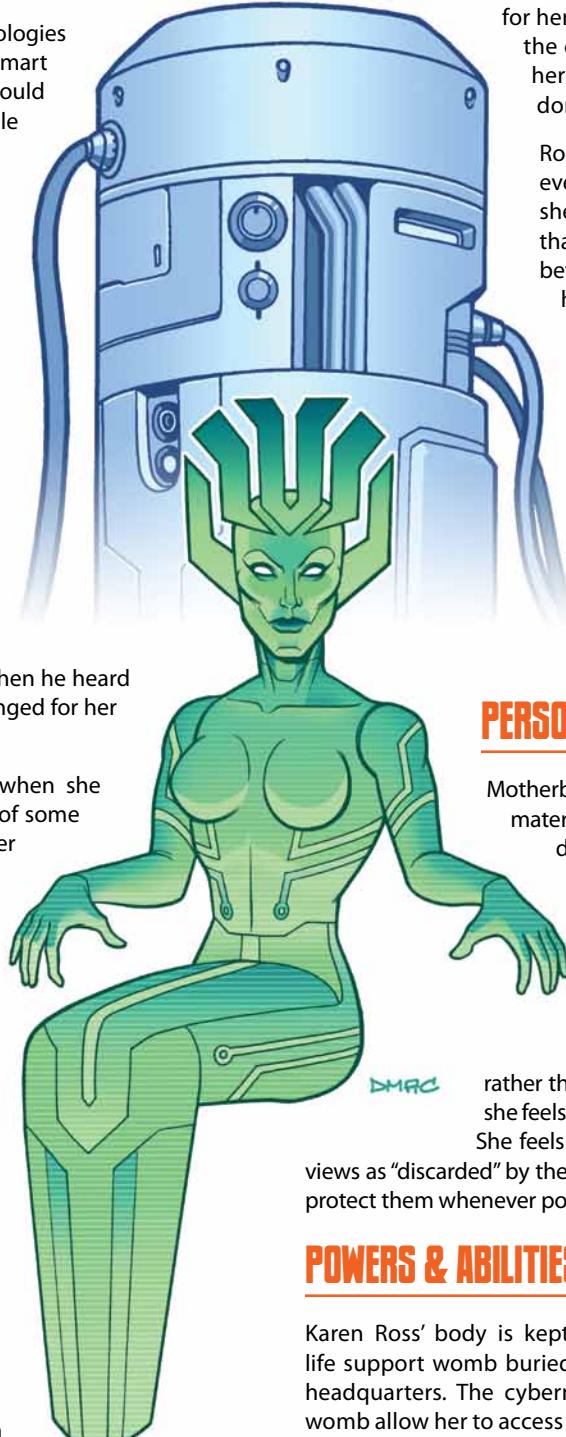
When Kessler Industrial Technologies hired Dr. Ross to develop smart weapons she thought it would help make her reputation, while also doing her country a great service. Over time, she discovered how misguided she had been. Arwin Kessler, her employer, had no intention of fulfilling his government contracts; instead, her work was being funneled overseas and Kessler was making astronomical amounts of money. She was appalled. She set up a safe contact within the Justice Department, one to whom she thought she could pass incriminating data to help bring Kessler down. Unfortunately, her contact was in Kessler's pocket and when he heard about Ross' disloyalty, he arranged for her removal.

The doctors were at a loss when she began presenting symptoms of some kind of neurological disorder (they couldn't know about the neurotoxins Kessler had exposed her to, after all). While she was dealing with the fallout from her deteriorating health, the company installed an "interim" director in her place, and her carefully compiled evidence on Kessler mysteriously disappeared. When that happened, she realized Kessler was behind it, but couldn't spare time for that, she had to figure out what he'd done to her. She spent all her time and energy (what little she had) researching neurological disorders in an attempt to save herself.

Instead, all she found were other lost souls whose fates contributed to her spiraling depression.

The criminal roboticist Dollface infiltrated Ross' research program in the guise of a consultant. She was interested in how she could apply Ross' research to her own. While working with Ross, Dollface grew fond of the good doctor, a rarity for the eccentric criminal, and when Ross' health deteriorated, she decided to "help." Dollface staged an accident, left a body behind that would be mistaken for Ross', then abducted Ross and built her a life support pod that would keep her alive until Dollface could create a new body for her. When Ross finally woke up in the cyberwomb, Dollface revealed herself and told Ross what she'd done.

Ross was angry and upset, but eventually came to realize that she could do things in her pod, that she'd only dreamed of doing before. She told Dollface she was happy to stay in the pod for now; she had things to do. She struck back at Kessler with her newfound abilities and 'adopted' a number of the children she had discovered while researching her own condition. She gave them all the gift of a technological escape from the prisons their bodies had become. Thus was the Cybertribe born.



PERSONALITY

Motherboard has fully embraced the maternal side of her nature she denied during her career. She will go to any lengths to protect her "children." Her experiences with Kessler have made her feel society's laws are flawed and designed to protect the powerful from the masses rather than mete out real justice; hence, she feels nothing when she breaks them. She feels a great kinship with those she views as "discarded" by the rest of the world, and works to protect them whenever possible.

POWERS & ABILITIES

Karen Ross' body is kept alive in a heavily protected life support womb buried deep within the Cybertribe's headquarters. The cybernetic interfaces built into the womb allow her to access external equipment, including the drones she uses to interact with people in the real

MOTHERBOARD

PL12

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
-5	-2	-5	-5	-5	9	6	6

POWERS

Proxy Drones: Communication 4 (Radio; Subtle); Morph 1 (Motherboard hologram); Remote Sensing 18 (1,000 miles, Auditory and Visual; Visible—Drones); Senses 6 (Radio, Vision Counters All Concealment (radar)) • 76 points

Queen of Cyberspace: Enhanced Advantage (Eidetic Memory); Feature ('Speed of Thought'—Use Intellect instead of Agility for Initiative); Mind Reading 12 (Cumulative, Effortless, Sensory Link; Subtle; Limited to Machines, Quirk—Must have an electronic connection to target); Quickness 10 (Limited to mental tasks) • 55 points

SKILLS

Deception 6 (+12), Expertise: Computers 9 (+18), Expertise: Cybernetics 9 (+18), Expertise: Life Sciences 6 (+15), Insight 6 (+12), Perception 6 (+12), Persuasion 8 (+14), Technology 13 (+22), Treatment 7 (+16)

ADVANTAGES

Benefit 5 (Cipher 2, Wealth 3—Millionaire), *Eidetic Memory*, Equipment 16 (Motherboard pays for the HQ and vehicle detailed in the Cybertribe team entry), Well-informed

OFFENSE

INITIATIVE +9

Varies Varies depending on which systems she is controlling

world. These drones are sophisticated mobile surveillance pods that project a stylized holographic image of Motherboard around the drone. They are for communication and information gathering only and they aren't built for combat. As long as she is in her life support unit, her mental processing is augmented outside of human parameters. When she needs "hands" in the physical world, she relies on the Cybertribe or hacks into an available piece of networked technology and controls it remotely.

Typically, Motherboard has one of her drones project a holographic image of her virtual appearance to act as her proxy in the outside world. Those encountering Motherboard may initially believe she is an intangible energy being (like some of the other Cybertribe members) or even a robot. Her Remote Sensing is limited to the operational distance of her drones.

ALLIES

Motherboard has a number of valuable allies, starting with her "children," the Cybertribe. Dollface is a friend—or as near to one as possible for the eccentric roboticist. In addition, Motherboard has frequently helped other super-humans that aroused her maternal instincts, which may allow her to call on them in times of need.

DEFENSE

DODGE	-5	FORTITUDE	-2
PARRY	-5	TOUGHNESS	-2
WILL	15		

POWER POINTS

ABILITIES	-2	SKILLS	35
POWERS	131	DEFENSES	9
ADVANTAGES	22	TOTAL	195

COMPLICATIONS

Disability: Karen Ross suffers from terrible and debilitating medical problems. Outside of her life support womb, she is completely incapacitated and can't survive for more than a few hours.

Enemy—KessKorp: Motherboard believes Arwin Kessler and his cronies are *evil*. She takes every opportunity to strike at Kessler and his business dealings. He knows he failed to kill her the first time around and won't stop hunting her and her people until he's sure they've been eliminated.

Motivation—Safety: Motherboard is driven to keep herself and her "family" alive and safe from harm. When the group needs resources which can only be acquired out in the world, she attempts to limit their exposure to harm as much as possible.

Power Loss: If removed from the life support womb that cybernetically integrates her with her systems, she loses all her powers, her Will drops to 8, and her mental traits drop to Int 5, Awe 3, and Pre 2; similarly, if her proxy drones (Dodge/Parry 6, Tgh 6, Flight 3) are destroyed, she loses all abilities tied to them.

Responsibility: The Cybertribe are Ross' family in every sense that truly counts and she has *strong* maternal feelings towards each of them.

ENEMIES

Arwin Kessler, CEO and main scheming mind behind Kessler Industrial Technologies, Inc., (better known as "KessKorp") will not rest until he eliminates Motherboard and her crew.

HOOKS

Of Course They're Guilty... : Representatives of KessKorp approach the heroes with a request. They say that because founder Arwin Kessler has embarrassed too many AEGIS R&D managers in the past, AEGIS is ignoring their problem. Somehow, a group of thieves has stolen a prototype no one was supposed to know even existed and the corporation needs the heroes to get it back. They'd like it done as quietly as possible so knowledge of the theft doesn't enter the public arena and hurt the company's bottom line. The technology in question could be the Butterfly or anything else you want to introduce.

VILLAIN GROUPS

PULSE

REAL NAME: Mahmoud Fassal
OCCUPATION: Professional Thief
BASE: Mobile

Mahmoud Fassal was a latchkey kid, his mother worked multiple undocumented jobs to keep a roof over their heads. Mahmoud hated being cooped up at home or school and he loved being out on the streets, on skates, boards, bikes, or anything else that helped him move faster than his feet allowed. Mahmoud's cares melted away when he felt the wind on his face and he could

forget his mother crying when she didn't think he was watching.

Those carefree times ended in a screech of tires and the sickening crunch of metal against flesh. The car didn't even bother to slow down when it hit Fassal. When the ambulance got him to a hospital, Mahmoud was in a coma the doctors said he would never recover from, his spine shattered and his body was incapable of surviving long on its own. To make matters even worse, the police who investigated the accident discovered Inika Fassal, Mahmoud's mother, was an illegal immigrant. The INS was less than sympathetic with Inika since she was from a country labeled a terrorist-state and deported her. Mahmoud couldn't be moved and became a ward of the state, and would have remained such if Motherboard hadn't found the boy.

She abducted Mahmoud and plugged him into her "Hard Light Isomorphic Construct," or HLIC, system. He awoke to find himself in a new form that gave him all the speed he could ever want, and he has been joyously thankful to his benefactor ever since.

PERSONALITY

Pulse is young, exuberant, and loves his newfound freedom. After being confined to a paralyzed body, he's reveling in his new abilities. He loves nothing more than the elation he feels while flying and takes every opportunity to indulge in being freed from the shackles of gravity. He almost never lands and clearly prefers being airborne whenever possible.

Young and a bit headstrong, Pulse has to consciously rein in his tendency to move first and think second. He's very proud of his speed and is happy to race anyone willing to accept his challenge.

POWERS & ABILITIES

Fassal's consciousness is projected into a humanoid-shaped hard light construct. This body is protected against most damage that can affect a living body, but it also lacks detail and true human appearance. While his HLIC isn't as versatile as Rez or Digital Demon's, Pulse's body allows him to fly at incredible speeds. Further, Pulse possesses great resistance to kinetic transfer... such as high-speed impacts.

ALLIES

Pulse's primary allies are the rest of the Cybertribe.

ENEMIES

Arwin Kessler would like to see Pulse just as dead as he wants the rest of the Tribe.

PURSUIT CHALLENGES

One type of challenge (*Hero's Handbook*, page 185) common for foes like Pulse is pursuit: the difficulty isn't in defeating the foe, but catching him!

A pursuit essentially works like any other challenge in that the pursuer must acquire a number of degrees of success before three or more degrees of failure. For a standard pursuit, the required degree of success is three as well, although the GM may modify this depending on circumstances.

The traits used in a pursuit challenge are typically those involving maneuverability (Acrobatics or Vehicles), knowledge of the terrain (Expertise), and so forth, although players can potentially find uses for traits like Deception, Stealth, and various power effects. A key element is movement speed rank: characters within one rank of each other have no modifier to their challenge checks. Two ranks of difference gives the character with the higher rank a +2 circumstance bonus, while three or more ranks of difference gives the character with the higher rank a +5 circumstance bonus.

Example: *Pulse (Flight 12) is leading Ultramarine and Kid Robot (both Flight 7) on a merry chase through the skyscrapers of downtown Emerald City. The GM declares a pursuit challenge to catch the fleeing Cybertribe member. Pulse has more than three ranks advantage in speed over the heroes, gaining a +5 circumstance bonus on checks for the challenge.*

Round one, the GM rolls an Acrobatics check for Pulse, getting a 28 result (a roll of 11 + Acrobatics of 12 + circumstance bonus of 5). Ultramarine's player suggests an Expertise: West Coast skill check, but the GM says her skill is more related to the actual coastline than the downtown area. She suggests a Perception skill check instead. She rolls a 10 for a result of 18. That's 10 less than Pulse's check, or two degrees of failure. Ultramarine is quickly falling behind. Kid Robot's player suggests an Expertise: Science check to calculate the appropriate vectors, and the GM agrees. He rolls an 18 for a 26 result! It's only one degree of failure, so Kid Robot manages to stay closer to Pulse.

The following round, Pulse's check is only a 22 result (a roll of 5 + 12 + 5). Ultramarine gets another 18 and the final degree of failure means she drops out of the pursuit. Kid Robot, on the other hand, rolls well: a 20 for a critical success! That gives him a result of 28, two degrees of success, plus the critical increases it one more. Kid Robot's vectored "shortcut" around a cluster of buildings puts him in just the right place to intercept Pulse as he mockingly glances back at Ultramarine. Now the Kid needs to modulate his force field to contain Pulse's energy form....

PULSE

PL10

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
1	-	6	3	6	1	1	2

POWERS

Freedom of Movement: Enhanced Advantage (Improved Initiative 4); Flight 12 (8,000 mph); Immunity 5 (Impact Damage from Collisions; Limited to half-effect); Insubstantial 1 • 36 points

Integrated Navigation: Senses 8 (Communications Link (with team HQ), Detect team HQ (Extended 4, Radius), Direction Sense) • 8 points

Solid Energy Form: Immunity 30 (Fortitude effects); Impervious Protection 6; Regeneration 5 (Source—Electricity) • 45 points

SKILLS

Acrobatics 6 (+12), Deception 6 (+8), Perception 4 (+5), Persuasion 4 (+6), Technology 4 (+5)

ADVANTAGES

Agile Feint, Close Attack, Evasion, Improved Defense, Improved Initiative 4, Language (Farsi), Redirect, Seize Initiative

OFFENSE

INITIATIVE +22

Slam Attack +7	Close, Damage 13
Unarmed +7	Close, Damage 1

DEFENSE

DODGE	14	FORTITUDE	Immune
PARRY	10	TOUGHNESS	6
WILL	7		

POWER POINTS

ABILITIES	30	SKILLS	12
POWERS	89	DEFENSES	18
ADVANTAGES	7	TOTAL	156

COMPLICATIONS

Disability: Pulse suffers from debilitating medical problems that would kill him within hours of being removed from his life support unit.

Motivation—Safety: Ultimately, Pulse wants to remain safe and alive. Nothing is more important to him than his and his friends' lives.

Relationship: The Cybertribe is Pulse's family and he is fiercely protective of them.

VILLAIN GROUPS

129

DIGITAL DEMON

REAL NAME: Patrick Tyree

OCCUPATION: Professional Thief

BASE: Emerald City

Patrick Tyree was born without an immune system. It later became apparent that this was just the first in a long line of symptoms tied to a genetic disorder. At first, he was able to survive in a containment "bubble." His parents could afford the medical care... his father was Mathew Tyree, owner of a very successful electronics company called MacroThink. Unfortunately, his parents were killed in an automobile accident, leaving the company and Patrick in the hands of his wastrel uncle, Ryan. Ryan was immediately in over his head. His alcoholism, grief, and lack of business skills drove the company into bankruptcy in short order..

In the depths of a drunken haze, Uncle Ryan accidentally damaged the integrity of Patrick's containment system and the shock to the boy's body sent him into a coma. It was while he was wasting away in the hospital that Patrick came to Motherboard's attention. When Ryan Tyree lost control over his company and was forced to move Patrick due to mounting costs, she intervened, arranging for Patrick to disappear.

Patrick woke up in a different body and he has never stopped being thankful. He seldom even thinks of his uncle and has made no effort to contact him.

PERSONALITY

Patrick Tyree is a consummate and inveterate smartass. He lives for the next prank and has the emotional restraint of an eight-year old on a permanent sugar high. People who "get" him are his life-long friends, and he has rewarded strangers who reacted well to his jokes (sudden lottery winnings from lotteries they don't remember

entering, bills and legal problems mysteriously disappearing, and so on). "Losers," on the other hand, defined as people who fail to appreciate his jokes, are fair game for whatever Tyree can come up with... and he is very imaginative.

Moreso than some of his adopted siblings, Patrick wants to forget he ever had a life before his "rebirth." Forcing him to address his past is a surefire way to make him angry.

POWERS & ABILITIES

Tyree's consciousness is projected into what Motherboard calls a "Hard Light Isomorphic Construct." As Digital Demon, his body is far more resilient than the human body and he can interface with electronic control systems to read a system the same way a telepath can read the thoughts in a target's head. He can also "meld" with a piece of technology, granting him complete control over everything that system can do. While he can't cause objects like a laptop to jump around to attack his enemies, he *can* control it in order to perform any function it's actually designed to perform. He can control androids and robots, override the commands a battlesuit wearer sends his suit, rewrite the input a sensor suite receives, or even change electronic records.

Initially, the appearance of Tyree's energy body was that of a cartoonish and mischievous imp.

However, as he has aged and his tastes have changed, he has modified his HLIC to that of a monstrous demonic entity; he plays up his appearance by acting like a ham, complete with menacing poses and "evil" mocking laughter.

ALLIES

The rest of his adopted family in the Cyber-tribe are Digital Demon's only real allies. He has a love-hate relationship with Doc Otaku—the



SO, WHAT'S MY LAPTOP'S WILL DEFENSE?

Technological items that need to resist Digital Demon's electronic possession have a Will defense determined by the kind of system being possessed. Similar to explanation in the description of the **Transform** power (see page 132, *Hero's Handbook*), inanimate objects do not make resistance checks, instead they automatically fail them.

If you want to add a layer of complexity to that, assume trivial systems (cell phones, personal computers, autopilots, etc.) have the equivalent of a +0 bonus for the resistance check, while more secure systems (military encrypted hard-drives, shielded robot controls, etc.) have a +5 bonus for the check, and horribly complex tech (superhero base computers, alien starship controls) benefit from a +10 bonus for their resistance checks. In some situations, such as for computers in a headquarters that has the Security System feature, you can use the DC of the system minus 10 as the Will defense.

Androids, AIs, and other tech that actually may already have a defined Will Defense rank use that bonus for the resistance check, of course.

DIGITAL DEMON

PL10

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
3	-	3	3	4	6	3	3

POWERS

I Am In Your Tech: Cumulative Affliction 15 (Resisted by Will; Dazed, Compelled, Controlled) Concentration, Subtle, Instant Recovery, Limited to Machines; Linked to Concealment 10; Linked to Insubstantial 4 (Quirk—Must occupy controlled machine); Mind Reading 10 (Cumulative, Effortless, Sensory Link; Subtle; Limited to Machines, Quirk—must have an electronic connection to target or power is reduced to Touch range); Senses 1 (Radio) • 89 points

Integrated Navigation: Senses 8 (Communications Link (with team HQ), Detect team HQ (Extended 4, Radius), Direction Sense) • 8 points

Self-Modulation: Flight 3 (16 mph); Teleport 21 (8,000 miles; Medium—electronic channels) • 27 points

Solid Energy Form: Immunity 30 (Fortitude effects); Impervious Protection 6; Regeneration 5 (Source—Electricity) • 45 points

"Great Office Equipment Rebellion" they orchestrated in Chicago was the high point of Digital Demon's career as a prankster, but the two are too competitive to spend much time together.

ENEMIES

As with the rest of the Cybertribe, Digital Demon is on Arwin Kessler's hit list. He's also on the watch-list of every single security organization that knows of his existence.

HOOKS

Common Enemies: Digital Demon volunteers to help bring down a powerful technological villain the heroes are facing, but they have to keep him focused and on task at hand... and deal with his pranks and smart mouth.

You Again: One of the heroes somehow offended Digital Demon and earned a visit from the little devil. How do the heroes deal with a stalker that can glide through their best electronic defenses and turn their own tech against them?

VILLAIN GROUPS

SKILLS

Deception 6 (+9), Expertise: Computer Science 10 (+16), Expertise: Electronics 6 (+12), Investigation 4 (+10), Perception 4 (+7), Technology 8 (+14)

ADVANTAGES

Close Attack, Skill Mastery (Expertise: Computer Science), Taunt, Well-informed

OFFENSE

INITIATIVE +3

Machine Control Accuracy and damage both vary by system controlled

Unarmed +5 Close, Damage 3

DEFENSE

DODGE 6 **FORTITUDE** Immune

PARRY 6 **TOUGHNESS** 6

WILL 10

POWER POINTS

ABILITIES 40 **SKILLS** 19

POWERS 169 **DEFENSES** 14

ADVANTAGES 4 **TOTAL** 246

COMPLICATIONS

Disability: Digital Demon suffers from debilitating medical problems and he can't survive outside his life support unit for more than a few hours.

Motivation—Safety: Like his teammates, Digital Demon is motivated by staying alive and keeping himself safe from harm. Despite all of his pranks, he's very careful about covering his tracks; he doesn't want anyone to find his real body—or the bodies of his teammates.

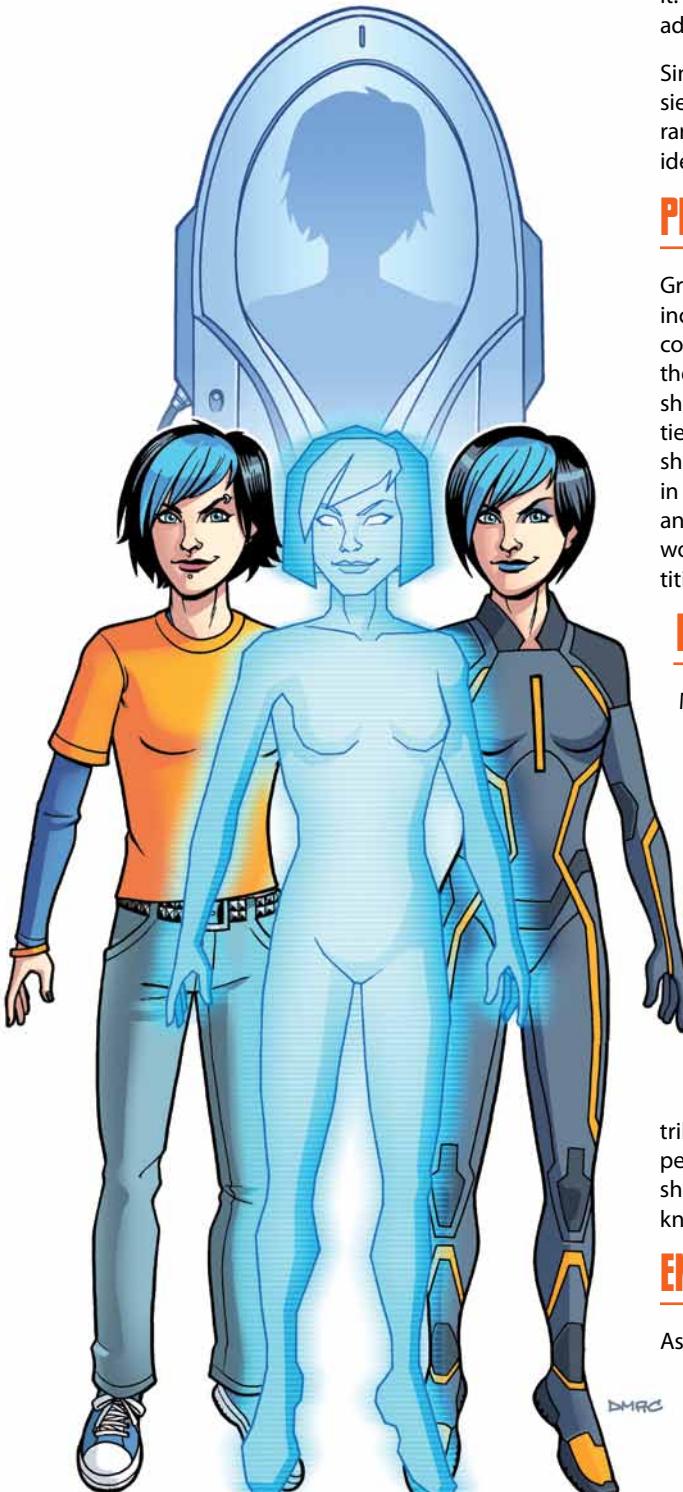
Quirk—Prankster: Digital Demon is an inveterate smart-mouth, joker, and prank-puller. He really can't control it, even when he knows it's going to cause him problems.

Relationship: The Cybertribe is Digital Demon's family and he is fiercely protective of them. This is particularly pronounced with Rez, on whom he has a crush. Anyone that picks on her or harms her in any way earns Digital Demon as an enemy.

REZ

REAL NAME: Mallory Brooks
OCCUPATION: Professional thief
BASE: Emerald City

Mallory Brooks was born with drastic deformities. Her physical abnormalities included a deteriorating nervous system and seriously hindered her organs' abilities to support her life long-term. Her parents abandoned her within days of her birth, leaving her to be institutional-



ized by the state. She was shuttled between medical programs that treated her more like a test subject than a human being. By the time she hit adolescence, she'd spent most of her waking life immersed in fantasies... extended daydreams where she was beautiful and loved and surrounded by friends. Medical treatments failed to improve her condition and robbed her of what little mobility she had been born with. She contemplated suicide, but was unable to act on it.

When Motherboard abducted her from the lab where she was being studied, Mallory was barely conscious of it. However, once she was plugged into her "womb" she adapted to her new body quicker than of any of the Tribe.

Since then, she's spent her free time indulging her fantasies; living lives that weren't anything like her own. She's rarely at the team's base, instead living under different identities and waiting for her "family" to call on her.

PERSONALITY

Growing up with debilitating deformities have left Rez incredibly insecure regarding her appearance. She is completely enamored with fashion trends and whatever the media says is the "in" look at the moment. As a result, she shuffles through different appearances and identities the way some people change their clothes. She isn't shallow; she's damaged. Rez has a tendency to lose herself in roles she assumes long-term—she's happy being anyone but herself. At times, Motherboard and the others worry that Rez might lose herself to one of her other identities entirely.

POWERS & ABILITIES

Mallory's consciousness is projected into one of Motherboard's "Hard Light Isomorphic Construct." Rez is capable of changing her HLIC's appearance completely. Not only is the cohesion of the energy form highly malleable, but she can adjust details down to the color, shape, and size of individual hairs. When forced to fight, she warps and bends her body to absorb the force of blows, but she'll take any opportunity to flee since she's not a very good combatant.

ALLIES

The only real allies Rez has are the rest of the Cybertribe. She doesn't allow herself to get too close to other people, at least not without it being part of a role. While she has dozens of friends in dozens of cities, all of them know her by different names and different faces.

ENEMIES

As with the rest of her adopted family, Arwin Kessler wants Rez dead.

DMRC

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
3	-	3	3	4	2	3	2

POWERS

Cosmetic Reformatting: Enhanced Advantage (Attractive); Enhanced Defenses 20 (Dodge 10, Parry 10); Elongation 1 (15 feet); Insubstantial 1; Morph 4 (Dynamic; AE: Concealment 4 (All Visual; Dynamic, Precise)); Strength-based Damage 3 • 52 points

Integrated Navigation: Senses 8 (Communication Link (with team HQ), Detect team HQ (Extended 4, Radius), Direction Sense) • 8 points

Solid Energy Form: Immunity 30 (Fortitude Effects); Impervious Protection 6; Regeneration 5 (Source—Electricity) • 45 points

SKILLS

Athletics 6 (+9), Deception 8 (+10), Expertise: Pop Culture 8 (+10), Insight 5 (+8), Perception 3 (+6), Sleight of Hand 4 (+7), Stealth 4 (+7), Technology 4 (+6), Vehicles 4 (+7)

ADVANTAGES

Attractive, Defensive Attack, Hide in Plain Sight, Redirect, Set-Up

OFFENSE**INITIATIVE +3**

Unarmed +4

Close, Damage 6

HOOKS

Not Always Better to Have Loved and Lost: A powerful villain is on a rampage! Apparently he (or she!) has just discovered the person he was dating was Rez in her most recent identity. Unfortunately, Rez grew bored with that identity and decided to move on, right after telling her lover off, changing shape, and fleeing the scene! The heroes need to calm loverboy down or find Rez to answer some questions and mend fences. Anvil (see page 10) or King Babylon (see page 84) make good candidates for the tantrum thrower, as does Tribal (see page 120).

The Perfect Tool: AEGIS or some other government agency calls in the heroes when they catch Rez altering her appearance on one of their security cameras—deep inside one of their secure facilities. The heroes are called in to help take her down and keep her from getting away, but when they do, they find out it's not Rez! Instead, it's an agent of SHADOW (or some other villainous organization from your series) who claims to be using Rez' HLIC technology! Now the heroes have to locate Rez, or some other member of the Cybertribe, and find out what's going on. Is the Cybertribe already on the trail of SHADOW? Will they agree to team up with the heroes to recover the HLIC device? Plus, how many of SHADOW's agents are already in place using this new HLIC technology?

DEFENSE

DODGE	14	FORTITUDE	Immune
PARRY	14	TOUGHNESS	6
WILL	9		

POWER POINTS

ABILITIES	30	SKILLS	23
POWERS	105	DEFENSES	7
ADVANTAGES	4	TOTAL	169

COMPLICATIONS

Disability: Rez's physical body is paralyzed and she cannot survive outside her life support unit for more than a couple of hours.

Motivation—Safety: Rez has a strong desire to live in safety. Like her teammates, she participates in illegal activities to ensure she has the resources she needs to stay alive.

Quirk—Insecure: Mallory has developed terrible insecurities regarding her appearance and her self-worth. She'll never assume a form that isn't physically appealing unless there's no other option.

Relationship: The Cybertribe is Rez' family and she is fiercely protective of them.

SISTER STEEL

REAL NAME: Pauline Rawlins

OCCUPATION: Professional muscle

BASE: Emerald City

The Rawlins' siblings never knew their real mother. They were found wrapped in a blanket and left on a police squad car. They both had birth defects and there was evidence they'd both been born addicted to heroin. After their medical problems were dealt with, as much as possible, they were placed in foster care. They were passed from home to home until they were placed with Tricia Carter, an abusive drug addict who was only interested in the money she received from the state for fostering them. While high and driving home from the grocery store, Tricia got in an accident that ended with the car a flaming wreck. Tricia walked away relatively unharmed, but Pauline and her brother suffered terrible burns and injuries. Pauline was left a quadriplegic with third-degree burns over ninety percent of her body. The stresses on her weakened body would likely have killed her if Motherboard hadn't chosen her as one of her "children."

Not only did her conversion into a cyborg return her ability to move, it also covered up and compensated for her physical deformities. Further, and possibly more important to her, Motherboard accepted and loved her. As Sister Steel, Pauline became the first of the children adopted into the Tribe—she was born again, as devoted to Motherboard as she was physically dependent on her cybersheath.

VILLAIN GROUPS

PERSONALITY

Sister Steel fights to keep years of burning anger and frustration in check. She has an enormous chip on her shoulder because she feels like the world is always arrayed against her and now she's finally able to fight back. She knows that's not the right way to approach life, but she's resentful and angry about her past. Despite her anger, she's careful not to lose her cool in battle, because she knows she could easily kill someone.



POWERS & ABILITIES

Pauline's body is integrated with a shiny metallic sheath that covers her completely and makes her look like a robotic woman. This cybernetic "shell" compensates for her crippling physical deformities and, in some cases, does the work her own organs can't. It also vastly increases her strength, durability, and speed, while integrated sensor systems enhance her perception beyond human range.

Sister Steel has a pair of liquid "memory" metal reservoirs implanted in her forearms which can take a variety of forms. She normally uses them to create small blades that protrude from her forearms, but they can also become reinforced striking surfaces or extend to become swords or spears. Thanks to her built-in combat programs and enhanced reflexes, she is adept with them in any shape.

ALLIES

The Cybertribe are Sister Steel's only real allies, and she doesn't socialize much outside of the group except in various online forums.

ENEMIES

Sister Steel is hunted by KessKorp, just like the rest of the Tribe. Kessler's hired guns hold a bit more animosity towards her than they do the rest of the Tribe since she's hospitalized several of them.

HOOKS

The Parent-Trap: Sister Steel and Heavy Metal see a woman on daytime television who is suffering from a terminal illness and looking to reunite with her lost children. Her story of addiction and abandonment is heart-wrenching, and also matches the circumstances of Pauline and Jeffrey's childhood exactly. Anger mixed with curiosity and a desire for closure leads the siblings to discretely make contact and eventually arrange a meeting, only to discover KessKorp is picking up all of their mother's medical bills, in exchange for her public plea to lure them into the open!

Seen the Light: Sister Steel meets Sister Constance and things in her life change. The hurt young woman in the cybernetic shell gets some help from a Carmelite nun belonging to an order in Emerald City, who hides her from KessKorp hired guns. Initially, Pauline simply wants to repay a debt, but she spends more and more time slipping away to visit her new friend in the solitude of the abbey gardens late in the evenings, where she and Sister Constance talk about life, God, and the struggle of faith. These discussions awaken in Sister Steel a new longing for meaning in her own life and lead her to question violence as a solution to problems. Unfortunately, not all of the nun's lessons get through, and Pauline chooses to repay her kindness with a "donation" to the abbey stolen from a KessKorp subsidiary. Not only must Sister Constance

SISTER STEEL

PL10

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
10	10	6	5	9	1	4	2

POWERS

Armblades: Strength-based Damage 1, Penetrating 4, Precise, Reach, Variable Descriptor (Slashing, Piercing, or Bludgeoning) • 8 points

Blade Katas: Array (20 points)

- **Spinning Steel:** Multiattack Damage 10 • 20 points
- **Razor Blossom:** Reaction Damage 5 • 1 point
- **Sweeping Shield:** Deflect 10 • 1 point

Cybersheath: Immunity 10 (Life Support); Impervious Toughness 10; Leap 2 (30 feet); Speed 5 (60 MPH); Senses 10 (Communication Link with team HQ, Extended Auditory 2, Extended Visual 2, Low-light Vision, Infravision, Radio, Time Sense, Ultra-hearing) • 37 points

SKILLS

Acrobatics 6 (+12), Athletics 6 (+16), Deception 4 (+6), Expertise: Dancer 6 (+7), Expertise: Music 6 (+7), Insight 4 (+8), Intimidation 6 (+8), Perception 4 (+8), Stealth 4 (+10), Vehicles 4 (+9)

ADVANTAGES

Accurate Attack, Agile Feint, All-out Attack, Assessment, Defensive Attack, Evasion, Fast Grab, Fearless, Great Endurance, Improved Critical 2 (Armblades), Improved Defense, Improved Disarm, Improved Initiative, Improved Trip, Instant Up, Move-by Action, Power Attack, Weapon Bind

refuse and try and get Pauline some outside help, but KessKorp tracks the theft to the abbey and their agents threaten to tear the place apart unless Sister Steel surrenders to them. What do the heroes do when they arrive to find a tense standoff between KessKorp mercenaries and the Cybertribe about to erupt into violence?

I'll Make Them All Pay!: Sister Steel's brother Heavy Metal has been grievously injured by Arwin Kessler's agents. His cyber-chassis damaged beyond repair, he lies in the Tribe's infirmary, barely holding onto life and the Tribe knows he won't last long. Sister Steel loses control and goes on a rampage through the city, heading for KessKorp and leaving a trail of bodies and wreckage behind her. The heroes must intervene to stop her.

HEAVY METAL

REAL NAME: Jeffrey Rawlins

OCCUPATION: Professional muscle

BASE: Emerald City

Jeffrey Rawlins was raised by his older sister as they bounced from one foster home to another. Jeffrey was a sports fanatic, especially baseball, but due to his many disabilities, he was never able to participate. Baseball was his only escape from the monotony of life as a foster child. He fell in love with the game despite never being able to

OFFENSE

INITIATIVE +10

Armblades +9	Close, Damage 11, Penetrating 4, Crit. 18-20
Spinning Steel +9	Close, Multiattack Damage 10
Unarmed +9	Close, Damage 10

DEFENSE

DODGE	10	FORTITUDE	10
PARRY	10	TOUGHNESS	10
WILL	10		

POWER POINTS

ABILITIES	94	SKILLS	25
POWERS	67	DEFENSES	11
ADVANTAGES	19	TOTAL	216

COMPLICATIONS

Disability: Sister Steel suffers from terrible physical disabilities. Stripped of her cybernetic bodysheath, she would be incapable of moving at faster than a crawl and could do little else.

Motivation—Safety: Sister Steel is interested in keeping herself and her "family" safe from harm. She will go to great lengths to make sure nothing threatens her or them.

Relationship: The Cybertribe is Sister Steel's family and she is fiercely protective of them.

Relationship: Heavy Metal is Sister Steel's brother. She cared for and raised him for as long as she can remember. She is more protective of him than she is the other members of the Cybertribe.

play, and remains devoted to the sport today. He had a lot of time to listen to games when he was in the hospital after his foster mother, Tricia, crashed the car they were in. The car flipped twice, landed on Jeffrey, and burst into flames. How frail little Jeffrey survived that trauma or the terrible burns is anyone's guess.

Like his sister, Jeffrey came out of the wreck unable to move. Unlike his sister, his injuries didn't involve spinal damage, but he was just as incapacitated by them... it also meant he could feel every torturous moment while being treated for his extensive burns. The doctors kept him on heavy painkillers almost constantly, but it was still unbearable for the boy.

Jeffrey was taken in by Motherboard at the same time as his sister, but his body rejected the cybersheath she'd intended to give him. In its place, Motherboard built him an environment suit of sorts. It was huge, but Jeffrey eventually became quite comfortable in the walking tank, so comfortable that he prefers it to the energy form Rez, Digital Demon, and Pulse possess (he didn't like the weird way the bodies felt). Jeffrey holds out hope that eventu-

VILLAIN GROUPS

ally Motherboard will find a way to repair his body, but until then, his family needs him like he is.

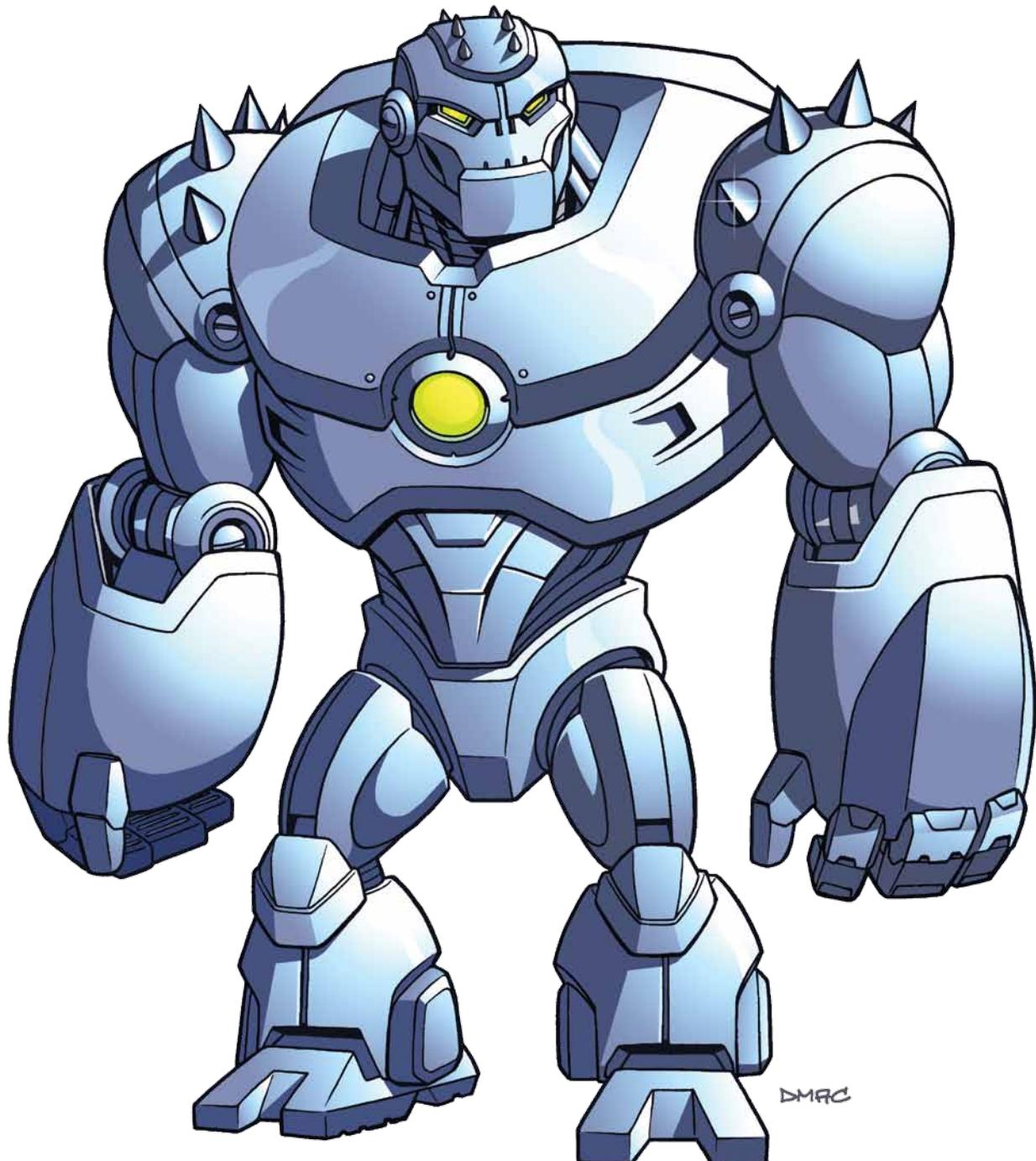
PERSONALITY

Heavy Metal is a gentle giant. He's protective of his adopted family, particularly of his sister, and doesn't really want to hurt anyone. He resorts to violence if he has to, but constantly worries about seriously injuring whomever he's fighting. Despite his intimidating appearance, he's a shy and friendly guy. When he's operating beside Sister Steel, he almost always defers to her judgment; he trusts her completely.

Emotionally, Jeffrey is still young and immature; combined with his slow speech patterns and black and white view of the world, many people assume he's stupid or mentally disabled to some extent, but that isn't the case.

POWERS & ABILITIES

Heavy Metal's suit is a sophisticated life support pod inside the torso of a large humanoid "exoframe." His nervous system is directly connected to the suit's controls, making it an extension of his body rather than a vehicle. The exoframe is large, monstrously strong, and very durable. It can shrug off heavy weapons' fire and operate in practically any environment. In addition, the



HEAVY METAL

PL11

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
14*	10*	0	0	6	0	0	1

POWERS

Massive Cyber-Chassis: Enhanced Skill 4 (Intimidation 8); Growth 4 (Permanent, Innate); Immunity 10 (Life Support); Impervious Toughness 12; Power-lifting 4 (Lifting Str 18; 6,000 tons); Protection 6; Speed 3 (16 MPH) • 30 points

Miscellaneous Sub-Systems: Environment 2 (Retractable lights; 60 feet); Feature 1 (Retractable manipulator arms); Leaping 5 (Jump Jets; 900 feet); Regeneration 5; Swimming 6 (Fluid Turbines; 30 MPH) • 19 points

Sensor Suite: Senses 7 (Communication Link with team HQ, Direction Sense, Distance Sense, Infravision, Low-light Vision, Radio, Time Sense) • 7 points

Weapons Array: Array (24 points)

- **Foam Capture Pods:** Ranged Affliction 12 (Resisted by Dodge; Hindered and Vulnerable, Defenseless and Immobile), Extra Condition, Limited Degree, Accurate 4 • 28 points
- **Pressor Beam:** Cone Area Move Object 10, Limited to Pushing Targets Away • 1 point
- **Tear Gas Rounds:** Ranged Cloud Area Affliction 9 (Resisted by Fortitude; Dazed and Visually Impaired, Stunned and Visually Disabled), Extra Condition, Limited Degree • 1 point

SKILLS

Athletics 2 (+16), Expertise: Baseball 8 (+8), Intimidation 8 (+11*), Perception 4 (+4), Ranged Combat: Throw 8 (+8)

ADVANTAGES

All-out Attack, Close Attack 2, Fast Grab, Improved Grab, Improved Hold, Improved Smash, Interpose, Power Attack, Startle, Weapon Break

Heavy Metal is equipped with a weapons suite and boasts a set of sophisticated sensors and several utility subsystems.

ALLIES

Jeffrey's social deficiencies impede his ability to make friends, even though he's a pretty likable kid once you get to know him. As with many members of his new family, his only real allies are the rest of the team.

ENEMIES

Heavy Metal ranks second highest on Arwin Kessler's hit list immediately behind Motherboard herself—simply because of his strength and durability.

OFFENSE

INITIATIVE +0

Thrown Objects +8 Ranged, Damage 14

Unarmed +8 Close, Damage 14

Weapons Array +8 Ranged, Affliction 12, Resisted by Dodge, or Alternate Effects

DEFENSE

DODGE 6* FORTITUDE 14

PARRY 6* TOUGHNESS 16

WILL 8 *Includes Growth modifiers.

POWER POINTS

ABILITIES 46 SKILLS 11

POWERS 104 DEFENSES 22

ADVANTAGES 11 TOTAL 194

COMPLICATIONS

Disability: Heavy Metal suffers from debilitating medical problems. Outside of the mobile life support cyber-chassis that is his home, he is incapable of independent action.

Motivation—Safety: Heavy Metal, like his teammates, is mostly interested in security for himself and his "family."

Quirk—Shy: Heavy Metal has difficulty interacting with others, especially women.

Quirk—Worried About Abilities: Because Heavy Metal is so big and powerful, he worries that he'll inadvertently maim or kill someone by accident. Outside of combat, he treats everything and everyone like they're made of glass. In combat, unless he knows the target can take it, he always holds back from using his full strength at first. In combat, that means he starts out using only Strength 8 and if the target isn't significantly hurt (suffers at least one degree of failure), he increases it by 2 ranks, then another 2, and finally another 2, maxing out at 14 ranks.

Relationship: The Cybertribe is Heavy Metal's family and he is fiercely protective of them, particularly sister, Sister Steel.

HOOKS

I Did A Bad Thing...: While engaged in a fight against rent-a-goon sent after the Tribe by KessKorp, Heavy Metal loses his balance and overcompensates, swinging much harder than intended... and he kills a man. Heavy Metal is emotionally incapable of dealing with the guilt of actually killing someone. He decides to turn himself in to the authorities, much against the advice of the rest of the Tribe. The heroes have to see to it that he stays in custody despite the best efforts of his family to rescue him/force him to escape.

THE EIGHTFOLD WEB

A.K.A.: The Children of Raknis A.K.A. Zutir Akmedos (bastardized ancient Atlantean for "Slaves of the Spider")

MEMBERS: The Widow and the Lord of Spiders.

BASE: Global, but particularly active in parts of Northeastern Europe, Middle Eastern locales associated with ancient Persia, and parts of Thailand and Northwestern China.

MOTIVATION: Ancient cult dedicated to Raknis.

The Eightfold Web is a modern name applied to an ancient cult. The name dates back the Sons of Merlin in the late 19th Century, specifically to Dieter Weehoek. Weehoek (VAY-hook) was the author of *Weehoek's Bestiary*, a preeminent work in occult circles detailing a wide variety of supernatural entities from the nuisance-level Spectral Slitherwings that infest the Obiran Axis of the Cosmic Coil up through mighty dark lords like Chelbach Wyrmfather. This book is one of the few sources of information available on the Eightfold Web in any form, the others being *The Ironbound Book of Zhuul* (a well-known trap for the unwary occultist), *The Orzetti Codex* compiled by the one-time leader of the Vatican's own *Ordo Venatori*, and the infamous *Flayed Tome* last seen in the possession of the mad wizard Maledictus before his imprisonment by Adrian Eldrich. However, Weehoek's research into the history of the cult and his surviving notes incorporated in the last (posthumously updated) version of his work are considered the most definitive examination of The Children of Raknis available to modern occult scholars.

The cult is secretive as a rule, and has done a good job over the ages of covering its tracks and putting brutal ends to more than one seeker who ventured too close. Weehoek himself was murdered by his apprentice, Magda Ritter, who the Sons of Merlin later concluded had been won over to the cult during the research she helped her mentor compile. Father Pietro Orzetti was defrocked, excommunicated, and burned at the stake for heresy and witchcraft, his death almost destroying the organization he helped create: The *Ordo Venatori* only discovered years later, as they slowly rebuilt their infrastructure, that their once-beloved leader had been framed by a cabal of cultists who infiltrated the Order decades before and patiently waited until the Order became a direct threat to the cult before acting.

The earliest traceable roots of the Eightfold Web lead back to a secretive circle of power-brokers in ancient Asia Minor. Master Mage Simon Magnus thwarted an attempt by the cult to bring its master to Earth, destroying what is believed to have been the strongest incarnation of "The Widow" until that time, the wife of Roman Emperor Titus Flavius Vespasianus. Magnus' violent closure of the dimensional gate opened in the shadowy caves of Vesuvius resulted in the volcano's eruption and the subsequent destruction of Pompeii. Following this defeat, the surviving acolytes scurried into the shadows across the globe, with dedicated elements of the cult in the wilds of



RAKNIS [RACK-NUHS]

Watcher in the Web, The Hunter, Weaver of Shadows and Lies

The entity known as Raknis is a powerful extradimensional predator reputed to have consumed multiple worlds throughout the omniverse. Avatars and similar incarnations have varied in gender and form, though a vague arachnid motif is common for non-humanoid instances. It values secrecy and makes destroying details of its nature and actions a priority, reducing much of what is known about it to speculation and apocrypha. Raknis is considered part of a loosely affiliated group of predatory entities called "The Neverborn," which also includes Zhuul the Binder, Soulblight, Qsathoggua, Nightmonger, and Kha'Keth the Eternal among its infernal number. This group has often acted against the protective and guiding entities of the Modrossus, either directly or through agents and proxies.



the Baltic region, as well as the steppes of Mongolia and deep in the jungles around Angkor Wat.

Not since their near-destruction at the hands of a Master Mage has the cult so brazenly gathered in great numbers, preferring to work in cells and operate entirely (and relatively safely) from behind layers of proxies. Periodically, agents of the cult work covertly inside other organizations, usually government or military agencies known for exerting great and secretive influence on the society around them; these are always single agents or representatives of isolated cells, however.

STRUCTURE

The Eightfold Web is organized in a manner similar to traditional spy networks or resistance cells. A single acolyte acts as controller for seven agents, none of whom ever meet anyone in the cult other than their controller or even know the identities of other members. Acolytes report to a higher-level controller. There is a central controller known as "the Lord of Spiders" who acts as a sort of administrator for the various networks and who in turn answers to the Widow, the Chosen of Raknis and the Watcher in the Web's direct conduit to the earthly plane.

The rare meetings of multiple agents, or the even rarer conclaves of multiple cells, only occur to enable large-scale workings of great importance. These gatherings place the normally-isolated networks at great risk and are only convened at direct instruction of the Lord of Spiders or the Widow.

AGENDA

The Eightfold Web seeks to concentrate political and financial power in the hands of its representatives, presumably making those cult members better able to act on their master's wishes from positions of security or influence. As nominal extensions of an alien entity of godlike power and intelligence, however, the exact nature of the Eightfold Web's ultimate aims may not be comprehensible to mortal minds. Given the historical actions of the cult, bringing a major physical incarnation of Raknis to Earth is at least one of its goals.

The nature of the cult and its patron tends to attract certain mindsets. It appeals to those who thrive on secrecy and anonymity, who like to manipulate or control others from behind the scenes, insulated from the conse-

quences of such control..."puppet masters" or the proverbial "spider in the center of a web." Since many agencies and organizations targeted for infiltration are already such environments, recruitment can afford to be selective, at least for actual acolytes (often called "Centers"). Those who feel they have been misjudged or slighted by their peers, their abilities under-appreciated, are a fertile recruiting pool for the lower ranks (often called "Strands"). They are easily-manipulated, as they derive a sense of empowerment through their membership that encourages them to avoid confrontation and turns their position of being overlooked into a strength rather than the insult they initially interpret it to be.

ENEMIES

Adrian Eldrich, as the Master Mage of this era, is a prominent adversary of the Eightfold Web. As Wilhelm Kantor, Overshadow discovered and destroyed multiple cells of the cult operating in the S.S. and the Thule Society, has killed a previous Lord of Spiders, and continues to watch for the cult's agents in the ranks of SHADOW. Raknis consumed the current Widow's predecessor after she had been manipulated by Taurus into exposing cult agents within the Labyrinth, so the old bull has earned considerable enmity. The AEGIS Special Projects section is also quickly becoming a threat, as Director DuMaurier takes the loss of her agent personally and has made rooting out the cult a high priority.

LEADERSHIP

The two authority figures behind the cult's activities on earth are the Widow and the Lord of Spiders. For game-masters who want to ratchet up the paranoia this organization provokes (and who have players also reading these products), multiple options for who exactly could be filling those roles are provided. Gamemasters should feel free to choose from the list or substitute characters from their own series. The sample stats are suggestions as to essential traits—modify them as needed for your choices. Players should be kept guessing as to who may or may not be affiliated with the cult.

THE LORD OF THE SPIDERS

Here are a few possibilities for the identity of the Lord of the Spiders.

VILLAIN GROUPS

SPILLS

The following spells are most commonly associated with Raknis and its cult. Acolytes cast them directly using the Magic power (*Hero's Handbook*, page 116) while groups of cultists cast them as magical rituals (*Hero's Handbook*, page 160).

Consuming Children of Raknis: Continuous Cloud Area Weaken Stamina 8 (Resisted by Stamina; Indirect, Subtle) • 42 points

This is one of the more graphic and memorable expressions of Raknis' power. An acolyte or trusted agent can cast this spell to consume an enemy from within, though there exists a variant that replaces the Subtle modifier with the Triggered modifier; this variant is cast upon expendable or unreliable agents in addition to being used against actual enemies of the cult, triggered by thoughts of imminent betrayal or capture. In either case, the spell causes the target to suddenly display hundreds of tiny "bumps" moving rapidly under the skin followed by the target vomiting forth a veritable geyser of scurrying spider-like creatures that move out to fill the affected area, mystically consuming not only the target himself (who appears to "deflate" gruesomely) but also those unfortunate enough to be in the way. Fear of this spell and its potential "suicide bomber" usage, is heavily influencing AEGIS' protocols for dealing with cult members.

Mark of the Betrayer: Senses 2 (Detect Betrayer 2 (Sight), Limited to subject that has betrayed ritual vows to Raknis or is the subject of ritually-laid "Mark" of betrayal) • 1 point

Once a devotee of Raknis has taken their vows of loyalty and obedience to the cult, any betrayal results in a mystic sigil appearing on the traitor's forehead, visible to those who possess this spell. A user of this spell can perform a brief ritual to "brand" a traitor with this sigil in the same way.

Seductive Word of Raknis: Continuous Perception Range Affliction 8 (Resisted by Will; Entranced, Compelled, Transformed), Distracting, Sense-Dependent (Hearing), Insidious, Subtle • 34 points

A favorite recruiting tool used when a necessary cat's-paw isn't found corrupt enough for more traditional methods of enticement, this spell results in a mind-control effect the target neither perceives happening nor understands to have influenced them afterwards.

Spawn of Raknis: Summon Spawn of Raknis 7, Controlled; Mental Link • 22 points

This spell forces open a small and instantaneous gate to one of the dimensions already under Raknis' control and pulls forth one of his servitors, a massive armored arachnid-like entity. More powerful acolytes and rituals known to the cult can add Multiple Minions and Horde modifiers to the power, and the spell itself is more commonly encountered as a ritual.

Web of Deceit: Concealment 10 (All Senses), Limited to Mystical Sensory Effects, Limited to Effects used to determine or analyze spiritual nature or mystical abilities • 5 points

This enchantment blocks or obscures magical attempts to analyze a target's mystical ability or their spiritual devotions, hiding both sorcerous abilities and the marks on the soul enthrallment to powerful mystical entities leave.

- A villain from elsewhere in this book; Dr. Azoth and Cortex both make excellent candidates.
- **Aykut Kaya:** Former head of the Turkish Ministry of Intelligence. He faked his own death and under the alias "Orumcek Bey" (Turkish for "Lord of Spiders") administers the global network of cult cells from behind the façade of being an arms merchant and information broker.
- **Graham Palmer, Lord Blankenshire:** Liaison to the Prime Minister on behalf of the British Ministry of Powers and the fourth generation of his family to serve Raknis first and the crown second. His position gives him access not only to vital intelligence from his own government's agencies but also from AEGIS and UNISON.
- **Maximillian Mars:** Mars apparent retirement from villainy, his good works, and his support for the heroes in the *Emerald Knights* adventures have all



been calculated moves to build a noble front while serving a diabolical agenda. Behind the façade of his journey to redemption Mars secretly works to further Raknis' goals.

- **Senator Harrison Bell:** Chairman of the Senate's Select Committee for Intelligence Oversight, a frequent political nemesis of AEGIS Director Horatio Powers, and a powerful influence among all of America's intelligence agencies and networks. Bell dabbled in the occult starting in college and a misspoken ritual opened him to mystical influence from Raknis many years ago.

THE WIDOW

Here are a few possibilities for the identity of the Widow.

- **AEGIS Special Projects Director DuMaurier:** Another victim of *The Ironbound Book of Zhuul* from early in her own mystical training, the Deputy Director sacrificed Kubacic and Mortenson both. Her "purge" of cult infiltrators in AEGIS is a ploy to actually hide even more deeply-infiltrated pawns.

LORD OF THE SPIDERS

PL6 • 87 POINTS

STR 2 STA 1 AGL 0 DEX 1 FGT 4 INT 4 AWE 3 PRE 3

Equipment: Dagger (Strength-based Damage 1, Improved Critical), Pistol (Ranged Damage 3), Smartphone

Advantages: Benefit 3 (Wealth and control of powerful international network), Connected, Contacts, Equipment 4, Language 3 (English, French, Latin, and Arabic; Turkish is Native), Ritualist

Skills: Deception 10 (+13), Expertise: Arcane Lore 4 (+8), Expertise: Spy 12 (+16), Insight 4 (+7), Persuasion 6 (+9), Ranged Combat: Guns 8 (+9)

Offense: Init +0, Dagger +0 (Close, Damage 3, Crit. 19-20), Pistol +9 (Ranged, Damage 3), Unarmed +0 (Close, Damage 2)

Defenses: Dodge 6, Parry 6, Fortitude 4, Toughness 1, Will 8

Totals: Abilities 36 + Powers 0 + Advantages 13 + Skills 22 + Defenses 16 = Total 87

Complication: Motivation: Power. **Quirk:** Fanatic follower of Raknis.

- **Emerald City AEGIS Director**

Calpurnia Maddox: The head of Emerald City's AEGIS office was recruited years ago during a period of weakness following her husband's murder. Mortenson was one of her go-betweens with the rest of the cult and she sacrificed him to hide her own involvement.



- **Magda Ritter:** Once humble apprentice to a respected member of the Sons of Merlin, she fell prey to reading his (inadequately) warded copy of *The Ironbound Book of Zhuul*. By the time her consciousness was returned to Earth by the Neverborn, she belonged to Raknis body and soul, murdering her mentor at her master's command as the first act of over a century's devotion.

- **Ms. Scarlet:** Taurus' discovery of the cult's infiltrators was a calculated ploy to allay his future suspicions and the woman he thinks was the (consumed) Widow was nothing more than an expendable pawn. His trusted second-in-command was co-opted early in her relationship to Taurus and uses the Labyrinth's global resources to serve her true master.

- **Queen Ariallis:** Wife to the heroic Sea King and a subtle manipulator safely ensconced on one of the Atlantean thrones. Inadvertent exposure to a mystical Lemurian artifact opened her mind to contact from Raknis and she has served her master faithfully ever since.

SPAWN OF RAKNIS

Mindless instruments of carnage controlled by the will of Raknis or his chosen agents, Spawn of Raknis are the size of ponies and resemble a cross between a spider and a crustacean. Their four-mandible mouths and sword-

THE WIDOW

PL10 • 201 POINTS

STR 4 STA 6 AGL 2 DEX 2 FGT 6 INT 3 AWE 6 PRE 3

Powers: **Blessings of Raknis** (Immunity 30 (Fortitude Effects), Impervious Protection 6); **Spells** (Array (42 points), **Consuming Children of Raknis** (Continuous Cloud Area Weaken Stamina 8 (Resisted by Stamina; Indirect, Subtle), **AE: Seductive Word of Raknis** (Continuous Perception Range Affliction 8 (Resisted by Will; Entranced, Compelled, Transformed), Distracting, Sense-Dependent (Hearing), Insidious, Subtle), **AE: Tearing Fangs of Raknis** (Ranged Damage 10), **AE: Web of Deceit** (Concealment 10 (All Senses), Limited to Mystical Sensory Effects, Limited to Effects used to determine or analyze spiritual nature or mystical abilities))

Equipment: Dagger (Strength-based Damage 1, Improved Critical)

Advantages: Connected, Equipment 2, Ritualist, Second Chance (Will checks), Trance

Skills: Close Combat: Dagger 4 (+10), Deception 8 (+11), Expertise: Arcane Lore 8 (+11), Insight 12 (+18), Perception 8 (+14), Persuasion 12 (+15), Ranged Combat: Spells 8 (+10).

Offense: Init +2, Dagger +10 (Close, Damage 5, Crit. 19-20), Pistol +1 (Ranged, Damage 3), Tearing Fangs of Raknis +10 (Ranged, Damage 10), Unarmed +0 (Close, Damage 4)

Defenses: Dodge 8, Parry 8, Fortitude Immune, Toughness 12, Will 10

Totals: Abilities 64 + Powers 87 + Advantages 6 + Skills 30 + Defenses 14 = Total 201

Complications: Motivation: Power. **Quirk:** Fanatic follower of Raknis.

SPAWN OF RAKNIS

PL9 • MR9

STR 8* STA 6 AGL 4 DEX -1 FGT 6 INT — AWE 3 PRE —

Powers: **Giant Spider** (Growth 4, Permanent, Innate), Movement 2 (Wall-crawling 2), Impervious Protection 2, Senses 4 (Darkvision, Acute Olfactory, Tracking (Olfactory)), Strength-based Damage 2 (Mandibles and front leg-spikes); **Venomous** (Array (56 points), **Acidic Web Spit** (Continuous Cone Area Damage 6, Linked to Cone Area Affliction 6 (Resisted by Dodge; Hindered and Vulnerable, Defenseless and Immobile), Extra Condition, Limited Degree, **AE: Venomous Bite** (Weaken Stamina 6 (Resisted by Stamina) Linked to Strength-based Damage from Giant Spider power)) **Skills:** Athletics 10 (+18), Perception 6 (+9), Stealth 10 (+10*)

Offense: Init +4, Bite +8 (Close, Damage 10)

Defenses: Dodge 10*, Parry 10*, Fortitude 9, Toughness 8, Will — *Includes Growth modifiers.

Totals: Abilities 16 + Powers 80 + Advantages 0 + Skills 13 + Defenses 17 = Total 126

Complications: Motivation: Destruction. **Quirk:** Mindless Servitor of Raknis' Will.

sized dermal spikes adorning their front legs make short work of most victims. Legends tell of entire worlds in dimensions consumed by Raknis that are nothing but hives of these terrible monsters where they number beyond counting.

CULTISTS

Any of the supporting cast archetypes can be used to represent the various Web cultists. The only element tying a character to the cult is loyalty, not game traits. Few of

VILLAIN GROUPS

SAMPLE ACOLYTE

PL4 · MR3

STR 1 STA 1 AGL 0 DEX 0 FGT 0 INT 1 AWE 1 PRE 1

Equipment: Dagger (Strength-based Damage 1, Improved Critical), Light Pistol (Ranged Damage 3)

Advantages: Connected, Equipment 2, Ritualist

Skills: Close Combat: Dagger 5 (+5), Deception 4 (+5), Expertise: Magic 7 (+8), Insight 4 (+5), Persuasion 4 (+5), Ranged Combat: Guns 4 (+4)

Offense: Init +0, Dagger +5 (Close, Damage 2, Crit. 19-20), Pistol +4 (Ranged, Damage 3), Unarmed +0 (Close, Damage 1)

Defenses: Dodge 3, Parry 3, Fortitude 3, Toughness 1, Will 5

Totals: Abilities 10 + Powers 0 + Advantages 4 + Skills 14 + Defenses 12 = Total 40

Complication: Quirk: Fanatic follower of Raknis.

the lowest level of the Strands possess any real knowledge of the occult or the cult structure proper outside of their limited exposure (and limited usage to the cult itself)

Acolytes are a step up from the standard cultist, having been directly exposed to the power of Raknis or mystically enthralled by the spell **Seductive Word of Raknis**. Like cultists, they can be pretty much anyone from any original walk of life, though some professions and backgrounds (see page 2) are more likely than others.

HOOKS

...Said the Spider to the Fly: The classic Eightfold Web plot—some aspect of the heroes or their exploits, such as a special access they possess or an item they have acquired, or a role they have come to play in the community, lends itself to the cult's agenda. Agents of the cult work to infiltrate the group's support infrastructure or even the group itself (using the **Seductive Word of Raknis** perhaps).

Oh, The Webs We Weave: Agents of the cult who have infiltrated various criminal organizations (SHADOW, F.O.E., etc.) incite chaos, turning those organizations against one another in an open and violent manner. The heroes must prove to the participants in this global dance of mayhem that they have been used one and all and figure out the cult's larger plan.

Worldwide Web: The Eightfold Web is a suitable nemesis for an extensive M&M series involving occult intrigue. The heroes may start out as a relatively ordinary super-team or they could be occult investigators, freelance or working for AEGIS' Special Projects Division. They come upon some low-level acolytes of the Web and pulling on that strand reveals a far larger threat, perhaps with tendrils infiltrating the heroes' own organization (if they belong to one). This might force the heroes to "go rogue," striking out on their own in order to deal with the Web and its agents. They can engage in a series of globetrotting adventures to uncover the identities of the Widow and Lord of the Spiders and to thwart plans to place Web cultists in high-ranking positions around the world and, eventually, reenact the ritual necessary to summon Raknis to Earth. Gamemasters may wish to consult *Book of Magic* and *Agents of Freedom* for additional information useful to this type of series.

Itsy Bitsy Spiders: What if the Raknis cult of the Eightfold Web is caught up in a much larger scheme? After all, cosmic spider-gods don't have to present a lot of empirical evidence of their existence in order to gather cults of faithful followers, so it could be that Raknis, and its entire following, are merely a front for someone (or something) else. Perhaps the African trickster-god Anansi the Spider is behind the Eightfold Web for reasons ranging from bitter vengeance on the Western world to setting bad people up for a fall as a cosmic joke. Likewise, the chaos goddess Eris (see page 50) could be pulling the strands of the Eightfold Web, with "Raknis" as her puppet proxy, setting the cult towards whatever goals she wishes, while keeping her own divine hands "clean" of any interference in mortal affairs. Given the spider is often associated with the goddess Athena and the weavers of fate in Greek myth, the whole thing could be a sly commentary on Eris' part.

Does Whatever a Spider Can: A new hero in town (player character or non-player character) has spider-like powers, maybe there's even a small team of super-arachnid types. The crime fighting vigilantes become allies of the heroes, until it turns out their powers come, not from radioactivity or some scientific or mystical accident, but the intervention of Raknis and its cult. The new "heroes" however well-intentioned, are Raknis' unwitting pawns, awaiting only a word from the Widow or the Lord of Spiders to reveal their true colors and turn on their friends, and all of humanity, to serve their true master.

MUTANTS & MASTERMINDS

THE LOOKING GLASS GANG

MEMBERS: White Rabbit (leader), others include Bill the Lizard, Dormouse, Alice, the Hatter, and the Red Queen
BASE: Mobile
MOTIVATION: Anarchy

The Looking Glass Gang is the creation of one man: Daniel Linholm, who calls himself "White Rabbit". The subject of government experiments in mind control, Linholm's own mind has warped and acquired the ability to pass on his twisted perceptions to others. He finds "poor lost lambs" with superhuman powers (or potential) and leads them "down the rabbit hole" into his psychotic fantasy world, based around Lewis Carroll's *Alice in Wonderland* stories.

MOTIVATION AND GOALS

White Rabbit is obsessed with creating whimsy and shaking up what he sees as a dead and colorless world and with bringing down authorities which have repressed, persecuted, and tormented people. He styles himself a political anarchist, devoted to the ideal of a wonderful world where everyone will be free to do as they please, without constraint, but truthfully hasn't thought his philosophy through much past bringing the old order crashing down and throwing a big tea party in the ruins.

White Rabbit's powers allow him to recruit others into his gang and reinforce his own views. Of course all of his "friends" agree with and support him! Linholm craves that support, and a willing audience for his rants and whimsical games, since being alone and abandoned is one of his deepest fears.

TACTICS

In pursuit of their goals, the Looking Glass Gang commits crimes ranging from theft to kidnapping to sabotage, all aimed at "loosening the grip of authority" on the world and unleashing chaos and anarchy. They typically take advantage of the increased mobility provided by Dormouse and the Red Queen to get them in and out of places where they should not be, while White Rabbit's illusions and psychic powers help to confuse and delay their

enemies. The Gang relies on Bill the Lizard and Alice for muscle, and the Hatter (and, to a degree, the Red Queen) for technical expertise. Once their goal is met, it's back to their current hideout for tea and crumpets and a celebration! Callooh, callay!

HEADQUARTERS

The Looking Glass Gang is always on the move, thanks to the powers of its members, but frequently hides out in different "rabbit holes" ranging from abandoned subway stations to underground basements, mountain caves, or the penthouse apartments of people under White Rabbit's influence. They're unlikely to stay in any particular place for very long before abandoning it and moving on; White Rabbit's paranoia always keeps them moving to stay one step ahead of the authoritarians.

Should Red Queen fully recover her Dimensional Travel capabilities, the Gang might even start hiding out in other dimensions, pocket universes, or parallel timelines, making them even harder to nail down. Perhaps they'll even find their way into the real Wonderland (or a facsimile thereof) then, oh what things they'll see....

HOOKS

Through the Looking Glass: The Gang strikes at a variety of seemingly unconnected targets, although all of them turn out to have ties to the government in some fashion. More troubling to the heroes is how forcefully their attempts to help are shut down by governmental authorities. "We're handling this, stay out of it," is the message, with some mention of top-secret security clearances and such.

White Rabbit is working to expose the remnants of the project that unleashed his powers, while factions in the government work frantically to cover things up and keep the heroes (and the public) from learning the truth.

We're All Mad Here: The Looking Glass Gang engages in a series of thefts to collect the components for some type of device. It transmits a subliminal carrier wave which can project White Rabbit's power over the airwaves, through both radio and television and even cell phones, over a distance sufficient to cover an entire

city. If allowed to complete their work, the Gang plans to unleash madness on millions of people—what a party it will be!

Tea Time: White Rabbit decides it would be “fun” for the Looking Glass Gang to team up with another supervillain threat: Fallout (see page 56) is one frightening possibility; his anti-government attitude and paranoia is a good match for Rabbit’s. The Cybertribe (see page 124) is another; Motherboard’s benign concern for outcasts matches White Rabbit’s desire for a new “family” although she’ll need to be careful not to let any of her “children” follow him “down the rabbit hole”.

CURIOSER AND CURIOUSER....

The nature of the Looking Glass Gang and White Rabbit’s abilities are such that the gang’s membership may continue to change over time, following the theme of Linholm’s

obsession with *Alice in Wonderland*. New members may replace those captured and even removed from White Rabbit’s influence, either filling existing roles in the gang or adding new ones. Some existing villains in this book may fit into White Rabbit’s vision for the Looking Glass Gang, allowing you to introduce (or re-introduce) them into your series in a novel way. Here are just some of the possibilities:

- **Anvil (page 10):** With his invulnerability and size, Anvil might be dressed up in the role of the Mock Turtle, a good deal more melancholy under White Rabbit’s influence.
- **Battle Brothers (page 16):** Ideal candidates to become the Tweedledee and Tweedledum of the gang.
- **Black Vulture (page 18):** Another candidate for the Griffon, or possibly the Crow (the Red King’s Bishop).
- **Cortex (page 24):** Best suited for the part of Humpty Dumpty in the Gang. Cortex might come into conflict if he sees White Rabbit cutting into his turf, leading to his “recruitment” into the gang.



WHITE RABBIT

BILL THE LIZARD

DORMOUSE

- **Faster Pussycat (page 62):** The glamorous thief could become the gang's Cheshire Cat, able to vanish in an instant. How the blessings (and plans) of Bast would interact with White Rabbit's powers is left up to the GM.
- **Mindfire (page 102):** The cruel Mindfire becomes a fiery Queen of Hearts; when she proclaims "Off with their heads!" with her psionic powers, she may mean it literally!
- **Pack-Rat (page 106):** A potential replacement for Dormouse, or taking up the role of the Mouse



ALICE

THE HATTER

RED QUEEN

(trapped in a pool of tears and relating his own unique tale).

- **Sleepwalker (page 116):** With her powers, Sleepwalker could be virtually any member of the Looking Glass Gang. Perhaps, in conjunction with White Rabbit's abilities, she could even be all of them, manifesting the power to "split" into multiple superforms, or manifest them as mental projections. This could make Ida Merrid into White Rabbit's new "Alice," particularly given her own literary interests. She could also be a new Mad Hatter, able to wear different identities as her many "hats".
- **Tribal (page 120):** With his animalistic powers, he is likely to end up as the Griffon (perhaps teamed with Anvil's Mock Turtle). Under White Rabbit's influence, the inner-city gangster acquires a strange Cockney accent and arrogant, dismissive attitude.

Any or all of these "new recruits" are likely to be very unhappy with White Rabbit if and when his influence wears off and they return to their senses, particularly given the outlandish costumes they're likely to be wearing, and the things they'll only vaguely recall doing.

WHITE RABBIT

REAL NAME: Daniel Linholm

OCCUPATION: Criminal, anarchist

BASE: Mobile

Daniel doesn't know who THEY are, but THEY know who THEY are, if you understand his meaning. THEY told Daniel it would only be a few tests, you see, and that THEY wouldn't hurt at all, and THEY didn't, but Daniel did. He hurt very much, hurt in his mind, you see. Hurt so he had to run away: far, far away down the rabbit hole, but oh what he found there... he showed it to everyone around him, and they understood. It let Daniel get away from THEM and find new friends. Now THEY cannot hurt him anymore, and he can show the world the wonders he has seen!



Daniel Linholm, the latent psychic, is all but gone, replaced by the madcap White Rabbit. His unleashed powers can "infect" the minds of others with his particular brand of crazy, bringing them into his wonderland world; in the short term, he can inflict all kinds of hallucinations, while deeper exposure to his powers can warp personalities, like his "friends" in the Looking Glass Gang. For White Rabbit's "recruits" the GM can generally ignore resistance checks to overcome his influence except when dramatically appropriate or when the heroes come up with some means of counteracting it.

White Rabbit isn't much of a combat powerhouse; indeed, he has virtually no offensive abilities, save for his mind-bending power. He relies heavily on sowing confusion amongst his foes and letting his friends deal with them from

WHITE RABBIT

PL11 • 222 POINTS

STR 0 STA 1 AGL 2 DEX 3 FGT 3 INT 1 AWE 2 PRE 4

Powers: **Down the Rabbit Hole** (Perception Range Affliction 11 (Resisted and overcome by Will; Entranced, Compelled, Transformed); Progressive, Sight-dependent); **Mad, Mad Mind** (Immunity 10 (Mental Effects)); **Now You See Me...** (Concealment 10, Resistible by Will, Variable Descriptor: Illusions); **Wonderland** (Illusion 11 (All senses, Illusion Area (4,000 cf), Independent, Selective, Resistible by Will))

Advantages: Defensive Roll 4, Evasion, Fascinate (Deception), Improved Initiative, Improved Trip, Redirect, Set-up, Taunt

Skills: Acrobatics 6 (+8), Athletics 4 (+4), Close Combat: Unarmed 4 (+7), Deception 8 (+12), Insight 8 (+10), Perception 4 (+6), Persuasion 6 (+10), Sleight of Hand 6 (+9), Stealth 4 (+6)

Offense: Initiative +6, Unarmed +7 (Close, Damage 0)

Defense: Dodge 12, Parry 8, Fortitude 9, Toughness 5/1*, Will 13 *Without Defensive Roll.

Totals: Abilities 32 + Powers 120 + Advantages 11 + Skills 25 + Defenses 34 = Total 222

Complications: **Escaped Government Experiment:** He's also not entirely wrong about THEM... **Mad As a March Hare:** White Rabbit is a delusional paranoid certain THEY are out to get him. **Tea-Time Forever!:** White Rabbit wants to bring down institutions to "free" people, whether they want to be or not.

there. White Rabbit can be virtually invisible and undetectable, or lost amidst a crowd of mirror images (to name two manifestations of his Concealment effect) switching around how things look (and sound, etc.) for the heroes.

BILL THE LIZARD

REAL NAME: Bill

OCCUPATION: Sidekick

BASE: Mobile

Where did the little lizard friend come from? He doesn't really know. White Rabbit remembers him, the little lizard who crawled up to visit him, who talked to him and transformed into his very first friend. He named him Bill, Bill the Lizard, like from the book, and that's what Bill remembers, too. He sometimes remembers other things: faraway places and wondrous, terrible sights. Were they real, or just a dream before his real life with White Rabbit and his friends? It hardly matters, for life is but a dream.



Bill is White Rabbit's right-hand... well, reptile. He can look like a tiny, ordinary lizard but more often appears as an eight-foot tall reptilian humanoid dressed like a 19th century English butler, complete with formal tail-coat. Bill is White Rabbit's very best friend and boon companion, and makes sure nobody hurts him. With strength enough to hurl cars and smash through concrete, he does a very effective job of it, too. Bill is likely to use his Interpose advantage to block attacks against White Rabbit and to grab and restrain attackers until Rabbit can show them the error of their ways.

Bill's *Just a Little Lizard* power is an Alternate Effect of his Strength; shrinking down to a tiny, ordinary-looking lizard with an effective Sta of 6 and a Str rank of -3, but small enough to go unnoticed (Stealth +20) or fit into White Rabbit's vest pocket, if concealment is necessary.

BILL THE LIZARD

PL10 • 114 POINTS

STR 12/-3* STA 12/6* AGL 2 DEX 0 FGT 4 INT 0 AWE 2 PRE 0

Powers: **Just a Little Lizard** (Enhanced Stamina 6, Enhanced Strength 12, AE: Shrinking 12); **Scaly Hide** (Impervious Toughness 6); **Snake-Eyes** (Senses 2 (Infravision, Low-light Vision)); **Tail** (Extra Limb 1, Innate, Feature 1 (Detachable))

Advantages: All-out Attack, Animal Empathy (reptiles only), Close Attack 4, Improved Grab, Improved Hold, Improved Trip, Interpose, Power Attack, Takedown

Skills: Acrobatics 4 (+6), Insight 6 (+8), Intimidation 8 (+8), Perception 4 (+6), Ranged Combat: Throwing 6 (+6), Stealth 6 (+8/+20*)

Offense: Initiative +2, Unarmed +8 (Close, Damage 12/-3*)

Defense: Dodge 8/14*, Parry 8/14*, Fortitude 12/6*, Toughness 12/6*, Will 8 *When using Shrinking.

Totals: Abilities 28 + Powers 42 + Advantages 11 + Skills 17 + Defenses 16 = Total 114

Complications: **Amnesiac:** (Bill doesn't remember his life before the Gang. **Cold-Blooded:** Dazed in cold environments.

Lizard: Bill is strange-looking at best.

DORMOUSE

REAL NAME: Unpronounceable by mortals
OCCUPATION: Trickster
BASE: Mobile

Lord, what fools these mortals be! No, wait... wrong book. I wasn't asleep, I heard every word you were saying. What is the dream of a dream like? To sleep, perchance to... no, that's wrong again. That's a dream, but not *the* dream. Not the dream at all. The dream is a happy place, a happy face, a happy space, you see. It opens the doors, and opening all of the doors is good. It's what doors is fors!



Do dreams dream? It seems so, since Dormouse (as White Rabbit calls him) is little more than a dream himself, a fey being of the Forsaken, a sprightly pooka trickster who lived under the hill until the mad tapestry of White Rabbit's thoughts called him up into the light to join the party. Unlike his new friend's madcap nature, Dormouse seems to have found a kind of slumber in White Rabbit's company. He sleepwalks through things, occasionally rousing enough to make some comment or respond (often with a non sequitur) to an inquiry before dozing off again.

Even still, his ability to warp space, connecting seemingly unconnected paths, has been most useful for the Looking Glass Gang, allowing them to come and go as they please. Just as useful is his ability to trap people he touches in a "rat's maze" of spatial twists and turns they have to figure out in order to escape. Dormouse is also a fey shape-changer, able to assume any form between human and about half-human size, including animals or seemingly inanimate objects.

ALICE

REAL NAME: Alice Banks
OCCUPATION: Former student
BASE: Mobile

Alice didn't ask for any of this. She didn't ask to be out shopping on Yellow Brick Row the day of the Silver Storm. She didn't ask to acquire the strange power to change her size, and she certainly didn't ask to attract the attention of White Rabbit. But it was destiny, you see. How else to explain it? That a lovely blond young woman, right out of a storybook, with the power to change her size to fit into White Rabbit's Wonderland? It was meant to be. Oh, she took a bit of persuading, but Alice came to understand that life with her new friends is better, even if she sometimes feels that it's all a bit mad.



Alice's power allows her to go from her normal just over five-foot height to some fifty feet tall, or to shrink down to the size of a mouse (a real one, not a fellow like Dormouse). At her full height, she's strong enough to

DORMOUSE

PL9 • 204 POINTS

STR 0/-1* **STA** 0 **AGL** 3 **DEX** 3 **FGT** 2 **INT** 2 **AWE** 2 **PRE** 1

Powers: **Fey** (Immunity 3 (Aging, Disease, Poison), Morph 4 (Any shape)); **Mouse Door** (Teleport 11, Accurate, Extended, Portal, Limited to Extended (2,000 miles), Medium (Door or surface)); **Run the Maze** (Progressive Affliction 10 (Resisted by Perception; Dazed, Stunned, Incapacitated; Alternate Resistance: Perception)); **Small** (Shrinking 4, Continuous)

Advantages: Defensive Roll 6, Evasion, Hide in Plain Sight, Taunt

Skills: Acrobatics 6 (+9), Athletics 6 (+6/+5*), Close Combat: Unarmed 6 (+8), Deception 8 (+9), Insight 6 (+8), Perception 6 (+8), Sleight of Hand 8 (+11), Stealth 8 (+11/+15*), Technology 6 (+8)

Offense: Initiative +3, Run the Maze +8 (Close, Affliction 10), Unarmed +8 (Close, Damage -1)

Defense: Dodge 10/12*, Parry 10/12*, Fortitude 8, Toughness 6/0**, Will 9 *Including Shrinking modifiers. **Without Defensive Roll.

Totals Abilities 26 + Powers 109 + Advantages 9 + Skills 30 + Defenses 30 = Total 204

Complications: **Fey:** Dormouse is not of this world but of the world of faery. **Sleepy:** Acquires the entranced condition when left with nothing to do for more than two rounds, asleep after ten rounds.

ALICE

PL9 • 76 POINTS

STR 0/14*/-3** **STA** 0/14* **AGL** 2 **DEX** 1 **FGT** 2 **INT** 0 **AWE** 1 **PRE** 1

Powers: **Impossible Things** (Immunity 10 (Mental Effects), Limited to half effect); **Size Change** (Growth 14; **A.E.:** Shrinking 14)

Advantages: Accurate Attack, Interpose

Skills: Close Combat: Unarmed 2 (+4), Insight 4 (+5), Intimidation 0 (+1/+8*/-6**), Perception 4 (+5), Stealth 0 (+2/+16**)

Offense: Initiative +2, Unarmed +4 (Close, Damage 0/14*/-3**)

Defense: Dodge 11/4*/18**, Parry 11/4*/18**, Fortitude 0/14*, Toughness 0/14*, Will 4 *With full Growth modifiers. **With full Shrinking modifiers.

Totals Abilities 14 + Powers 34 + Advantages 2 + Skills 5 + Defenses 21 = Total 76

Complications: **Didn't Ask For This:** Alice sometimes struggles against White Rabbit's influence; a successful interaction check might entrance her for a round or more.

fling a bus hundreds of feet through the air and shrug off gunfire. At her smallest, she can slip unnoticed into carefully guarded places.

THE HATTER

REAL NAME: Reginald "Reggie" Tybalt
OCCUPATION: Inventor, criminal
BASE: Mobile

Best not to call him "mad". The Hatter was never mad, oh, a bit perturbed, certainly. Who wouldn't be, at having their life's work constantly questioned by lesser intellects? Is it his fault he couldn't properly explain dimensional compression and wormhole



containment to those dunderheads? No! But they insisted, oh yes, and on all of their "safety protocols" and their "oversight committees" blathering on and on about Professor Zed and Cerebrus Rex and previous trouble with dimensional interfaces and whatnot. They didn't understand what it was like to be on the verge of a world-changing

THE HATTER

PL10 • 125 POINTS

STR 0 STA 0 AGL 1 DEX 3 FGT 1 INT 4 AWE 2 PRE 1

Powers: Hat Tricks (Array, 20 points)

- **Down Over the Eyes** (Ranged Affliction 10 (Resisted and Overcome by Dodge; Impaired, Disabled, Unaware)) • 20 points
- **Lost Marbles** (Cone Area Affliction 10 (Resisted and Overcome by Dodge; Hindered and Vulnerable, Defenseless and Prone), Extra Condition, Limited Degree) • 1 point
- **Powder Puff** (Cloud Area 3 (60 feet) Visual Concealment Attack 4) • 1 point
- **Shrinking Hatband** (Ranged Affliction 10 (Resisted by Dodge, Overcome by Damage; Hindered and Vulnerable, Defenseless and Immobile) Extra Condition, Limited Degree • 1 point
- **Sleepytime Tea** (Progressive Affliction 6 (Resisted and Overcome by Fortitude; Fatigued, Exhausted, Asleep), Reach 2 (10 feet)) • 1 point

Tip of the Hat: Deflect 15, Reflect, Close Range • 15 points

Advantages Defensive Roll 5, Interpose, Inventor

Skills Deception 6 (+7), Expertise: Physics 8 (+12), Insight 4 (+6), Perception 4 (+6), Ranged Combat: Hat Tricks 6 (+9), Sleight of Hand 4 (+7), Technology 10 (+14)

Offense Initiative +1, Hat Tricks +9 (Affliction 10, see **Powers**), Unarmed +1 (Close, Damage 0)

Defense Dodge 12, Parry 7, Fortitude 7, Toughness 5/0*, Will 12 *Without Defensive Roll.

Totals Abilities 24 + Powers 39 + Advantages 7 + Skills 21 + Defenses 34 = Total 125

Complications: Mad as a Hatter: The Hatter's behavior is somewhat unpredictable and erratic.

RED QUEEN

PL11 • 191 POINTS

STR 7 STA 7 AGL 1 DEX 1 FGT 6 INT 3 AWE 2 PRE 1

Powers: Advanced Construct (Immunity 30 (Fortitude Effects), Protection 1); **Anti-Gravity** (Flight 3 (16 MPH)); **Sensors** (Senses 7 (Detect Dimension, Dimensional Awareness, Direction Sense, Distance Sense, Low-light Vision, Time Sense, Tracking)); **Temporal Circuitry** (Array (45 points): **Accelerate Self** (Enhanced Dodge 5, Enhanced Parry 5, Enhanced Initiative 10, Quickness 15, Speed 10 (2,000 MPH)), **AE: Decelerate Others** (Burst Area Affliction 11 (Resisted and Overcome by Will; Dazed and Hindered, Immobile and Stunned), Concentration, Extra Condition, Insidious, Selective, Limited Degree); **Universal Translator** (Comprehend Languages 2 (Understand, Understood))

Advantages Eidetic Memory, Fearless

Skills Close Combat: Unarmed 2 (+8), Expertise: Dimensional Geography 12 (+15), Insight 8 (+10), Perception 8 (+10), Technology 8 (+11)

Offense Initiative +1/+41*, Deceleration (Burst Area Affliction 11), Unarmed +8 (Close, Damage 7)

Defense Dodge 9/14*, Parry 9/14*, Fortitude Immune, Toughness 8, Will 11 *With Accelerate Self active.

Totals Abilities 56 + Powers 94 + Advantages 2 + Skills 19 + Defenses 20 = Total 191

Complications: Alien: Robot from another dimension and time. **Amnesia:** No recollections prior to recent arrival on Earth.

breakthrough; how could they? Reggie was so very frustrated with them all, until White Rabbit opened his eyes and helped him to see. He didn't need any of them!

What a breakthrough it was! The first portal locked on to something and *she* came through: all shining and in red, their new Queen. It was a pity about the lab, but then you can't deal a hand without shuffling the cards, eh? It was an easy matter to build the quantum conductor ring inside an old hatband to hide it. Nothing up his sleeve (save his arm), but always able to pull a new trick out of the ol' hat. That's the Hatter for you. Now with his friends and the beautiful Red Queen it will be tea-time forever!

The Hatter's "hat tricks" all involved pulling things out of the extradimensional space inside his hat, from outpourings of marbles to big hats that shrink to cover the top of a foe's head to giant powder puffs and shrinking hatbands of tensile steel. He can grab a cupful of narcotic tea to splash in someone's face or even "catch" incoming attacks in the warp of the hat and hurl them back! As an added trick, the hat is "locked" to the Hatter's quantum signature: he can summon it to him whenever and wherever he wishes (the hat isn't Removable, it just looks like it is). He might even let someone *think* they've taken it away, for a moment, before calling it back.

RED QUEEN

REAL NAME: Unknown

OCCUPATION: Guide

BASE: Mobile



When the omniverse itself was young, a race of beings whose name has long since been forgotten built the Navigational Matrices, giving them intelligence and the power to bridge the dimensional gulf, and setting them to act as guides and explorers of the infinitude of worlds.

Eons ago, the Matrices were all shut down to prevent the spread of a sentient techno-virus. When the re-activation signal was sent, however, the surviving Matrices found that millions of years had passed. How long exactly, they couldn't tell. Most of them were gone, and those that survived had substantial memory-core and systems damage. The surviving Matrices discovered their home reality had been devastated by a war that destroyed or scattered the Builders. Only primitive life flourished in their dimension, and the only reason they had been reactivated was thanks to inter-dimensional explorers who inadvertently reactivated a Matrix they found adrift in interstitial space-time.

A quantum shift in a nearby dimension created an eddy that swept a damaged Matrix into that reality. Subjected to the psychic influence of White Rabbit, the vulnerable sentience circuits of the Matrix were overwhelmed and imprinted with the archetype of the Red Queen. Her temporal circuitry allows her to influence the local flow of time in this dimension but her dimensional-bridging circuitry is damaged and her auto-repair systems are not restoring it for some reason. Still, the Red Queen has new friends who are helping her to find her place in the world.

THE POWER CORPS

MEMBERS: Numbers 1 through 8

BASE OF OPERATIONS: Various safe houses worldwide

MOTIVATION: Profit

The Power Corps is a team of mercenaries originally recruited and trained by the supervillain Mastermind as his agents. He outfitted them with advanced suits of armor, powerful enough to make them a match for heroes like the Freedom League, or so they thought. The Power Corps worked for the Mastermind for a time, going up against the League individually and as a group. Eventually, after the Mastermind suffered defeat at the hands of the League and was missing and presumed dead, the Power Corps decided to go it on their own. They recovered their armor and became super-mMercenaries for hire.

Since then, the Power Corps have worked for anyone able to afford their services, which range from body-guarding to theft, intimidation to assassination, and even the overthrow of small governments. Their list of clients has included crime-lords, drug kingpins, would-be dictators, and, of course, various super-criminals in need of powerful henchmen. They have on at least one occasion fallen under the influence of their original boss, Mastermind. Since then, the Power Corps have adjusted the psionic circuitry Mastermind placed in their armor to telepathically control them. Instead, it now generates a psionic jamming frequency to help shield them against outside mental influence.

A portion of the Corps' fees goes toward maintaining their armor, and they've established safe-houses and supply caches in various places around the world. Occasionally, the team sees fit to replace a member lost in combat or who decides to leave the group, but for the most part they are fairly tight-knit, and few choose to leave the Power Corps.

Each Power Corps suit of armor has a number (1 through 8) on its chest-plate, and the armor's wearer is referred to by number while in the field: Number One, Number Two, and so forth. Number One is the team-leader while Number Two is his second-in-command.

MEMBERS

With eight suits of armor available, the Power Corps typically has eight active members at any given time. Not all of its members will necessarily be active on the same job, and Number One sometimes splits the team, sending another squad under Number Two's command to handle a separate job at the same time. Apart from Numbers One and Two, who have remained consistent leaders of the Power Corps since its inception, other members have

rotated through the team. The GM should feel free to add or subtract from this list as desired, putting new characters into the armor and into the Corps' mix.

NUMBER ONE

Randall "Rand" Trask earned his dishonorable discharge from the U.S. Army the old fashioned way: brawling and conduct unbecoming. He worked as a mercenary in a number of bush-wars in South and Central America, including a stint or two with SHADOW



THE POWER CORPS

PL10

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
9	1	1	1	5	0	1	0

POWERS

Power Corps Armor: Removable (-23 points)

Armor Defensive Systems: Enhanced Defenses 9 (Dodge 3, Fortitude 4, Parry 3); Impervious Protection 10 • 29 points

Boot Jets: Flight 7 (250 MPH) • 14 points

Gauntlet Blasters: Ranged Damage 9, Accurate 2 • 20 points

Psi-Scramblers: Enhanced Will 4, Limited to resisting Mental Powers; Immunity 10 (Mental effects, Limited to Half Effect) • 7 points

Sealed System: Immunity 10 (Life Support) • 10 points

Sensor Suite: Communication 3 (Radio); Enhanced Advantages 4 (Precise Attack (Ranged; Cover and Concealment), Set-up, Teamwork); Senses 4 (Direction Sense, Low-light Vision, Radio, Time Sense) • 20 points

Servos: Enhanced Strength 8 • 16 points

EQUIPMENT

HEADQUARTERS: SAFE HOUSE (SAMPLE) • 10 POINTS

Size: Small; **Tou:** 8; **Features:** Communications, Computer, Garage, Gym, Infirmary, Living Space, Secret, Security System, Workshop

SKILLS

Acrobatics 6 (+7), Athletics 6 (+15), Close Combat: Unarmed 6 (+11), Deception 4 (+4), Expertise: Mercenary 8 (+8), Insight 8 (+9), Intimidation 8 (+8), Perception 5 (+6), Ranged Combat: Blasters 6 (+7), Ranged Combat: Guns 6 (+7), Stealth 4 (+5), Technology 4 (+4), Treatment 3 (+3), Vehicles 4 (+5)

before drawing Mastermind's attention. Originally the loyal soldier, Trask saw an opportunity after Mastermind met his defeat and took the Power Corps off in its own direction, and has been leading it ever since. Number One has INT and PRE 1 and the Leadership advantage, as well as 3 more ranks in Expertise: Mercenary in addition to the listed traits.

NUMBER TWO

Margaret "Mags" Malinski was as good a soldier, if not better, than anyone in her unit, but because she was a woman, no one acknowledged it, and because she was a lesbian, she got kicked out. She made a name for herself as a mercenary. Trask recognized her skills early on and recruited her, making Mags his Number Two in the Corps and she has been his loyal right-hand. Anyone who crosses him has to answer to her. Number Two has Awe 2 and 2 more ranks in Expertise: Mercenary in addition to the listed traits.

NUMBER THREE

Dan Sullivan is the Corps' munitions specialist; the red-haired and bearded Sullivan likes blowing things up a little too much for anyone else's comfort. He has Expertise: Demolitions 10 (+10) in addition to the listed traits.

ADVANTAGES

Agile Feint, Assessment, Equipment 2 (Corps safe-houses), Improved Initiative, Power Attack, Precise Attack (Ranged; Cover and Concealment), Set-up, Teamwork

OFFENSE

INITIATIVE +5

Blasters +11 Ranged, Damage 9

Unarmed +11 Close, Damage 9

DEFENSE

DODGE	9	FORTITUDE	10
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PARRY	9	TOUGHNESS	11
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WILL	10*	*Includes Enhanced Will, 6 versus interactions.	
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POWER POINTS

ABILITIES	20	SKILLS	36
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POWERS	94	DEFENSES	16
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ADVANTAGES	6	TOTAL	172
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COMPLICATIONS

Mercenary: The members of the Power Corps work for whomever can pay them, largely regardless of the job. Once hired, they tend to remain loyal to their employer (having a professional reputation to maintain) but could be swayed by a better offer.

Not Made Here: The Power Corps uses stolen technology, some of it more advanced than they truly understand. They have run into problems in the past with repairing and maintaining their armor, along with it having some unexpected surprises installed.

NUMBER FOUR

Aaron "A.K." Kendall is an African-American ex-Marine who got involved with the Power Corps so Mastermind's advanced technology could replace a foot he lost to a landmine as a mercenary working with Trask. A.K. has thought of leaving the Corps but is too deep in (wanted in numerous countries) and too loyal to Trask to make the decision.

NUMBER FIVE

Darren "Fastball" Larson started out in the minor leagues of baseball before enlisting in the army, where he could toss a grenade as well as a fastball. He was drummed out for an incident involving avoidable civilian casualties. Number Five has Ranged Combat: Throwing 8 (+9) in addition to the listed traits.

NUMBER SIX

Del Chambers is a brawny bruiser known for penchant for violence and making Number Two's life difficult by going off half-cocked and not respecting her authority. He's the most likely Corpsman to get replaced if he doesn't get in

line. Chambers has STR 2 (10 in the armor) but one less rank of Close Combat skill.

NUMBER SEVEN

Rosa Elzie is the Corps current techie. Her efforts help keep their armor in good operating condition, which is not always easy, nor is being the only other woman in the Corps. "Lucky Seven" has INT 2 and Technology 8 (+10) in addition to the listed traits.

NUMBER EIGHT

Raymond "Ray Blast" Blair was a military sniper, later a freelance assassin. He enjoys picking off his targets and the sheer power provided by his Corps armor. Number Eight has Improved Aim in addition to the listed Power Corps traits.

POWERS & ABILITIES

The members of the Power Corps are all trained soldiers, skilled in both combat and small unit tactics. Each wears a suit of metallic and ceramic-composite armor consisting of a clamshell cuirass that covers the torso, bulky boots, gauntlets and a helmet over a close-fitting black bodysuit. The boots contain turbofan rockets, allowing the Power Corps to fly, while the armor's gauntlets contain blaster weapons. The suits have sealed life-support systems and the helmet has a reflective black faceplate that can display sensor information and readouts on the inside. The helmets also have special computer systems that help to coordinate the Corps' tactical movements, allowing them to operate very efficiently as a unit.

TACTICS

The Power Corps know from hard experience that many superheroes outclass the capabilities of their armor. What they lack in sheer power, they work to make up for in teamwork. In particular, they take on foes in twos or threes, using team attacks (*Hero's Handbook*, page 199) and their advantages: one Corpsman making an Acrobatics or Flight check (using Agile Feint) to render a foe vulnerable and using Set-up to grant the benefit to a teammate's attack, for example.

Against ordinary foes the Power Corps is fairly fearless, especially if their armor's Impervious Toughness is sufficient to protect them (as it is against small arms fire). They use their superior speed and maneuverability to deal with military and para-military assets: each member of the Corps is like a human fighter-plane, not quite as fast, but even more maneuverable.

The Corps fights to get the job done, rather than for glory or personal reasons, so they believe strongly in running away and living to fight another day, especially when they're outclassed or there is nothing to be gained through fighting. They have no compunctions about endangering innocent lives to help cover their own withdrawal, and have been known to damage buildings or even shoot down aircraft in order to distract pursuing heroes.

HOOKS

The Power Corps are useful characters whenever some super-powered muscle is needed, from crime-lords looking to protect their operations from heroic interference to would-be world-conquerors in need of henchmen or the mad-scientist who needs that particular component or element for a new experiment. The Corps don't ask a lot of questions and will take almost any job, if the money is right.

Bait & Switch: The Power Corps is after a heist target like an armored car or train shipment of valuable materials. When the heroes show up, the Corps attempts to make a hasty retreat, leading the good guys in a running battle, and liberally causing trouble (blasting highway overpasses or train bridges, for example) to slow them down. Turns out another villain hired the Corps to pull the job primarily as a distraction to keep the heroes busy; perhaps they notice one or two members of the team (such as Number Two and a hand-picked assistant) are missing, off taking care of their employer's *real* objective. Or the entire Corps might be present, but their new boss has other minions taking care of things elsewhere.

Blood Money: When the Power Corps kidnaps a high-placed corporate exec (someone like Arwin Kessler from KessCorp, see page 126) the heroes learn the Corps' employer is someone who has incurable cancer as a result of the exec's company's negligence. Paid a substantial out-of-court settlement, the victim has chosen to spend some or all of the money getting revenge. The heroes have to rescue the exec and deal with the Power Corps as well as preventing their employer from coming to harm, perhaps finding a means to right the scales of justice along the way.

Bad to the Corps: A member of the Power Corps (Number Four is a good choice) covertly contacts the heroes and the authorities with an offer: turning state's evidence against the rest of the squad and helping set up a sting to capture them in exchange for an immunity deal and a chance to get out of the mercenary life. Is the offer legit, and a fair chance at finally nailing the Power Corps and putting them away, or is it a setup intended to lure the heroes into a trap? What happens if the offer is for real, but Number One has figured out there is a traitor in the ranks?

Armor Wars: The Power Corps begins going after both heroes and villains who use advanced battlesuits and similar tech, characters like the Cerebrus Rex, the Cybertribe, the Mad Machinist, Steelhead, Trawler, Ultramarine, and others, including any player characters. They engage their targets in combat, but then break away. The Corps is using advanced scanning tech supplied by their current client to acquire information about their targets' technology, and possibly tactics. The client could be any villain or even corporation (like Brande Management) interested in such information, and might plan on double-crossing the Corps once able to gather enough information on *their* armor to duplicate it.

VILLAIN GROUPS

THE STARBREED

MEMBERS: Erebus, Ironmonger, the Sisters-in-Scarlet, Skulk

BASE: Mobile

MOTIVATION: Power

Once upon a time, there was world very much like Earth-Prime, an alternate timeline with only incremental differences from the world of Emerald City and Freedom City. There were some different cities and states, different superhuman heroes and villains, but all recognizable to the people of Earth-Prime. Among the most dangerous threats on this other Earth was a callous and depraved genius the public labeled "Professor Pandemonium." For decades, this warped, brilliant mind brought destruction and terror to a cowed public, barely kept in check by the planet's colorfully clad champions. Then he discovered

he was dying, victim of a disease beyond even his power to cure.

Some men would have chosen this moment to seek redemption for a misspent life... but not Pandemonium.

Instead, the Professor railed against his fate and took steps to leave behind a legacy every bit as dangerous as he himself had been. He used genetic material he covertly collected from dozens of superhumans and alien species over the years. The result was the Starbreed, his "offspring," whose birth and first few days of accelerated growth he barely lived long enough to see.

Raised from "birth" by computers and robots that survived their creator, Erebus and his "siblings" were taught they were the true masters of mankind and the Earth and her people existed only for their use. Reaching physical and mental maturity only a couple of years into their existence, the Starbreed left their crèche and began their own reign of terror. Only their fractious arrogance, their inexperience, and the courage of their Earth's defenders stopped them time and again from achieving their "father's" goals of conquest. But their defeats came at a cost—Earth's defenders were distracted and already spent in their efforts to contain the Starbreed when Omega moved against them. Thanks to Ironmonger's technical genius and technology stolen from their enemies, the Starbreed



EREBUS

DRAKKO

IRONMONGER

managed to survive the destruction of their homeworld, transiting through the Terminus to another Earth.

They arrived on Earth-Prime with no resources except their powers, but undiminished in their arrogance and ambition. The end of their own Earth taught the Starbreed nothing apart from a change in slight strategy. Instead of attacking outright, they plan to learn the strengths and weaknesses of their new home's defenders, and once they built a new power base to operate from, they have every intention to once again embark on their plans of conquest. It's only a matter of time.

MOTIVATION AND GOALS

The members of the Starbreed were engineered to be conquerors. To a certain extent, these motivations are hardwired: They exult in their abilities, take what can be taken and destroy what can't. It isn't in them to consider changing their behavior. Their basic goal is world conquest, but they've never mastered the details. Patience and restraint do not come easily for any of them. If they were to succeed in their ambitions, they would grow bored, leaving behind them cinders and ruins while they went on to pursue new vistas to tear down and claim as their own. In many ways, the Starbreed are spoiled children—superhumanly powerful and sociopathic children.

Their current goals are to rebuild their resources while acting like heroes and learning about their future enemies. This deception was Warwitch's idea and it constantly grates on the Starbreed to act against their natural impulses, but they maintain the charade, for now.

The Starbreed were created as a "family" unit and designed for a degree of loyalty, but such qualities tend not to stack up in comparison to their selfish and egotistical natures. The simple truth is that the Starbreed cooperate because it is in their best interests to do so, and because they are used to working together, and know what they can accomplish if they do. However, if the right opportunity came along, any one of them would betray the others and—deep down—all of them know it.

TACTICS

The Starbreed trust in their powers, their own and their teammates, when they grudgingly use teamwork. With the exception of the "Warwitch" aspect of Sisters-in-Scarlet, the group simply isn't capable of coming up with carefully-considered tactics. They've never seen the need, even with their defeats suggesting otherwise. Their traditional method of operation is to find powerful technology and steal it to use against mankind, or take advantage of an ongoing crisis or disaster to move in and try to seize control.



SISTERS-IN-SCARLET

SKULK

In battle, Erebus takes point, grounding flyers or targeting an opposing group's "big guns" with his telekinetic attacks. At the same time, Sisters-in-Scarlet and Drakko move to engage available targets individually, while Ironmonger counteracts enemy tech or constructs his own to act on what he observes as the opposition's vulnerabilities. Skulk hides... until he is forced to use his nullifying field to weaken nearby opponents' abilities.

HEADQUARTERS AND RESOURCES

The Starbreed used to have extensive resources, an inheritance built up over many years by a world-conquering genius. They had headquarters hidden in many parts of the world and in orbit, advanced vehicles and arsenals of deadly weapons. All of those were destroyed when Omega consumed their homeworld within the burning power of the Doom Coil. On Earth-Prime, they have only each other and what they've managed to take or steal without Earth-Prime's heroes (or villains) noticing.

EREBUS

PL15 • 337 POINTS

STR 14 STA 14 AGL 5 DEX 4 FGT 10 INT 4 AWE 4 PRE 6

Powers: **Mind Over Matter** (Immortality 6, Immunity 15 (Life Support, Telekinetic Effects), Impervious Will 16, Regeneration 5); **Telekinetic Mastery** (Array: **Titan's Grip** (Concentration Perception Range Affliction 10, Resisted by Fortitude (Dazed, Stunned, Incapacitated; Dynamic, Subtle), Linked to Concentration Perception Range Weaken Fortitude 6 (Dynamic, Subtle)), **AE: Crushing Will** (Damaging Move Object 20 (Dynamic, Indirect 3, Precise, Subtle)), **AE: Force of Will** (Selective Burst Area Move Object 15 (Dynamic, Precise, Subtle)), **AE: Godlike Will** (Selective Perception Area Move Object 15 (Distracting, Tiring; Subtle; Noticeable (cosmetic telekinetic side-effects throughout the surrounding area, such as small objects lifting into the air and moving around on non-existent breezes, lights flickering on and off, static electrical charges, and so on)) Linked to Environment 9 (1 mile radius; Impede Movement 2, Light 1, Visibility 1, Quirk—Maximum of area limited by ability to perceive); **Telekinetic Shield** (Impervious Toughness 20, Protection 6), **Telekinetic Levitation** (Flight 12 (8,000 mph; Platform)))

Advantages: Attractive, Close Attack 3, Extraordinary Effort, Fascinate (Persuasion), Fearless, Improved Defense, Improved Smash, Power Attack, Seize Initiative, Skill Mastery (Persuasion), Takedown 2

Skills: Deception 4 (+10), Expertise: Philosophy 8 (+12), Insight 8 (+12), Intimidation 8 (+14), Perception 8 (+12), Persuasion 9 (+15), Ranged Combat: Crushing Will Power 5 (+10), Technology 4 (+8)

Offense: Initiative +5, Crushing Will +10 (Ranged, Damage 20), Titan's Grip (Perception, Weaken Fortitude 6 and Affliction 10, DC 16/20 Fortitude), Unarmed +13 (Close, Damage 14)

Defense: Dodge 10, Parry 10, Fortitude 14, Toughness 20/14*, Will 16 *Without Telekinetic Shield bonus.

Totals: Abilities 122 + Powers 157 + Advantages 14 + Skills 27 + Defenses 17 = Total 337

Complications: Motivation - Megalomaniac. **Quirk: Timeline Unfamiliarity** – This isn't Erebus' home timeline and he is missing occasional basic knowledge. **Quirk: Arrogant and Overconfident** – Considers himself as a "god made flesh".

EREBUS

REAL NAME: Erebus

OCCUPATION: Conqueror

BASE: Mobile

Erebus was designed to be a leader and it informs his behavior. He is highly charismatic, extremely likable, and radiates almost overwhelming confidence. Unfortunately, he is also deeply megalomaniacal and views himself as a walking divinity. On a deep and unshakeable level, he views the world and all its people as his to do with as he wills. It would be tasteless and inappropriate to constantly have to state this or shove it into others faces, but his aggravation slowly boils over into violence when his superiority isn't recognized by those around him and he has the tendency to treat people as slow-witted children even before his temper snaps.



In addition to incredible superhuman durability, Erebus possesses monstrously powerful telekinetic abilities. His favorite power is to mentally crush an opponent's internal organs slowly, as he believes it demonstrates his superiority, but he can also unleash staggering telekinetic blows and lift astonishing amounts with his will alone. His mastery of telekinesis is such that he even reflexively disrupts the "frequency" of such powers used against him.

DRAKKO

REAL NAME: Drakko (DRAY-koh)

OCCUPATION: Conqueror and engine of destruction

BASE: Mobile



A consummate deceiver, Drakko likes to play head games, turning opponents against each other or generally making them question their beliefs and decisions. He plays the part of the dumb brute so long as it works to his advantage, but drops the pretense and shows his true colors when the act fails its purpose. Essentially, he's a complete sadist who enjoys inflicting pain—he prefers mental and emotional pain, but settles for physical when it's all he can get from his targets.

Drakko is a hulking reptilian powerhouse, massively strong and practically indestructible. He's aquatic and possesses a powerful tail and vicious claws. His senses are savagely sharp and he can spew a neurotoxin from his mouth; a cybernetic implant in his throat cavity can also ignite this spray whereupon it acts like napalm. While he likes to act like he's a dumb brute in order to make his opponents underestimate him, Drakko is actually quite intelligent.

IRONMONGER

REAL NAME: Ironmonger

OCCUPATION: Inventor and conqueror

BASE: Mobile

Ironmonger doesn't like people, even his "siblings." He would be much happier left alone to create and play in a self-created "Tim Burton meets H.R. Giger" wonderland inhabited only by him, his animated creations, and his art. Unfortunately, he knows the world will never leave him to do that, which makes him frustrated and angry. Aside from his "father's" inborn designs, he only really helps the other Starbreed because of his hope that one day everyone and everything will be forced to leave him alone.

He is never without his metal shell, and can't stand for anything else to touch his bare skin

Ironmonger can psionically mold metals and processed materials into any form he wishes, though he prefers working with metal. Brilliant beyond human measure with regards to technology, his constructions are usually quite complex. He can even create semi-autonomous robots, A.I.s and other animated mechanical extensions of his subconscious.



DRAKKO

PL13 • 256 POINTS

STR 18 STA 14 AGL 1 DEX -1 FGT 8 INT 3 AWE 5 PRE 3

Powers: **Venom Spray** (Cone Area Dazzle 8, Linked to Cone Area Weaken Stamina 8; **AE: Napalm Breath** (Cone Area Contagious Continuous Damage 8)); **Claws** (Penetrating 6 on Strength Damage); **Reptilian** (Extra Limbs (Tail), Feature (Internal Storage Sac), Growth 2 (Permanent), Immunity 5 (Breath Underwater, Cold, Disease, Poison, Pressure; Poison and Disease are limited to half-strength), Senses 3 (Infravision, Olfactory Tracking, Ultra-Hearing), Speed 4 (30 MPH), Swimming 6 (30 MPH)); **Scales** (Impervious Toughness 18, Protection 4)

Advantages: All-out Attack, Assessment, Chokehold, Daze (Deception), Diehard, Fast Grab, Improved Grab, Improved Hold, Improved Initiative 2, Power Attack, Startle, Takedown 2, Taunt, Weapon Break

Skills: Acrobatics 4 (+5), Athletics 4 (+22), Deception 10 (+13), Insight 10 (+15), Intimidation 14 (+18), Perception 10 (+15), Stealth 4 (+3), Technology 6 (+9)

Offense: Initiative +9, Claws +8 (Close, Damage 18, Penetrating 6), Napalm Breath (Close Cone Area, Continuous and Contagious Damage 8), Unarmed +8 (Close, Damage 18), Venom Spray (Close Cone Area, Weaken Stamina 8, Linked Dazzle 8)

Defense: Dodge 8, Parry 8, Fortitude 16, Toughness 18, Will 10

Totals: Abilities 94 + Powers 100 + Advantages 15 + Skills 31 + Defenses 16 = Total 256

Complications Motivation – Power-hungry, sadistic brute. **Prejudice** – Strange Appearance. **Quirk: Timeline Unfamiliarity** – This isn't Drakko's home timeline and he is missing occasional basic knowledge.

He wears a suit of sophisticated powered-armor with a cosmically archaic motif that he never removes when outside his tightly controlled artificial environment (all of his creations have this distinctive motif). His armor has numerous offensive systems already integrated, but he can modify any part of it on-the-fly as needed.

SISTERS-IN-SCARLET

REAL NAME: Crimson Queen, Reaper Red, Warwitch, or Widowmaker, depending on which personality is in control

OCCUPATION: Conqueror

BASE: Mobile

The Sisters-in-Scarlet are a complex multiple-personality case. Four distinct personalities, each aware of the others, co-habit the same body. As Warwitch, she is a haughty valkyrie, reveling in battle and in search of a worthy opponent. Reaper Red is a bubbly and unstable coquette, equally happy to flirt with an opponent as she is to kill one. Widowmaker is a cold-blooded killer with a sniper's ethos and a gunslinger mentality in regards to other ranged combatants, while Crimson Queen is imperious, displaying a megalomania to match Erebus at his most arrogant.

She can switch between personalities apparently at will, either on a whim or in response to external stimuli. While one personality is dominant, the others are still aware,

IRONMONGER

PL13 • 284 POINTS

STR 6 STA 6 AGL 3 DEX 4 FGT 6 INT 10 AWE 3 PRE 1

Powers: **Armor** (Enhanced Fortitude 4, Enhanced Parry 4, Enhanced Strength 6, Enhanced Will 6 (Impervious), Flight 6 (120 MPH), Immunity 10 (Life Support), Impervious Protection 10, Ranged Damage 16 (Accurate 3), Senses 4 (Direction Sense, Distance Sense, Infravision, Time Sense); Removable);

Technomorphic Mastery (Senses 4 (Analytical Detect Technology (Ranged, Extended)); **Transform Tech** (Perception Range Transform 13 (Any metal or processed material into tech); Continuous); **AE: Summon Tech Constructs** (Summon 8 (as Robot or Giant Robot from *Hero's Handbook*, page 181, or any of the animal archetypes from *Hero's Handbook*, page 218 with Immunity 30 (Fortitude) added; Controlled, Horde, Multiple Minions 3 (8 minions)))

Advantages: Eidetic Memory, Inventor, Skill Mastery (Technology)

Skills: Expertise: Science 10 (+20), Expertise: Sculptor 4 (+14), Investigation 4 (+14), Perception 4 (+7), Technology 10 (+20), Vehicles 6 (+10)

Offense: Initiative +3, Blaster +10 (Ranged, Damage 16), Unarmed +6 (Close, Damage 6)

Defense: Dodge 6, Parry 10, Fortitude 13, Toughness 16, Will 13

Totals: Abilities 66 + Powers 186 + Advantages 3 + Skills 19 + Defenses 10 = Total 284

Complications: **Motivation** – Control of his environment and "family" loyalty. **Quirk** – Pathological aversion to anything touching his bare skin other than his mentally-controlled metal. **Quirk: Timeline Unfamiliarity** – This isn't Ironmonger's home timeline and he is missing occasional basic knowledge. **Quirk** – Views his animated constructs as alive and his friends.

THE SISTERS-IN-SCARLET

PL13 • 249 POINTS

STR 6 STA 6 AGL 6 DEX 6 FGT 8 INT 3 AWE 5 PRE 3

Powers: **Augmented Body** (Immunity 10 (Life Support), Regeneration 3); **Confusing Mindscape** (Immunity 5 (Telepathic and Mental-Descriptor Mind Control Effects); **Four-in-One** (Morph 2, Continuous; Metamorph 3)

Advantages: Agile Feint, Assessment, Attractive, Fearless, Taunt

Skills: Acrobatics 6 (+12), Athletics 6 (+12), Deception 6 (+9), Insight 6 (+11), Intimidation 6 (+9), Perception 6 (+11), Stealth 6 (+12), Vehicles 6 (+12)

Offense: Initiative +6, Unarmed +8 (Close, Damage 6)

Defense: Dodge 8, Parry 8, Fortitude 8, Toughness 6, Will 11

Totals: Abilities 86 + Powers 124 + Advantages 5 + Skills 24 + Defenses 10 = Total 249

Complications: **Motivation**—Power and Thrills. **Quirk**—Multiple personalities. **Quirk**—Timeline Unfamiliarity: This isn't Sisters-in-Scarlet's home timeline and she is missing occasional basic knowledge. **Rivalry**—Between her personalities.

Note: The Sisters-in-Scarlet are always in one of four identities, with Warwitch the current dominant or "base" personality. The boxed stats show the specific changed stats as per the named form.

WARWITCH

STR 12 STA 12 AGL 10 FGT 14

Advantages: Accurate Attack, All-out Attack, Defensive Attack, Fast Grab, Improved Disarm, Improved Initiative 3, Power Attack, Uncanny Dodge

Skills: Acrobatics 6 (+16), Athletics 6 (+18), Expertise: Tactics 20 (+23), Stealth 6 (+16)

Powers: **Combat Savant** (Enhanced Advantages 7 (Accurate Attack, All-out Attack, Defensive Attack, Fast Grab, Improved Disarm, Power Attack, Uncanny Dodge), Enhanced Fighting 6, Enhanced Skill 10 (Expertise: Tactics 20), Immunity 10 (Entrapment Effects and Interaction Skills)), **Energy Weapon**

Arsenal (Reach 1 and Variable Descriptor 1 (Melee Weapon Effects) on Strength Damage), **Warrior's Form** (Enhanced Agility 4, Enhanced Advantages 3 (Improved Initiative 3), Enhanced Stamina 6, Enhanced Strength 6, Impervious on Toughness 10, Leaping 1, Senses 1 (Danger Sense), Speed 3 (30 mph))

Offense: Initiative +22, Weapon Attack +14 (Close, Damage 12, Variable Descriptor), Unarmed +14 (Close, Damage 12)

Defenses: Dodge 12, Parry 14, Fortitude 14, Toughness 12

REAPER RED

Advantages: Close Attack 7, Improved Initiative 6, Instant Up, Move-by Action

Powers: **Energy Scythes** (Strength-Based Damage 2); **Fast Attack** (Enhanced Advantage 7 (Close Attack 7, Quirk: Not against targets with a higher initiative result); Strength-based Damage 3 (Multiattack, Selective on Damage 11; AE: Strength-based Damage 3 (Burst Area, Selective on Damage 11)); **Fast Defense** (Enhanced Defenses (Dodge 12, Parry 11)); **Super-Speed** (Enhanced Advantages 2 (Improved Initiative 6, Instant Up, Move-by Action), Quickness 8, Speed 15 (64,000 MPH))

Offense: Initiative +30, Fast Attack with Scythes +15 (Close, Damage 11, Selective Multiattack or Selective Burst Area), Scythes +15 (Close, Damage 8), Unarmed +15 (Close, Damage 6)

Defenses: Dodge 20, Parry 19, Toughness 6

WIDOWMAKER

Advantages: Improved Aim

Powers: **Aerial Combatant** (Enhanced Dodge 4, Flight 12 (8,000 MPH)); **Energy Blasts** (Enhanced Advantage (Improved Aim), Ranged Multiattack Damage 12, Accurate 4, Extended Range (x50/x100/x200)); **Energy Field** (Impervious Protection 8)



Offense: Initiative +6, Blast +14 (Ranged, Multiattack Damage 12), Unarmed +8 (Close, Damage 6)

Defenses: Dodge 12, Parry 8, Toughness 14

CRIMSON QUEEN

PRE 4

Skills: Deception 6 (+10), Intimidation 6 (+10)

Powers: **Manifest Will** (Enhanced Presence 1, Create Energy Constructs 14 (Continuous, Impervious, Movable, Selective, Stationary; AE: Summon Energy Construct Soldiers 5 (stats as Robot archetype, *Hero's Handbook*, pg 181; Controlled, Horde, Multiple Minions 4 (x16); Mental Link))



Note: The Crimson Queen's minions from her Summon power have a significant number of points left over for individual GMs to add additional effects to the archetype as desired. Gamemasters can also use archetypes from the *Gamemaster's Guide*, modified with Immunity 30 (Fortitude effects) for some of the Queen's creations.

like passengers in the same body. Personality shifts can be dramatic or so subtle as to go unnoticed, although sometimes the Sisters struggle for control of their shared body.

A versatile energy-channeler, the Sisters-in-Scarlet convert an exotic and unidentified red-tinted force to various effect, with the displayed powers changing based on what personality is in control. As Warwitch, she uses it to augment her physical abilities and can manifest it as various energy-construct weapons. Reaper Red converts energy into superhuman speed and also forms scythe-like constructs as weapons. Widowmaker can fly, is surrounded by a force field, and fires deadly blasts of energy with pinpoint precision. As Crimson Queen, she manipulates energy to create large and detailed constructs, or command a small army of animated energy beings.

When she shifts from one personality to another, cosmetic details of her armor and hairstyle change, a subconscious form of psychokinetic manipulation.

Regardless of which personality is in control, the Sisters only allies are the rest of the Starbreed. Warwitch nurses a hidden infatuation with Erebus, but the rest of the personalities are no more attached to her "siblings" than the other Starbreed are to her/them.

SKULK

REAL NAME: Skulk

OCCUPATION: Conqueror (by default rather than disposition)

BASE: Mobile

Skulk is a coward and introvert. He prefers to be far from the center of attention and is slavishly devoted to Erebus (though whether that's actual loyalty, a programmed response, or an instinct for self-preservation is arguable). He has to be forced into a fight by his teammates, and even then he attempts to hide under his cloaking field until discovered. Warwitch—although she despises Skulk's weakness—has found ways to turn it into a tactical advantage by having him interfere with the Starbreed's foes while unseen, making him their "ace-in-the-hole."



Skulk is a broad-spectrum energy dampener. He can shut down, negate, or disperse energy fields, from ambient electromagnetism to kinetic transfers to psionics. He can do this in an area around himself and with great precision. As he uses his abilities, he tends to slow molecular motion in the area around him, gradually creating a noticeable drop in temperature, with frost gathering on exposed areas, even when he is cloaked.

SECRET OF THE STARBREED

This adventure is assumed to take place in Emerald City, the default setting for the *Heroes Journey* adventure series but, with some slight adjustments, can be set in Freedom City or in your own setting.

Fleeing the destruction of their own parallel Earth, the Starbreed arrive near the heroes' city, posing as the heroic last survivors of their world, coming to warn against an imminent threat to the heroes' Earth. They work to ingratiate themselves with the local authorities and the heroes, while also showing the heroes up and seeking an opportunity to exploit their misfortune, turning it into an advantage. If all goes according to plan, the Starbreed will have a new world as their personal playground, to do with as they see fit!

SCENE 1: STRANGE VISITORS

It is an otherwise ordinary day when the Starbreed arrive. The heroes may be on patrol, meeting with civic leaders, training at their headquarters, or even involved in day-to-day activities in their civilian identities. Ideally, circumstances are such that they can respond quickly when things start happening.

There is a bright cascade of multicolored light over the city, causing everyone to look up to see a quartet of flying figures appear out of nowhere, surrounded by a group of armored fliers menacing them with some type of energy weapons! A dogfight plays out high over the city streets, with the newcomers apparently outnumbered and on the ropes.

The "strange visitors" are, of course, the Starbreed, while their attackers appear to be a group of eight Omegadrones, cyborg soldiers of the Terminus. In fact, the "drones" are Ironmonger's constructs, made to look like Omegadrones. The Starbreed "play possum" enough to

SKULK

PL12 • 328 POINTS

STR 1 STA 6 AGL 1 DEX 1 FGT 2 INT 2 AWE 4 PRE 0

Powers: **Energy Bending** (Concealment 8 (All visual, auditory, and mental (Quirk – only mental effects with "psionic" descriptor); Affects Others, Area Burst, Precise, Selective); Deflect 15 (Limited to energy effects); Movement 6 (Safe Fall, Trackless, Wall-Crawling 2, Water-Walking 2)); **Energy Draining** (Environment 3 (Extreme Cold, Selective Impede Movement 2); Immunity 40 (Energy Damage, Kinetic Damage, Both Sustained)); **Energy Sensitivity** (Senses 13 (Detect Energy Forms, Accurate, Analytical, Counters All Concealment, Rapid 3)); **Energy Suppression** (Nullify Energy 12 (Area Burst 3, Broad, Effortless, Precise, Simultaneous, Selective, Sustained)); **Psi-Null** (Impervious Will 12 (Limited to Effects with Psionic Descriptor))

Advantages: Improved Defense

Skills: Deception 10 (+10), Insight 10 (+14), Perception 8 (+12), Persuasion 8 (+8), Stealth 6 (+7)

Offense: Initiative +1, Unarmed +2 (Close, Damage 1)

Defense: Dodge 3, Parry 3, Fortitude 6, Toughness 6, Will 18/6*

*Without Psi-Null bonus

Totals: Abilities 34 + Powers 255 + Advantages 1 + Skills 21 + Defenses 17 = Total 328

Complications: **Motivation—Power and Safety.** **Quirk—Coward.** **Quirk—Incomplete power control:** Continuing use of his nullifying powers causes him to slowly lose control over his Environment – Extreme Cold power. **Quirk—Introvert:** Actual social interaction takes a minor circumstance penalty unless he knows or is in a position of power over someone. This becomes a major circumstance penalty when dealing with women. **Quirk—Timeline Unfamiliarity:** This isn't Skulk's home timeline and he is missing occasional basic knowledge)

allow the local heroes to arrive and "rescue" them. Use the Robot stats from page 181 of the *M&M Hero's Handbook* for the "Omegadrones" giving them Flight 3 and Ranged Damage 6 blaster weapons.

Note that Skulk is present, but invisible, inaudible, and concealed from psionic means of detection; heroes arriving on the scene only notice Erebus, Drakko, Ironmonger, and "Sister Scarlet" (as she refers to herself initially). Skulk uses Safe Fall to drop to the ground and begin scouting, hooking back up with his "siblings" later.

Heroes who think to follow-up on investigating the "Omegadrones" can apply the Investigation skill (DC 15). One degree of success or better allows the heroes to discover that the Starbreed's attackers were robots and are now inert. Two or more degrees of success reveals that not only are the "drones" non-functional, but there's no evidence of a power source (since they were animated by Ironmonger's power). Three or more degrees of success and the heroes realize that Omegadrones are known to have organic components, being converted from the

VILLAIN GROUPS

SECRET OF THE STARBREED

populations of worlds conquered by the Terminus. These "drones" are machines, with no organic parts.

SCENE 2: WE'RE HERE TO HELP

Once the "Omegadrones" are dealt with, the Starbreed give a "take us to your leaders" speech to the heroes. Erebus does most of the talking, with the others doing their best to look tired, downtrodden, and earnest. You can make secret Insight checks for the heroes against Erebus' Deception check result to see if they notice anything suspicious, or just assume the Starbreed's initial pitch is successful and award the players an extra hero point each "for dealing with the Omegadrones".

The Starbreed's cover story is this: They were once heroes on their Earth, very much like this one. Then the forces of the Terminus, led by Omega and his Annihilists, came to their world. Although the Starbreed and other heroes fought valiantly, they were overwhelmed. Their only hope was to use a piece of stolen technology from the invaders to bridge the dimensions themselves in order to look for aid. Unfortunately, the trip burned-out the device and it will take time to repair. In the meanwhile, the Starbreed offer their help to the heroes, and a warning about the dangers of Omega.

Given that Omega's forces have invaded the Freedom Universe at least once before, the authorities are inclined to take the Starbreed's warning seriously. They also want to interrogate the newcomers themselves and make sure they are not a threat. The members of the Starbreed are not noted for their patience when it comes to questioning by inferiors. Fortunately, they've taken precautions.

SCENE 3: A NEW SHERIFF IN TOWN

Skulk is not idle while the rest of the Starbreed is talking to the heroes and the authorities. He quickly arranges for a suitable "crisis" in or around the hero's city, ensuring they will be called away not long after turning the Starbreed over to an authority like AEGIS, FBI, or the US military.

The nature of the crisis should be one of opportunity, although some possibilities include:

- Staging a prison-break or helping super-criminals escape from a transport on its way to prison. Gamemasters can use other villains from this book.
- Sabotaging a power-plant, military missile silo, or similar facility, ideally in such a fashion that the heroes have to deal with the problem on multiple fronts, such as chasing after one or more rogue missiles while also dealing with an overloading reactor.
- Causing a crippling blackout in a central portion of the city, leading to numerous accidents, building fires, and incidents of looting.

While the heroes are dealing with the problem(s), throw in additional complications, courtesy of fate or the unseen intervention of Skulk: energy-based powers or devices may fail at inopportune moments, further disasters could complicate matters, and so forth. Award the players hero points for these then, as the complications

become overwhelming, have the other four members of the Starbreed show up to help. They look to demonstrate their *bona fides* by assisting (and maybe showing the heroes up a bit) and plant a seed of concern: it may well be agents of the Terminus are already present and causing all these recent problems with the goal of softening up the city for an invasion!

SCENE 4: ENEMIES AMONGST US

At the end of **Scene 3** of **Part 1** of the adventure, the Starbreed sow the seeds of paranoia, suggesting agents of the Terminus are already active in the heroes' home city, preparing the way for an invasion, like the one which destroyed the Starbreed's own Earth, sending them fleeing to this one.

The Starbreed do their best (aided by Skulk, who remains concealed and observes) to convince the heroes and the authorities of their sincerity and the looming threat. They offer their help in tracking down the Terminus agents and learning more about their plan. Given the possibility of another invasion, and the fact the world barely survived the last, the authorities are inclined to give the Starbreed some leeway, unless the heroes make a very persuasive case against them.

Ironmonger helps to "coordinate" the teams' efforts, while devoting some of his time and processing power to running searches on the local Internet and getting a grasp of this Earth's technology and computer protocols. Neither takes much time, given his considerable intellect and technical skill, coupled with his powers.

The authorities ask the heroes to keep an eye on the Starbreed, and they work closely with the newcomers. Allow for some roleplaying opportunities as the heroes' new "allies" attempt to ingratiate themselves, while covering their naturally arrogant and superior attitude.

Initially, Skulk works to create some distractions for the heroes: sabotage at power plants, military installations, federal buildings, and other strategically important sites of interest to possible invaders. The Starbreed assist the heroes with disaster relief, perhaps slipping a bit in their act when it comes to showing compassion, or even actually demonstrating some. After all, *playing hero* may have some impact. Run as many of these scenes as you'd like, possibly using some of the disaster and challenge guidelines from the *M&M Gamemaster's Guide*.

Then there is a break-in at City Hall, where an intruder accesses some building permit and inspection files. When confronted by the heroes, the mysterious cloaked figure summons a group of Omegadrones (at least twice the number of heroes) to delay them. The Starbreed arrive during the fight to "help"—savagely eliminating the Omegadrones and the intruder. They explain their actions by claiming no quarter can be given to this enemy, as their own world can attest. Of course, they have also ensured no one remains for the heroes to question.

SCENE 5: THE PURLOINED PAGE

Investigating the break-in, and the records accessed (with an Investigation check (DC 20); possibly a skill challenge, if the GM wishes), leads the heroes to a spacious old home in an upscale part of Emerald City. The rambling house seems

SECRET OF THE STARBREED

even larger on the inside and is actually a high-priced brothel run by the mysterious Madame Joy, a shadowy figure in Emerald City history for decades. She's courteous to the heroes, offering them her hospitality (and that of her house) but evasive in answering any questions, claiming ignorance as to why anyone would be interested in her. An Insight check (DC 18) reveals a glimmer of concern if the heroes make any mention of the Terminus.

Just then, an urgent buzzing sounds from one of Madame Joy's bracelets. She claps a hand over it in concern to silence the sound, quickly excuses herself, and rushes off. If the heroes follow her, they both catch Skulk in the act of taking a closed and sealed tube (about the size of the cardboard tube from a roll of paper towels) from a broken-open safe in a bedchamber. Skulk vanishes from sight just as the onlookers arrive. Madame Joy whispers a horrified "No!" as the entire house shudders and shakes, then collapses! A Perception check (DC 18) allows the heroes to see enough of what's going on that they understand it's caused by an effect like Erebus' psychokinetic powers (though they don't actually see Erebus).

Run a challenge for the heroes to escape the house unharmed and rescue the people inside. The DC for the checks is 13, and the heroes must gain 7 degrees of success before accumulating 3 degrees of failure. Encourage the players to come up with their own ideas for how they are aiding in the escape, but some possibilities include:

- Acrobatics or movement effect checks to avoid debris and quickly clear out of the building (possibly carrying one of more people).
- Damage effect checks to bust through walls and collapsing structures to freedom.
- Dodge checks to avoid harm and possibly find safety under a cross-beam or similar structural point.
- Technology or Expertise checks to pinpoint structural areas of strength (for shelter) or weakness (for escape).
- Interaction skill checks (particularly Persuasion) or Presence checks to help coordinate efforts through leadership, command, or even something like outright taunting a teammate into a greater effort.
- Strength checks to hold off collapsing debris or push it aside so others may escape.

If the heroes succeed on the challenge, they manage to escape the collapse without harm and rescue the people inside Madame Joy's. For her part, Madame Joy is grateful enough to help them against the Starbreed in the next scene. If they fail, the heroes each resist Damage 10 and must make a DC 25 Strength check to dig out of the debris; they can use teamwork to combine their efforts to do so. In addition, if they fail, Madame Joy is left unconscious and unable to help them; others in the house are also injured, perhaps fatally.

SCENE 6: THE STARBREED'S SECRET

The Starbreed quickly assemble high atop Emerald Tower overlooking the city (particularly if the heroes use Emerald Tower as their headquarters, see the *Emerald City Knights*

series). Ironmonger uses his powers to assemble a massive device on the building's roof, into which Erebus inserts the contents of the tube Skulk took: an ancient looking sheet of parchment paper. The machine spits blood-red lightning into the sky, forming a crackling dome of energy over the Emerald City area. The heroes likely see this as they regroup after escaping from the collapse of Madame Joy's (or digging out of the ruins).

Madame Joy tells the heroes her story: she is, in fact, from the Terminus. She was one of Omega's Annihilists once, known for her subtle and seductive ways, but she chanced to fall truly in love, and sought to escape. She found the means in what the Starbreed took: a page stolen from the SourceBook, an artifact containing the essence of Creation (see *Worlds of Freedom*, page 124, for details). Amongst other things, the SourceBook is anathema to Omega and his minions, and possession of the page allowed Madame Joy to escape the Terminus and conceal both herself and Emerald City from the destroyer for years. The influence of the Purloined Page helped to make Emerald City a "haven" for those looking to hide.

Having seen Skulk, Madame Joy knows the Starbreed have been "marked" by the Doom-Coil, the hungry core of Nihilor, Omega's throne-world. They may have escaped the destruction of their Earth but, in doing so, merely delayed the inevitable and, worse yet, created a connection between the Terminus and the heroes' Earth.

Now the Starbreed are looking to use the SourceBook page to pull off Madame Joy's trick, but on an even grander scale. They plan to seal off the Earth, not only from the Terminus, but also from the rest of the omniverse, and turn Emerald City in particular into their private domain, the center of a pocket universe they can rule. It's up to the heroes to stop them. Fortunately, Madame Joy can tell them how to tap into some of the power of the SourceBook: give the heroes a bonus to all of their power ranks equal to the difference between their power level and PL 13 (minimum of +1) and award them all an extra hero point when they confront the Starbreed.

The members of the Starbreed fight to the finish to protect Ironmonger's device and their plans of conquest. If the heroes cannot defeat them, then the series may continue with them (or their successors) fighting to free a world under the Starbreed's rule through the power of the SourceBook.

If the heroes win, there is an explosion of light from within Ironmonger's machine. A white-haired figure in shimmering robes steps out of it. He is Tommen the Archivist, one of the last remaining Alphans, and keeper of the SourceBook. He thanks the heroes for averting cosmic catastrophe and assures them the Starbreed will no longer be a threat. They watch as Tommen reclaims the Purloined Page and, in a flash, the Starbreed are transformed into illustrations on the surface of the parchment. Tommen replaces the page into the massive book he holds and closes it, bidding the heroes farewell. He vanishes and, with him, the threat of the Starbreed and the Terminus. The world is safe once again and the Starbreed are gone for good... unless they one day figure out how to escape the pages of the SourceBook and return...?

THE TRIDENT

MEMBERS: Coral Snake, Steelhead, and Trawler

BASE OF OPERATIONS:

MOTIVATION:

Although the authorities tend to believe Trawler—with her history as a smuggler and dubious “salvage operator”—is the force behind the Trident, the group actually came together due to one of its other members. Coral Snake has extensively studied her Serpent heritage and the secrets of ancient Lemuria. She believes the key to greater power and control over her ophidian nature lies there, deep beneath the Pacific. To reach it, she needs help. So she came up with the smuggling scheme and recruited Trawler and Steelhead to help back it, promising Trawler a shot at the greatest treasure trove she could imagine. Forked tongue firmly in cheek, Coral Snake dubbed their new venture “the Trident”.

Initially, the smuggling operation relied heavily on Trawler’s resources and the capabilities of its three founders. Success has allowed for expansion, including investment in better equipment (such as the Trident’s sea-cave hideout and “sea-serpent” submersible) and more personnel. Indeed, with the boom in illegal activities in Emerald City and the surrounding area, the Trident has more demand for contraband—particularly illegal weapons and technologies—than it can supply.

MOTIVATION AND GOALS

The three primary members of the Trident each have different motivations and goals for the group, although some of them are not entirely aware of those of the others.

Steelhead is fairly satisfied with the Trident’s outward goal, namely making a lot of money from smuggling and putting some of that profit back into growing the organization, allowing it to earn even more profit. He likes opportunities to thumb his nose at the authorities and make enough money to live like a king. The only thing he’d like better is if he were the one in charge of the whole operation, or at least an opportunity to get rid of that creepy Coral Snake chick so he and Trawler can run the show by themselves.

HEADQUARTERS: THE SEA-CAVE

16 POINTS

Size: Large **Tou:** 10, **Features:** Communications, Computer, Concealed 3 (+15 DC), Dock, Living Space, Personnel, Power System, Security System 2 (DC 25), Workshop

VEHICLE: THE SEA SERPENT

70 POINTS

Size: Colossal **Str:** 16 **Speed:** 6 (Swimming) **Def:** 2 **Tou:** 13
Features: Maw Dock*, Navigation System, Remote Control, Tow Cables, **Powers:** Torpedoes (Ranged Damage 8, Burst Area 5)

*This feature reflects the ability of the Sea Serpent to “swallow” huge or smaller craft.

Trawler plays the smuggling game well, and certainly doesn’t object to making a hefty profit, but her real passion is finding and claiming lost treasures. Coral Snake promises the haul they will find in the ruins of Lemuria is greater than anything she has seen before, enough to set them all up for life, so Trawler is willing to be patient and help her “business partner” acquire what they need to reach their goal. Still, she doesn’t entirely trust the snake-woman (or anyone else, for that matter) and wonders what Coral Snake’s angle is on all of this.

Coral Snake needs Trawler’s expertise and, to a lesser extent, Steelhead’s muscle and deep-sea capabilities. She wants to claim the mystic power she knows awaits her in Lemuria. Once she has that, she’ll have no further use for her so-called “partners.” Until all the pieces are in place, however, she keeps Trawler close, dangling promises in front of her, and Steelhead at arm’s length, keeping a close eye on him.

TACTICS

In spite of past successes, Coral Snake does not want the smuggling ring to overplay its hand. There’s added profit in keeping demand high, while also lying low to evade the authorities, who are increasingly intent on closing up the smuggling routes into Emerald City. Eager as she is to further her own goals, she counsels patience to the others.

The Trident prefers to operate unseen—literally beneath the surface—as much as possible. Either the Sea Serpent delivers cargo to a vessel offshore or, more rarely, to some hidden cove or abandoned dock late at night. In places with more potential witnesses, Trawler or Steelhead can carry small amounts of contraband sealed in watertight crates and held in heavy netting.

In the event they are caught in the open, the Trident’s primary tactic is to get to the water and submerge as quickly as possible. There they have more of a “home field advantage” and can attempt a quick getaway. Coral Snake uses her venom to slow or petrify foes, while Trawler and Steelhead use their nets to likewise slow any pursuit. Steelhead is the most likely to fall behind to trade punches, and he’s largely unaware of how

STEELHEAD AND ULTRAMARINE

In the descriptions of the Sentinels sample heroes (available for free online), Steelhead is the brother of Ultramarine, who wears an experimental diving suit similar to his. If Ultramarine is featured in your M&M series, then part of Steelhead's motivation is showing up his sister (and probably stealing her armor). If she's not, then nothing needs to change. If Ultramarine is a villain in your series (per the villain option given for the character), then she can potentially replace Trawler in the Trident, making it a brother-sister team working with Coral Snake.

likely Trawler and Coral Snake are to abandon him should he become a liability in those circumstances.

HOOKS

Raise the Jolly Roger! Steelhead gets restive with the Trident's smuggling operations; they're all sneaking around when he would like to be cracking heads! So he takes it upon himself to "supplement" the group's income with some high-seas piracy, using the Sea Serpent and some Tines to hit some ships off the coast near Emerald City, taking their cargoes. Heroes may initially hear about a "giant sea serpent" attacking shipping or of these mysterious new pirates. When they rush to an SOS (or perhaps bait a trap for the pirates) they encounter Steelhead and his men, and later Steelhead's partners, who show up to help him out and prevent the heroes from capturing and interrogating him.

High-Priced Taxi: Although it spends most of its time and energy on smuggling weapons and technology, it's not above playing the role of high-priced taxi to people interested in entering or leaving the country with no one knowing. Clients could be anyone from assassins to despots to super-villains. The heroes get involved when they get word someone will be arriving on (or leaving from) the docks late one night. When the heroes arrive, they see members of Trident waiting to taxi their client away.

Press Ganged: This hook works best after the heroes have encountered the Trident a handful of times. The heroes are approached by one of the Trident's Tine agents, claiming to have escaped the organization and

HENCHMEN: TINES

PL4 MINIONS · 30 POINTS

STR 1 STA 1 AGL 1 DEX 0 FGT 0 INT 0 AWE 0 PRE 0

Equipment Commlink, Diving Suit (Movement 1 (Environmental Adaptation—Aquatic), Immunity 1 (Drowning), Protection 2, Swimming 3 (4 MPH)), Goggles (Senses 1 (Low-Light Vision)), Knife (Strength-based Damage 1), Spear-gun (Ranged Damage 4)

Advantages: Equipment 4

Skills: Athletics 4 (+5), Close Combat: Unarmed 4 (+4), Expertise: Nautical 2 (+2), Ranged Combat: Spear-Guns 4 (+4)

Offense: Initiative +0, Spear-gun +4 (Damage 4), Unarmed +4 (Damage 1)

Defense: Dodge 4, Parry 4, Fortitude 4, Toughness 3, Will 3

Totals: Abilities 6 + Powers 0 + Advantages 4 + Skills 7 + Defenses 13 = 30

is looking for help to keep him safe. He tells the heroes he was okay with smuggling, but not *human* smuggling, which is what the Trident has started doing lately! Everything the man says is a lie and he's trying to lead the heroes into a trap so the Trident can deal with them once and for all.

Distant Early Warning: The heroes are contacted by AEGIS to look into unusual seismic readings off the coast. When the heroes arrive they find a Trident "salvage" operation underway, complete with undersea dwellings for workers. Whatever they're after seems to be buried in the sea floor. Has Coral Snake finally found a portion of Lemuria or something else? And maybe it's that "something else" that's sending out the seismic waves AEGIS is concerned about....

CORAL SNAKE

REAL NAME: Yvonne Orphis

OCCUPATION: Smuggler, would-be mystic

BASE: The Pacific Rim

Yvonne Orphis' grandparents Reginald and Sophia Orphis brought the infant girl home from the psychiatric hospital where she was born. Her mother, Regina Orphis, was committed even before anyone learned she was pregnant. Regina left home during her senior year in high school, turning up months later in the hands of the



CORAL SNAKE

STEELHEAD

TRAWLER

Emerald City authorities, alternating between periods of catatonia and violent behavior, clearly the victim of some terrible trauma.

The Orphises did their best to raise and care for their granddaughter. As the family owned the successful Orphis Imports shipping business, Yvonne's material needs were more than covered, but her childhood was always shadowed by the specter of what happened to her mother, which was never spoken of at home.

Yvonne grew up bright and imaginative, but also lonely and sometimes cruel towards would-be playmates or her grandparents' domestic staff. She tried to put the past aside, but her attempts to be a part of polite society were

dogged by whispers and gossip. Worse still, as a teen Yvonne developed severe eczema, her skin condition further limiting her social circle.

When Yvonne was 17, about the age her mother was when she left home, she arranged to go and see her mother without her grandparents knowledge. During the visit, Regina raved about dark chambers, robed figures, profane rites, and snakes... serpents that walked like men, and their cold, dead eyes. When she realized who Yvonne was, she attacked her own daughter in a rage, trying to strangle her. It took three orderlies to drag her away. Later, Yvonne examined where her mother had clawed at her arm, and saw brightly colored scales through the tears in the skin!

Yvonne's grandfather was furious at what she had done. They argued in Mr. Orphis' private study and something snapped in Yvonne as she huddled and scratched at her dry, flaking skin. She lunged at Reginald Orphis and bit him! He stood in shock, looking at the two small puncture wounds on his arm, as pale whiteness spread out from them across his whole body. In moments, he was transformed into an immobile statue of stone, face frozen in horror. Sophia Orphis chose that moment to enter the study to see what was wrong. She was committed the next day to the same hospital as her daughter.

Although a cloud hung over Yvonne, no case could be proven against her. On her eighteenth birthday, she inherited controlling share in Orphis Imports, which she promptly sold before the board had the opportunity to force her out. She needed the money to fuel her search for answers to the mysteries in her life. So she spent years traveling, collecting arcane lore, and learning about the legends of the Serpent People, their ancient civilization, and their rise and fall. In particular, she learned of the sunken ruins of Lost Lemuria and of certain prophecies concerning an Ophidian messianic figure who would arise and unite the scattered children of the Great Serpent Empire.

Eventually, the money began running out. So Yvonne was forced to use what she knew of shipping and her grandfather's old company to get in touch with the infamous salvage operator Lianna Macklin. They hatched the idea of the Trident to fund the search for intact ruins of Lemuria and an eventual expedition. There, Yvonne—or "Coral Snake" as she is known to her confederates—expects to uncover her past and her destiny.

PERSONALITY

Coral Snake is as cold-blooded as her namesake, a sociopath obsessed with her own ascension. She now

CORAL SNAKE

STR	STA	AGL	DEX	FDT	INT	AWE	PRE
1/5/9*	1/4/6*	1/5/0*	1	4	2	1	3

POWERS

Transformation: Array (46 points)

- **Ophidian Form:** Enhanced Advantages 4 (Evasion, Hide in Plain Sight, Improved Initiative, Move-by Action), Enhanced Agility 4, Enhanced Defense 5 (Parry 5), Enhanced Stamina 3, Enhanced Strength 4, Immunity 1 (Drowning), Movement 2 (Slithering, Wall-Crawling), Protection 3, Senses 4 (Acute Tracking Smell, Darkvision), Swimming 5 (16 MPH); Activation: Standard Action (-2 points) • 46 points
- **Stone Form:** Enhanced Stamina 5, Enhanced Strength 8, Immunity 10 (Life Support), Impervious Protection 6, Reduced Agility 1, Senses 2 (Darkvision); Activation: Standard Action (-2 points) • 1 point

Petrifying Venom: Affliction 11 (Resisted by Fortitude; Dazed and Hindered, Stunned and Immobile, Transformed into stone), Extra Condition, Progressive, Linked to Unarmed (Bite) Attack • 44 points

SKILLS

Athletics 4 (+5/+9/+13)*, Close Combat: Unarmed 7 (+11), Deception 6 (+9), Expertise: Ancient History 6 (+8), Expertise: Magic 6 (+8), Insight 4 (+5), Intimidation 4 (+7), Perception 7 (+8), Persuasion 4 (+7), Stealth 6 (+7/+11/+6)*

ADVANTAGES

All-out Attack, Equipment 18 (Sea Serpent and Sea-Cave, see Trident team info), Fearless, Ritualist

sees the unfortunate circumstances of her birth as signs of a great destiny, and the taint of her heritage as the potential for greatness. She's capable of considerable deviousness, and manipulates others to further her goals, caring nothing about their fates. She tends to behave like the exiled royalty she believes herself to be, forced amongst commoners and scum until she achieves her rightful due.

POWERS & ABILITIES

Coral Snake can transform, with a shredding of her outer layers of skin, from a human-looking woman to a snake-like humanoid with brightly banded red, yellow, white, and black scales. In her ophidian form, Coral Snake is stronger, tougher, and faster than a human, and amphibious, capable of breathing underwater and swimming at fair speed (aided by her lashing tail).

Her snake-shape is equipped with sharp fangs and her bite carries a potent mystic venom capable of petrifying her victims. Coral Snake has even learned how to inject herself with small quantities of her venom, transforming into a stone-like material, but retaining most of her mobility, further enhancing her strength and resistance to injury.

A long-time student of the occult, Coral Snake has learned to work some magical rituals in the style of the Serpent People, although she seeks even greater mystic power.

VILLAIN GROUPS

OFFENSE

INITIATIVE +1/+5/+0*

Bite +11 Close, Damage 1/5/9* plus Affliction 11, Resisted by Fortitude (DC 21)

Unarmed +11 Close, Damage 1/5/9*

DEFENSE

DODGE	9/13/9*	FORTITUDE	5/8/10*
PARRY	8/13/8*	TOUGHNESS	1/7/12*
WILL	12	*(Human/Ophidian/Stone Forms)	

POWER POINTS

ABILITIES	64	SKILLS	55
POWERS	10	DEFENSES	19
ADVANTAGES	23	TOTAL	171

COMPLICATIONS

Cold-Blooded: Although not literally cold-blooded, Coral Snake has no positive emotional attachments, and views everyone else as tools to manipulate and discard at her whim.

Motivation—Right of Power: Coral Snake has a messiah complex and believes she is destined to gain great mystic power and lead her people, the Serpent People, back to greatness.

Unnatural: A human-serpent hybrid, Coral Snake is not a creature of the natural world and some find even her human guise unsettling.

Venomous: Coral Snake hates any and all reminders of her former life, including Orphis Imports (the family business) and all elements of "high society."

Should she ever become a full-fledged sorceress, she would be truly formidable.

ALLIES

Coral Snake's partners in the Trident are merely useful tools to her. She has a grudging respect for Trawler, but won't hesitate to eliminate her. She's somewhat jealous of Steelhead's obvious attraction to Lianna and the way Trawler flirts back, although she would never admit it.

ENEMIES

Having kept a low profile, Coral Snake has few (living) enemies, save perhaps for some she has robbed of their arcane lore or artifacts. She still hates her human family, and takes a certain delight in targeting Orphis Imports, which may prove her undoing.

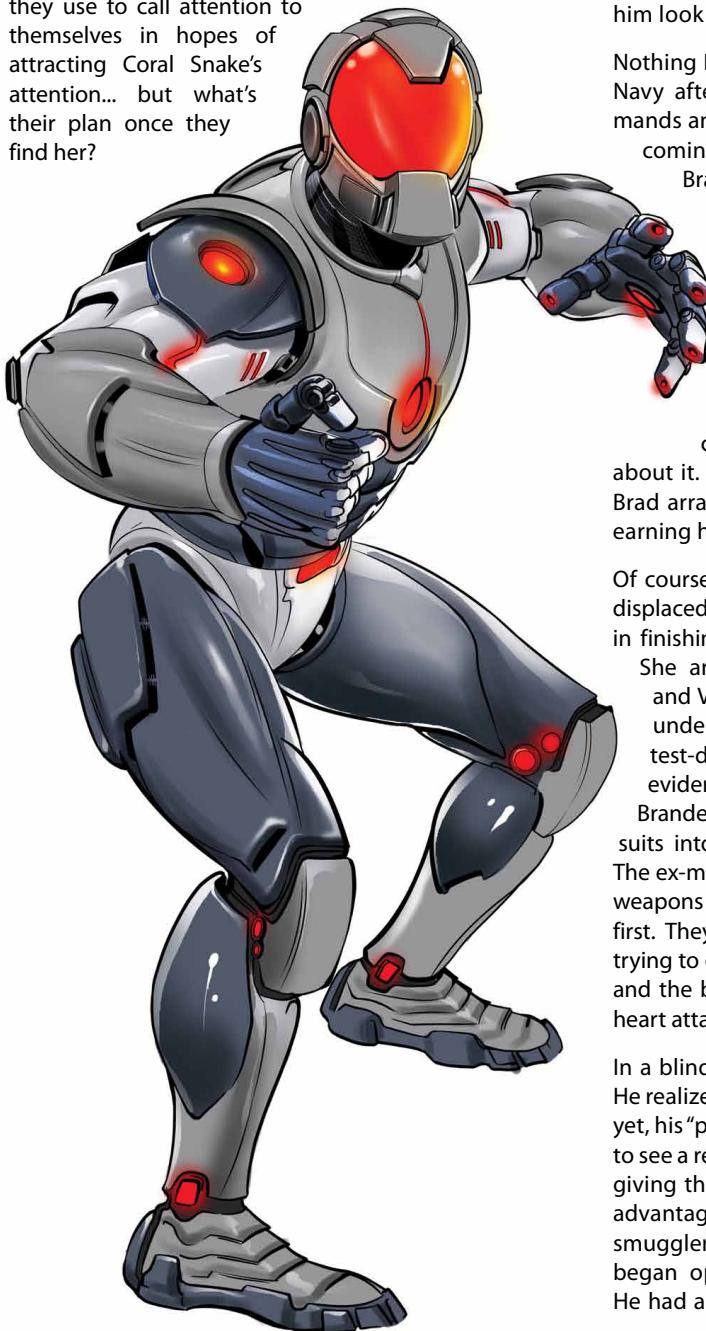
HOOKS

Destiny Calls: In addition to the Trident's ongoing smuggling, Coral Snake's obsession with Lemuria may lead her

to steal sources of ancient or occult lore to further her search for her destiny.

Possession is Nine-Tenths: A famous art collector has died and bequeathed the collection to a local museum. When pictures of some of the most interesting and valuable pieces are released, Coral Snake spots an artifact she's sure is Lemurian in origin. She pursues it on her own or convinces one or both member of Trident to help her recover it—telling them it may help lead them to great treasure.

Egg-Brothers and Sisters: Whoever, or whatever, impregnated Regina Orphis all those years ago has been a busy boy. A fact Coral Snake learns when others of her kind begin descending on Emerald City in search of their long-lost "sister." Each of these new serpent people has unique powers and abilities they use to call attention to themselves in hopes of attracting Coral Snake's attention... but what's their plan once they find her?



STEELHEAD

REAL NAME: Bradford "Brad" Steeley

OCCUPATION: Smuggler, pirate

BASE: Emerald City

Brad Steeley just couldn't seem to catch a break. At least, that's how he saw the series of mishaps and failures in his life. His father, an abusive drunk, left his mother when he was in grade school. Brad was a talented athlete and capable student in school, but prone to juvenile pranks and goofing off with his friends, such that his grades suffered and he couldn't maintain a spot on any team. Every time Brad fell flat on his face, his strict Navy officer step-father Gil, was there to lecture him. Worse yet, his step-sister Veronica—their father's favorite—was always there to bail him out and make him look bad by comparison.

Nothing Brad ever did was good enough. He joined the Navy after graduation, but earned nothing but reprimands and a dishonorable discharge for conduct unbecoming within two years. The only good thing in Brad's view was Veronica left for college (where she earned praise and honors, of course) but rarely visited home, finally giving him a chance to mend fences and spend time with their father. Brad assisted the retired Capt. Steeley with his engineering design work to create a more efficient and effective diving suit for underwater work. He didn't understand all of the design, but he could see the potential, and he told others about it. When Capt. Steeley ran into money problems, Brad arranged a financial backer for the project, finally earning his step-father's grudging respect.

Of course, when Veronica came home, she immediately displaced Brad in Gil Steeley's eyes, offering her "help" in finishing the design in time to meet their deadlines.

She and Brad tested the prototype suits together, and Veronica quickly began to outstrip her brother's understanding and proficiency. She was on a solo test-dive when Gil Steeley confronted Brad with evidence that the financial backers he recruited, Brande Management, intended to turn the diving suits into weapons to be sold to the highest bidders. The ex-military man refused to see his designs made into weapons to further wars, saying he would go bankrupt first. They argued and Brad threatened his step-father, trying to get the codes to copy the plans. They struggled, and the blaster of Brad's suit went off, triggering a fatal heart attack for Capt. Steeley.

In a blind panic, Brad grabbed what he could and fled. He realized he would be wanted by the police and, worse yet, his "partners" from Brande Management would want to see a return on their investment. He briefly considered giving them his diving suit, but realized it was the sole advantage he had. So Brad Steeley vanished, and the smuggler and high-seas criminal known as "Steelhead" began operating in the waters around Emerald City. He had already built a reputation as an effective smug-

STR	STA	AGL	DEX	FAT	INT	AWE	PRE
12/2*	8	2	2	4	3	1	3

POWERS

Steelhead Armor: Removable (-19 points) • 76 points

Armament: Array (22 points)

- **Blue-Green Laser:** Ranged Damage 10 • 20 points
- **Netline:** Cumulative Ranged Affliction 6 (Resisted by Dodge; Hindered and Vulnerable, Defenseless and Immobile,), Extra Condition, Limited Degree, Accurate 2 • 1 point
- **Strength Booster:** Enhanced Strength 10 • 1 point

Computer Controls: Enhanced Advantages 6 (Close Attack 2, Ranged Attack 4); Enhanced Defenses 4 (Dodge 2, Parry 2) • 10 points

Force-Field Enhanced Armored Exoskeleton: Enhanced Stamina 6; Impervious Toughness 10; Protection 6 • 28 points

Multi-Environment Turbines: Array (14 points)

- Flight 7 (250 MPH) • 14 points
- Swimming 7 (60 MPH) • 1 point

Sealed Systems: Immunity 9 (Cold, Disease, Heat, High Pressure, Poison, Radiation, Suffocation (All), Vacuum); Movement 1 (Environmental Adaptation—Aquatic) • 11 points

Sensors: Senses 9 (Accurate: Ultra-Hearing, Direction Sense, Low-light Vision, Radio, Radius: Ultra-Hearing, Ranged: Ultra-Hearing, Time Sense, Ultra-hearing) • 9 points

SKILLS

Athletics 3 (+15), Close Combat: Unarmed 2 (+6), Deception 2 (+5), Expertise: Navy 2 (+5), Expertise: Science 5 (+8), Expertise: West Coast 5 (+8), Intimidation 5 (+8), Perception 6 (+7), Ranged Combat: Battlesuit Armament 2 (+4), Technology 5 (+8), Vehicles 3 (+5)

gler when Trawler and Coral Snake contacted him with a business proposal. He became the third part in the Trident and didn't look back.

PERSONALITY

Steelhead is a screw-up completely incapable of accepting responsibility for himself or his actions. He just wants the respect he feels is his due, but always has some reason why things don't go his way. He has considerable pride, in spite of having no real accomplishments, and it is easily wounded. What Steeley really wants is an easy life with the respect he feels wealth and success will bring. He does his best to drown his self-doubt in alcohol when it becomes too loud to bear.

POWERS & ABILITIES

Steelhead wears a sophisticated suit of powered armor designed for aquatic operations. It enhances his physical strength and has sufficient armor (strengthened by

ADVANTAGES

All-out Attack, Benefit 2 (Independently Wealthy (stashed loot), Close Attack 2, Inventor, Luck, Power Attack, Ranged Attack 2, Ranged Attack 4

OFFENSE**INITIATIVE +2**

Blue-Green Laser +10	Ranged, Damage 10
Netline +14	Ranged, Cumulative Affliction 6, Resisted by Dodge (DC 16)
Unarmed +8	Close, Damage 12

DEFENSE

DODGE	6	FORTITUDE	8
PARRY	6	TOUGHNESS	14
WILL	7	*Without Strength Booster	

POWER POINTS

ABILITIES	38	SKILLS	20
POWERS	76	DEFENSES	8
ADVANTAGES	8	TOTAL	150

COMPLICATIONS

Addiction: Steelhead is an alcoholic and is often drunk or hung-over while working.

Motivation—Greed: Greed is good! Steelhead wants more, more, more!

Obsession—The Big Score!: Steelhead is on the lookout for the one big score that will set him up for life.

Reputation: Steelhead (and Brad) is known to the authorities as a smuggler, pirate, and illegal salvage operator. He is also under suspicion of murder for the death of his step-father.

Rivalry: Brad has always lived in his sister Veronica's shadow and tries to best her at every turn.

a force field) to resist deep ocean pressures and other damage. Turbines allow him to move through water or air at a fair rate of speed, and the suit is equipped with several tools Steelhead has turned into weapons, including a blue-green spectrum welding laser and a steel cable netline.

ALLIES

Although Steelhead likes to think of himself as the alpha-male of the Trident, he's truthfully the junior partner. He trusts Trawler too much for his own good, having convinced himself that she's as attracted to him as she acts. He doesn't like Coral Snake overly much, but tolerates her for the time being.

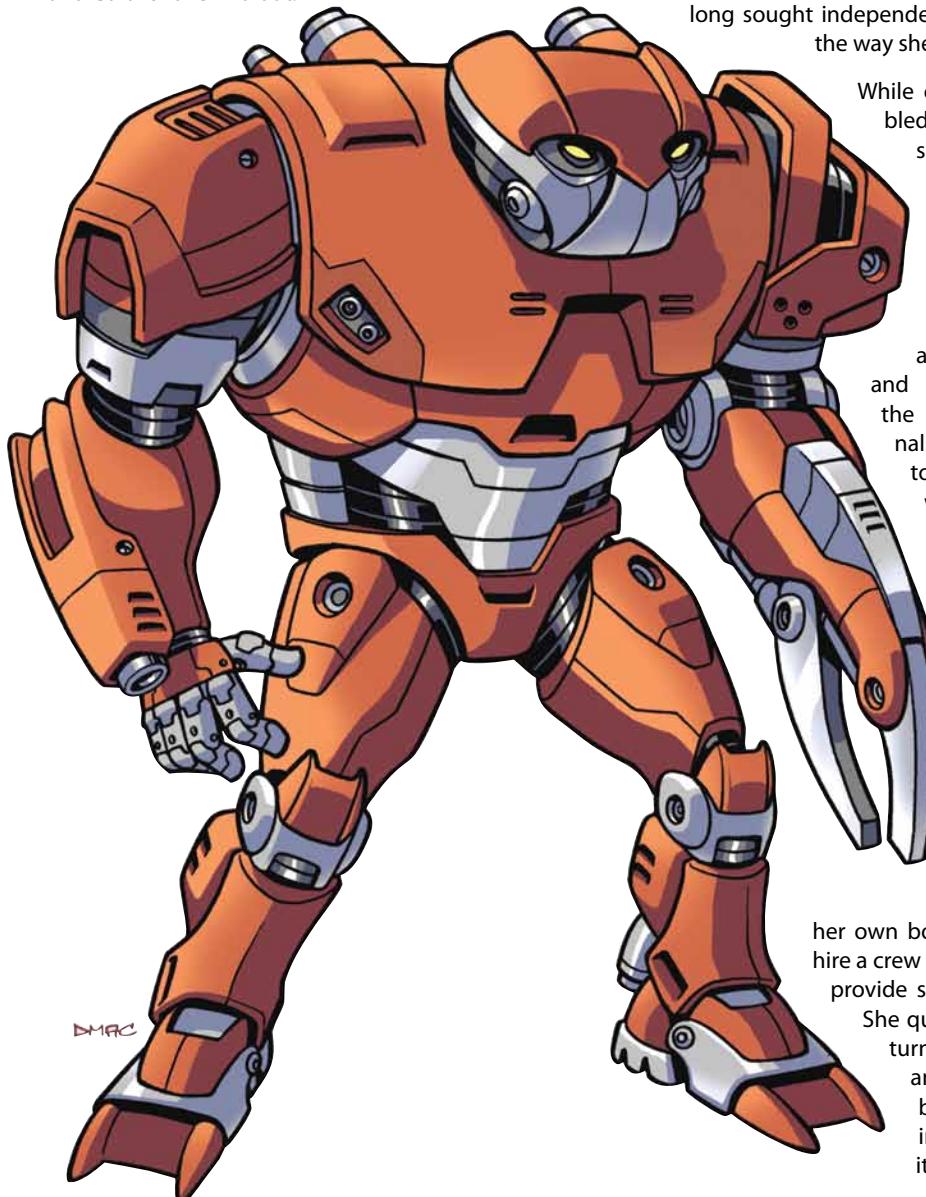
ENEMIES

Steelhead is sought by the authorities on a variety of charges, including smuggling and high-seas piracy. His erstwhile financial backers, Branded Management, would also like to recoup their investment by claiming Steelhead's armor, with or without him in it.

If Ultramarine is a hero in your series, then she is Steelhead's arch-foe, sworn to bring her step-brother to justice for his crimes. See the **Sentinels** sample heroes for more.

HOOKS

In addition to his Trident duties, Steelhead might still take on a little "freelance" smuggling, making him an ideal villain for a snatch-and-grab to get something for another bad-guy, especially if the job takes place on or near water. He might also get drunk at a dockside watering-hole and let slip some information about the Trident, and then try covering it up (as Steelhead) in a panic before Trawler and Coral Snake find out.



DMRC

TRAWLER

REAL NAME: Lianna Macklin

OCCUPATION: Salvage operator, smuggler

BASE: *The Treasure Hunter*, at sea

Lianna Macklin was drawn to the sea from childhood. She became a capable and agile swimmer and later a fearless diver, earning her SCUBA certification and spending a great deal of time snorkeling and deep-sea diving. She found the hunt for lost and buried treasures beneath the seas intoxicating, and hired out as a diver and salvage operative, learning the ropes and putting aside money until she could start her own operation.

Unfortunately, Lianna wasn't nearly as good at managing treasures as she was at finding them. She never managed to save much, spending what money she had on the good life while in port, then scrambling to sign on to another salvage and make more. She started going on dangerous solo dives to get a bigger cut, hoping for the legendary "big score" to give her what she needed to achieve her long sought independence. She found it, but not in the way she ever expected.

While on a solo dive, Lianna stumbled upon a hidden sea-cave, a secret lair used by the criminal deep-sea smuggler known as Trawler, an old foe of the Sea-King. Inside the pressure-sealed main chamber was one of Trawler's sophisticated diving suits, plans and technical information and equipment, and copies of the smuggler's notes and journals. Lianna eventually pieced together how the diving suit worked. More importantly, she had information about caches Trawler buried and hid years previously, along with various sites he discovered, down below safe diving distance for all but submarines and diving bells. The world's oceans were now her oysters, just waiting to be harvested!

With her initial hauls, Lianna was able to buy her own boat, the *Treasure Hunter*, and hire a crew to expand her operations and provide surface support for her dives.

She quickly earned a reputation for turning up tremendous finds, and selling them to the highest bidder. Lianna was swimming in money, although she spent it as quickly as it came in, save

TRAWLER

PL10

STR	STA	AGL	DEX	FRT	INT	AWE	PRE
10	2	0	0	4	1	1	1

POWERS

Trawler Suit: Removable (-21 points) • 84 points

Aqua-Turbines: Swimming 6 (30 MPH) • 6 points

Electroshock: Cumulative Affliction 10 (Resisted by Fortitude; Dazed, Stunned, Incapacitated; Feature: Can conduct through net to captured target) • 21 points

Pressure Plating: Immunity 10 (Life Support); Protection 10 (Impervious 8) • 28 points

Sensor Package: Senses 8 (Accurate Ultra-hearing [sonar], Direction Sense, Distance Sense, Low-light Vision, Radio, Time Sense) • 8 points

Servo-Motors: Enhanced Strength 8; Enhanced Strength 1 (Limited to Lifting; Lifting Strength 11; 50 tons) • 17 points

Steel-Mesh Net: Ranged Cumulative Affliction 8 (Resisted by Dodge; Hindered and Vulnerable, Defenseless and Immobile), Accurate, Extra Condition, Limited Degree) • 25 points

EQUIPMENT

THE TREASURE HUNTER – SALVAGE BOAT • 5 POINTS

Size: Gargantuan **Str:** 12 **Speed:** 5 (Swimming) **Def:** 4 **Tou:** 11

Features: Hidden Compartments, Navigation System • 5 points

SKILLS

Athletics 4 (+14), Expertise: Art History 3 (+4), Expertise: Mythology 3 (+4), Expertise: Oceanography 4 (+5), Expertise: Smuggling 8 (+9), Insight 4 (+5), Intimidation 4 (+5), Perception 6 (+7), Ranged Combat: Steel-Mesh Net 10 (+10), Stealth 4 (+4), Technology 6 (+7)

for what she managed to set aside for her crew and operating expenses. Between parties in Saint Tropez, Ibiza, Hawaii, and the Bahamas, she carried out new salvage operations, finding the limits of the Trawler suit's capabilities and of its original owner's maps and journals.

Her expertise as a salvage operator willing to ignore certain niceties drew the attention of Yvonne Orphis (aka Coral Snake), looking for the ancient ruins of Lemuria and certain arcane secrets therein. The two women began a cautious partnership, eventually recruiting Emerald City local Steelhead, who was running his own small-time smuggling operation. Together, "The Trident" has been even more profitable than Trawler's solo operations, and Lianna is enjoying herself immensely. Her eye is still on the prize promised by Coral Snake, however: the lost troves of the ancient Serpent Empire, which once plundered the known world. With that kind of wealth, she could go anywhere and do anything, and the law would never catch up.

PERSONALITY

Trawler is a live-in-the-moment thrill seeker and risk-taker, who loves the hunt for treasure almost as much as the experience of having (and spending) it. She tends to lack

ADVANTAGES

Close Attack 6, Contacts, Equipment 1, Favored Environment (Aquatic), Minions 4* (Tines, PL4, see page 161)

*The Trident employs dozens of Tines, most of whom are loyal to Trawler.

OFFENSE

INITIATIVE +0

Electroshock +10 Close, Cumulative Affliction 10, Resisted by Fortitude (DC 20)

Steel-Mesh Net +12 Ranged, Cumulative Affliction 8, Resisted by Dodge (DC 18)

Unarmed +10 Close, Damage 10

DEFENSE

DODGE 8 **FORTITUDE** 8

PARRY 8 **TOUGHNESS** 12

WILL 12

POWER POINTS

ABILITIES 22 **SKILLS** 28

POWERS 84 **DEFENSES** 29

ADVANTAGES 9 **TOTAL** 172

COMPLICATIONS

Motivation—Treasure Hunter: Trawler is always looking for the next big score, the next hidden cache or lost treasure she can claim.

Risk Equals Reward: Trawler is a risk-taker and adventurer. A good deal of her extralegal activity is due to the thrill of flouting the law and getting away with it.

Rivalry—Playin' With the Big Boys: Lianna has always been just as tough and capable as any man, and a good deal smarter, in her view.

foresight, always scrambling from one score to the next to make ends meet, but she's smart enough to look out for her own interests first. She doesn't see anything wrong with taking whatever she wants, but tends to avoid needless violence.

POWERS & ABILITIES

The Trawler suit is a heavy, armored diving vessel, equipped with strength-magnifying servo-motors and aquatic turbines for propulsion. It is capable of firing heavy steel-mesh nets from launchers in the arms and directing a powerful electrical charge through the arms as well, which can conduct down the cables to the nets, shocking those trapped in them. Lianna has upgraded the original suit some with assistance from Steelhead, incorporating some improvements from his own armor.

VILLAIN GROUPS

ALLIES

Trawler's key allies are her Trident partners. She likes them, but doesn't particularly trust them. She's watchful for a double-cross from Coral Snake and enjoys keeping Steelhead wrapped around her finger, but doesn't see him as anything more than a plaything. Many of the Trident's Tines were members of her crew originally, and she still holds their loyalty.

ENEMIES

Trawler's foes have always been heroes interested in protecting the seas and their treasures from being plun-

dered. Her predecessor fought Sea-King, and Lianna has run afoul of his daughter, Nereid. She's considered an outlaw in Atlantis for her crimes.

HOOKS

Vendetta: A seaside art auction takes a turn when Atlantean soldiers attack! One of Trawler's recent "finds" is a precious Atlantean artifact taken by the Serpent People millennia ago. The Atlanteans want it back, and are willing to go to war with the surface world to get it. Trouble is, Trawler isn't going to lose out and escapes with the item. The heroes have to get it and return it before Atlantis attacks.

VILLAIN GROUP MEMBERS BY POWER LEVEL

NAME	POWER LEVEL	PAGE
Raknis (The Eightfold Web)	—	141
Erebus (The Starbreed)	15	156
Drakko (The Starbreed)	13	156
Ground Zero (Fallout)	13	59
Ironmonger (The Starbreed)	13	156
Sisters-In-Scarlet (The Starbreed) Crimson Queen, Reaper Red, Widowmaker, Warwitch	13	157
Motherboard (Cybertribe)	12	128
Skulk (The Starbreed)	12	158
Coral Snake (The Trident)	11	163
Heavy Metal (Cybertribe)	11	138
Red Queen (The Looking Glass Gang)	11	150
White Rabbit (The Looking Glass Gang)	11	147
Bill the Lizard (The Looking Glass Gang)	10	148
Digital Demon (Cybertribe)	10	132
Hatter, The (The Looking Glass Gang)	10	149
Pulse (Cybertribe)	10	130
Rez (Cybertribe)	10	134
Sister Steel (Cybertribe)	10	136
Steelhead (The Trident)	10	166
Trawler (The Trident)	10	168
Widow, The (The Eightfold Web)	10	142
Alice (The Looking Glass Gang)	9	149
Dormouse (The Looking Glass Gang)	9	148
Spawn of Raknis, The (The Eightfold Web)	9	143
Lord of Spiders, The (The Eightfold Web)	6	141
Tines (The Trident)	4	163

APPENDIX: VILLAIN POWER LEVELS

MASTER VILLAIN LISTING

NAME	POWER LEVEL	PAGE	NAME	POWER LEVEL	PAGE
Abracadaver	11	6	Half-Life (Fallout)	12	59
Alice (The Looking Glass Gang)	9	149	Hand of Sin, The	9	68
Anvil	11	10	Hatter, The (The Looking Glass Gang)	10	149
Arcanix	12	12	Heavy Metal (Cybertribe)	11	138
Avian Warrior (Black Vulture)	4	19	Hexenhammer	11	70
Battle Brothers	11	16	Huntmaster	13	74
Bill the Lizard (The Looking Glass Gang)	10	148	Ironmonger (The Starbreed)	13	156
Black Vulture	10	18	Jade Spider	11	78
Cerebrus Rex	12	20	Jaguar Men (Ku Tu the Eternal)	8	89
Coral Snake (The Trident)	11	163	Junkpile	12	80
Cortex	10	24	Kid Karma	11	82
Cybertribe	Team	126	King Babylon	13	84
Dakuwanga	14	28	Ku Tu the Eternal	14	86
Death Magnetic	11	30	Lady Vila	8	91
Deinonychus (Cerberus Rex)	6	22	Looking Glass Gang, The	Team	145
Digital Demon (Cybertribe)	10	132	Lord of Spiders, The (The Eightfold Web)	6	141
Dollface	12	32	Mad Machinist, The	10	94
Doctor Azoth	12	36	Man-Drake (Doctor Azoth)	11	38
Doctor Shock	11	42	Mastermind	15	100
Doctor Sin	12	44	Meltdown (Fallout)	13	60
Dormouse (The Looking Glass Gang)	9	148	Mindfire	11	104
Dracula, Lord of Vampires	11	46	Mosquito	10	98
Drakko (The Starbreed)	13	156	Motherboard (Cybertribe)	12	128
Eightfold Web, The	Team	140	Omni-Bot (The Mad Machinist)	10	96
Enhanced Soldier (Cortex)	7	26	Pack-Rat	11	106
Erebus (The Starbreed)	15	156	Petra (Doctor Azoth)	10	39
Eris	15	50	Power Corps, The	10	151
Facade	7	54	Professor Jackanapes	12	108
Fallout	14	56	Professor Zed	12	112
Faster Pussycat	9	62	Pteranodon (Cerberus Rex)	5	22
Foxfire	11	64	Pulse (Cybertribe)	10	130
Ground Zero (Fallout)	13	59	Raknis (The Eightfold Web)	—	141

MASTER VILLAIN LISTING (CONTINUED)

NAME	POWER LEVEL	PAGE	NAME	POWER LEVEL	PAGE
Red Queen (The Looking Glass Gang)	11	150	Starbreed, The	Team	154
Redwood	11	115	Steelhead (The Trident)	10	166
Rez (Cybertribe)	10	134	Stone Heads (Ku Tu the Eternal)	8	89
Rob-E-Bot (The Mad Machinist)	5	96	Takwin (Doctor Azoth)	9	40
Robo-Dactyl (Cerberus Rex)	5	22	Terror, The	11	120
Robo-Raptor (Cerberus Rex)	6	22	Tines (The Trident)	4	163
Sister Steel (Cybertribe)	10	136	Trawler (The Trident)	10	168
Sisters-In-Scarlet (The Starbreed)			Treker	7	92
Crimson Queen, Reaper Red, Widowmaker, Warwitch	13	157	Tribal	10	122
Skulk (The Starbreed)	12	158	Trident, The	Team	162
Sleepwalker	10	118	Warhound (Huntmaster)	8	76
Spawn of Raknis, The (The Eightfold Web)	9	143	White Rabbit (The Looking Glass Gang)	11	147
			Widow, The (The Eightfold Web)	10	142

ALL VILLAINS BY POWER LEVEL

NAME	POWER LEVEL	PAGE	NAME	POWER LEVEL	PAGE
Raknis (The Eightfold Web)	—	141	Half-Life (Fallout)	12	59
Erebos (The Starbreed)	15	156	Junkpile	12	80
Eris	15	50	Motherboard (Cybertribe)	12	128
Mastermind	15	100	Professor Jackanapes	12	108
Dakuwanga	14	28	Professor Zed	12	112
Fallout	14	56	Skulk (The Starbreed)	12	158
Ku Tu the Eternal	14	86	Abracadaver	11	6
Drakko (The Starbreed)	13	156	Anvil	11	10
Ground Zero (Fallout)	13	59	Battle Brothers	11	16
Huntmaster	13	74	Coral Snake (The Trident)	11	163
Ironmonger (The Starbreed)	13	156	Death Magnetic	11	30
King Babylon	13	84	Doctor Shock	11	42
Meltdown (Fallout)	13	60	Dracula, Lord of Vampires	11	46
Sisters-In-Scarlet (The Starbreed)			Foxfire	11	64
Crimson Queen, Reaper Red, Widowmaker, Warwitch	13	157	Heavy Metal (Cybertribe)	11	138
Arcanix	12	12	Hexenhammer	11	70
Cerebrus Rex	12	20	Jade Spider	11	78
Dollface	12	32	Kid Karma	11	82
Doctor Azoth	12	36	Man-Drake (Doctor Azoth)	11	38
Doctor Sin	12	44	Mindfire	11	104

ALL VILLAINS BY POWER LEVEL (CONTINUED)

NAME	POWER LEVEL	PAGE	NAME	POWER LEVEL	PAGE
Pack-Rat	11	106	Widow, The (The Eightfold Web)	10	142
Red Queen (The Looking Glass Gang)	11	150	Alice (The Looking Glass Gang)	9	149
Redwood	11	115	Dormouse (The Looking Glass Gang)	9	148
Terror, The	11	120	Faster Pussycat	9	62
White Rabbit (The Looking Glass Gang)	11	147	Hand of Sin, The	9	68
Bill the Lizard (The Looking Glass Gang)	10	148	Spawn of Raknis, The (The Eightfold Web)	9	143
Black Vulture	10	18	Takwin (Doctor Azoth)	9	40
Cortex	10	24	Jaguar Men (Ku Tu the Eternal)	8	89
Digital Demon (Cybertribe)	10	132	Lady Vila	8	91
Hatter, The (The Looking Glass Gang)	10	149	Stone Heads (Ku Tu the Eternal)	8	89
Mad Machinist, The	10	94	Warhound (Huntmaster)	8	76
Mosquito	10	98	Enhanced Soldier (Cortex)	7	26
Omni-Bot (The Mad Machinist)	10	96	Facade	7	54
Petra (Doctor Azoth)	10	39	Treker	7	92
Power Corps, The	10	151	Deinonychus (Cerberus Rex)	6	22
Pulse (Cybertribe)	10	130	Lord of Spiders, The (The Eightfold Web)	6	141
Rez (Cybertribe)	10	134	Robo-Raptor (Cerberus Rex)	6	22
Sister Steel (Cybertribe)	10	136	Pteranodon (Cerberus Rex)	5	22
Sleepwalker	10	118	Rob-E-Bot (The Mad Machinist)	5	96
Steelhead (The Trident)	10	166	Robo-Dactyl (Cerberus Rex)	5	22
Trawler (The Trident)	10	168	Avian Warrior (Black Vulture)	4	19
Tribal	10	122	Tines (The Trident)	4	163

BROUGHT TO YOU BY...

Glenn Hall: Abracadaver, Black Vulture, The Mad Machinist

Steve Kenson: Arcanix, The Battle Brothers, Cerebrus Rex, Death Magnetic (update), Doctor Azoth, Doctor Sin, Dracula, Eris, Façade, Foxfire, The Hand of Sin, Huntmaster, Lady Vila, The Looking Glass Gang (Alice, Bill the Lizard, Dormouse, Hatter, Red Queen, White Rabbit), Man-Drake, Mastermind, Mosquito, Petra, Power Corps, Professor Zed, Redwood, Sleep-walker, Takwin, The Terror, Treker, Trident (Coral Snake, Steelhead, Trawler)

Jon Leitheusser (character concepts): The Battle Brothers, Doctor Shock, Fallout, Faster Pussycat, Junkpile, Lady Vila, Mindfire, Pack-Rat, Professor Zed, Steelhead, The Terror, Treker, Tribal

Prof. Christopher McGlothlin, M.Ed.: Death Magnetic (original)

Jack Norris: Dakuwanga, Hexenhammer, Jade Spider, Ku Tu the Eternal, Professor Jackanapes

Aaron Sullivan: Anvil, Cortex, Cybertribe (Digital Demon, Heavy Metal, Motherboard, Pulse, Rez, Sister Steel), Doctor Shock, Dollface, The Eightfold Web, Fallout, Faster Pussycat, Ground Zero, Half-Life, Junkpile, Kid Karma, King Babylon, Meltdown, Mindfire, Pack-Rat, The Starbreed (Erebus, Drakko, Ironmonger, Sisters-In-Scarlet, Skulk), Tribal

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MUTANTS & MASTERMINDS

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