



**Arachnos**

**Cryptic Studios, Inc.**

**Authors**

Sean Fish

Jane Kalmes

## Overview

Arachnos was formed from the ashes of an Italian Fascist organization. Born in the fires of World War II, Arachnos' leader Lord Recluse has taken over the Rogue Isles east of Paragon City and is using it as a staging ground to destroy the City of Heroes.

## History

In the early years of the 20th Century a small and secretive group assisted the rise of Fascism in Italy. Marcellino Melchiorre was a crafty leader, but he had little raw power. For this he relied on an American mercenary-Steffan Richter, an American who had come to be known as "Il Recluso"-the recluse-for his amazing strength and grotesque Spider-like arms. Melchiorre-ever the manipulator-even named his organization Arachnos, as a way of enhancing Il Recluso's loyalty by tying him more thematically to the group's grand vision. Too, Melchiorre's growing influence over Mussolini and certain factions in Germany and Austria, gave him the vision of a grand web quietly expanding over the entire world.

Melchiorre envisioned himself as the power behind the throne-the "weaver of webs." Il Recluso and other super-agents would enforce his will when direct action was required. By 1922, Melchiorre-now calling himself "The Weaver" in coded messages-saw weakness in King Victor Emmanuel. The King was fearful of the fascist's instigating civil war and was quick to appease Mussolini and his violent followers. Arachnos realized this, and used a new group of agents called the "Vedovere Nere" (Black Widows) to assassinate, implicate, and ruin those members of the government who might stand up to Mussolini. Later that year, the Weaver organized Mussolini's "March on Rome" and forced the King to make the future-dictator the Prime Minister of Italy. Mussolini controlled the nation, but Melchiorre controlled Mussolini.

During this time Arachnos became much more active. Il Recluso became the head of Arachnos' enforcement arm, now called the "Ragni Del Lupo," or Wolf Spiders. These squads of elite super-soldiers were quick to strike at Arachnos' enemies, and under Il Recluso's leadership, became more ruthless than Mussolini's own "black shirts."

Though Melchiorre preferred keeping Arachnos' very existence secret, Il Recluso's hideous appearance, viciousness, and obvious American origin began to make that impossible. By the late 1930s, Melchiorre's control of Il Recluso began to slip. The now- famous super-being was now called a "super-villain" by the press, and had even tangled several times with the "Yankee's" new hero, Statesman. This drew far too much attention to Arachnos for the Weaver's tastes. He had now extended his web-lines to Germany, Japan, Russia, France, and even the US, and felt Il Recluso's increasingly public presence was seriously jeopardizing the entire organization.

## The Red Widow

In 1938, the Weaver plotted the death of Il Recluso. Melchiorre used a young blind girl, Lia Fortunata, to lure the American mercenary into a trap. Lia used her blindness to pretend not to be scared of Recluso's horrid appearance. It took months for the plan to work, but eventually Lia was ready to strike. But fate is a fickle thing, and during this time the Black Widow had actually fallen in love with Il Recluso. She revealed Melchiorre's treachery, and the two hatched a bloody scheme. That night, Lia went to Melchiorre's bed and gave him Il Recluso's bloody helm. He was dead, she claimed, as she ran her fingers through the Weaver's hair. Lia took the head of Arachnos to bed, and there used Il Recluso's own poison to murder her former master. She had become the Vedova Rossa-the Red Widow.

Il Recluse stormed into the Weaver's castle and took over Arachnos that night. He proclaimed himself "Lord Recluse". Soon it was revealed that the dramatic events Lia had put into motion had awakened her own superpowers. She could sense the world around her, as if she were connected to webs in all directions. She could "see" the past and even sense possible future "strands" to some degree. Lord Recluse's lover became his modern-day Cassandra.

## World War II

World War II saw Lord Recluse and the Red Widow leading elite super-soldiers against the allies all over the world. Only the frequent intervention of Statesman and other super- beings kept Arachnos in check. By the time the war ended, Lord Recluse had learned many lessons. He realized the Weaver's concept of manipulation granted him more power than direct action-especially with so many super-powered foes spoiling for a fight. Webb forced himself to become more of a schemer, and spent the next several years quietly restructuring his empire.

## The Curse of Immortality

Lord Recluse's love for Lia had one tragic flaw. His powers had made him ageless, but the Red Widow gained no such ability. Webb dedicated himself to finding a way to preserve her youth and beauty. He crossed the globe in his quest many times-threatening mystics, conquering cults, and funding scientists in legitimate industries as well as secretive labs. Lord Recluse learned many things during this time about magic and technology, and eventually discovered what he had been looking for.

An obscure legend in the high mountains of Tibet claimed that a mystic ceremony performed during a solar eclipse on a certain peak would grant immortality. Recluse and Lia were ascending the mountain when Statesman appeared. The supervillain's travels had not gone unnoticed. Word was sent to Statesman that his old adversary had been spotted and was about to perform some sort of dark ritual. In fact, the ceremony required a massive sacrifice-the death of a super-being. Statesman had fallen into the trap.

Lord Recluse struck first, armed with the sword of Hera. Statesman's weakness against Greek artifacts was well-known by his former friend and Webb drew first blood. Still, Statesman's determination was legendary, and the battle raged for what seemed like hours. Trees toppled, mountains crumbled, and boulders shattered. Finally, Lord Recluse dragged Statesman's beaten body to the mountain peak. He dumped the hero at the feet of his mystics and waited for the eclipse to be complete. Statesman knew he had one last chance. He managed one last punch-knocking Lord Recluse to his knees. But instead of engaging in another doomed slugfest, Statesman grabbed a boulder and slammed it into the ground. Recluse laughed-thinking Statesman's strength had failed. The mystics cackled as they spoke the last words of their dark rite. The Red Widow glowed with the fire of immortality. Then Recluse realized Statesman's gamble. The snow beneath their feet began to rumble. The mountain shook. The mystics tumbled away down the collapsing slope. Recluse screamed-then ran for the Red Widow as she too vanished into the sudden avalanche. Hours later, Statesman crawled forth from the deep drift. There was no sign of Recluse, the Red Widow, or their followers.

## Arachnos Today

Lord Recluse turned his anger inward, fuming inside like a tea kettle with no vent. His goal was no longer wealth and power, but the defeat of his hated enemy Statesman. He never did find his beloved Lia, and blames the death of the Red Widow on his old rival.

But Webb is no fool. He spent the next few years building Arachnos, casting his web into the dark spaces of every nation on earth. Finally, he was ready. His first step was to establish protection for himself-both physically and more important-legally. It would do him little good to resurface only to have Statesman and a hundred other heroes come rushing to defeat him. So Recluse took over the Rogue Isles in a carefully manipulated coup that was then quickly affirmed by a national "plebiscite". Recluse then revealed himself as the legitimate ruler of the isle, renamed the collective isles "Spider City," and enforced a new constitution. Now he controls Spider City and is, technically at least, considered a political figure rather than a supervillain. That gives him a bit more breathing room-though he relishes the rare times he's able to get blood on his hands.

Ruling a nation also allows him to create armed forces, purchase military hardware, and even research alien technology. Covertly, his agents have spread throughout the world, he has spies or contacts in every major "villain group," and Paragon City is the juicy fly wiggling at the fringe of his growing web.

### Organization

Arachnos's military is organized into three very distinct groups. The Wolf Spiders patrol the streets and keep a basic peace, and are also the "grunts" of Arachnos's military when needed. Black Widows specialize in espionage and assassination. Tarantulas are the hard- hitting shock troops of the army. Orb Weavers are the tech division that fields Arachnos's incredible technological inventions. Every island has a civilian Governor and a military Marshal, such as Governor Cassandra Lane and Marshal Ian Grissom. The Governor decides the island's domestic affairs while the Marshal rules all matters of security and defense. In a dispute, the Marshal has seniority. Both are appointed directly by Lord Recluse. Failure is not tolerated, and turnover is quite high, particularly among the Governors. Every fort is named from some dark aspect of Greek mythology- such as Fort Cerebus or Fort Hades. Most Arachnos islands also feature a "Villa", such as Villa Bella, Villa Montrose, etc, where the Governor, Marshal, and powerful crime bosses live. These are typically walled complexes patrolled by Arachnos and guarded by turrets.

### Future Developments

The return of the Red Widow is inevitable. Of course she didn't die in that avalanche. She actually did gain temporary immortality in the "failed" ceremony. It slowed her aging dramatically, but didn't stop it completely. She's been traveling the world for the last few decades, honing her skills and striving for true immortality. When she finds it, she'll return to her lover and prepare to rule by his side.

## Villains

Arachnos is a multi-faceted and deadly group. They are skilled in information control, blackmail, espionage, and assassination-both of mortals and super-beings as well. They boast a potent military force and employ-overtly and covertly-numerous supers in a wide variety of roles. The official military and police force is the Spider City Security Force (SCSF). SCSF is further broken down into several specialized departments.

### 3.5.1 SCSF Wolf Spiders

Wolf Spiders are the official government policemen of Spider City. They patrol the streets, but aren't exactly there to "protect and serve." For the most part, they ignore petty crimes unless they've been hired to protect or watch over a particular client's interests.

Major crimes draw immediate action. Lord Recluse figures that anyone reckless enough to commit murder, grand larceny, or acts of mass destruction with witnesses around is either uncontrollable or powerful enough that he wants to control them directly. The latter are thrown in prison if they can be put down and given a chance to cooperate again-but are forever after watched by the agents of Arachnos.

#### 3.5.1.1 Wolf Spider

- \* Rank: Minion

- \* Levels: 3-15

- \* Powers

- Heavy Mace: A shiny black mace that causes light damage (like a baseball bat)
- Pistol: Works like a regular pistol (e.g. Hellion), but looks like a simple Black Automatic Pistol

- \* AI: Preference for melee. Prefers.

- \* Description: Wolf Spiders are the "beat cops" of Spider City.

Their main role is to keep a basic peace-enough to keep the illegitimate businesses of the isles running profitably. They wear black breastplates with a spiky Spider/carapace motif.

- \* Display Text: Wolf Spiders are little more than legalized thugs. Lord Recluse recruits legions of desperate souls to fill their ranks, then puts them through a rigorous training program that emphasizes loyalty, brutality, and discipline, in that order.

#### 3.5.1.2 Wolf Spider Enforcer

- \* Rank: Minion

- \* Levels: 3-30

- \* Powers

- Brawl (Levels 3-15 Only)
- Heavy Mace (Levels 16-30 Only): A shiny black mace that causes light damage (like a baseball bat)
- Fang Pistol: Heavy Pistol

- \* AI: Preference for Range.

- \* Description: Wolf Spiders are the "beat cops" of Spider City. Their main role is to keep a basic peace-enough to keep the illegitimate businesses of the isles running profitably. They wear black breastplates with a spiky Spider/carapace motif.

- \* Display Text: Wolf Spiders are little more than legalized thugs.

Lord Recluse recruits legions of desperate souls to fill their ranks, then puts them through a rigorous training program that emphasizes loyalty, brutality, and discipline, in that order.

### 3.5.1.3 Wolf Spider Assault

\* Rank: Minion

\* Levels: 16-30

\* Powers

- Heavy Mace: A shiny black mace that causes light damage (like a baseball bat)
- Longfang: an Arachnos Sub Machine Gun. Burst fire.
- Longfang - Heavy Burst (Levels 21-30 Only): an Arachnos Sub Machine Gun. Heavy Burst of 5-6 shots, more than burst, but less than full auto (Longfangs should have 2 ranged attacks at level 21. To get them to use 2 ranged attacks, the original Longfang rifle attack may need to be removed and replaced with a new one so its recharge works well with the new Heavy burst).

\* AI: Preference for Range.

\* Description: Stingers are Wolf Spiders with heavy rifles and red trim around their armor.

\* Display Text: Wolf Spider Assault troops are armed with submachine guns to hose down pesky super-types who stick their nose in Lord Recluse's business.

### 3.5.1.4 Wolf Spider TacOp

\* Rank: Lieutenant

\* Levels: 3-30

\* Powers

- Heavy Mace: A shiny black mace that causes light damage (like a baseball bat)
- Mace Beam: The mace can also fire small pulse of energy with medium range and damage. NEW ANIMATION. (DN: Ideally, only this mace should have the crystal in it. The other maces above should not).
- Poison Beam (Levels 11-20 only): Fires a Green poison beam from the Mace. This beam does Toxic DoT and debuff the target (debuff TBD). NEW ANIMATION
- Web Grenade (Levels 21-30 only): Standard Web Grenade. VERY LONG RECHARGE TIME.

\* AI: Preference for Range.

\* Display Text: Tactical Operators are Wolf Spiders who have shown keen tactical sense and lead small detachments of Wolf Spiders.

\* DN: Might be appropriate to give them Tactics at levels 15+.

### 3.5.1.5 Wolf Spider Huntsman

- \* Rank: Boss
- \* Levels: 3-30
- \* Powers
  - Stinger: Wolf Spider Shotgun
  - Rifle Butt: 4s recharge
  - Frag Grenade Launcher: M40 Frag Grenade fired from the Huntsmans (shotgun) weapon.
  - Web Grenade Launcher (Levels 3-10 only): Web Grenade fired from the Huntsmans (shotgun) weapon.
  - Web Grenade Launcher - AoE (Levels 11-30): Web Grenade fired from the Huntsmans weapon.
  - Venom Grenade (Levels 21-30 only): Ranged small AOE that does
  - Toxic Damage and debuffs resistance to damage (extra debuff to toxic) fired from the Huntsmans (shotgun) weapon
  - Body Armor: Crab Spiders have heavy body armor that reduces damage from smashing and lethal damage.
  - Funnel Helm: This helm is modeled after Lord Recluse's, and offers minimal protection and resistance against Psionics and mind control effects (stun, mezzing, sleep, mind control).
- \* AI: Preference for Range.
- \* Description: Huntsmen have gold trim on their armor. They carry a chain gun that fires venom as an AOE.
- \* Display Text: The most brutal and effective members of the Wolf Spiders are eventually promoted to Huntsmen. They're armed and armored for many situations, so tread lightly when they're around.

### 3.5.2 Crab Spiders

Crab Spiders function much like SW AT teams in other cities, and are dispatched to deal with high-level natural threats, or low-level super-powered threats. They're equipped with full body armor, larger weapons, and a set of mechanical Spider arms that turn them into death-dealing machines.

#### 3.5.2.1 Crab Spider

- \* Rank: Minion
- \* Levels: 31-41
- \* Powers:
  - Slice: The Crabs four arms end in wicked scythes, much like Lord Recluse's. They cause major lethal damage.
  - Longfang: an Arachnos Heavy Machine Gun
  - Resistance: A Crab's shielded body armor makes him resistant to energy, and lethal damage.
- \* AI: Preference for Melee.
- \* Description: Crab Spider Slicers have four arms tipped with wicked scythes, dripping with blood. They wear black carapace armor modeled somewhat after Lord Recluse.
- \* Display Text: Crab Spiders function much like SWAT teams in other cities, and are dispatched to deal with high-level threats like super-types. They're equipped with full body armor, larger weapons, and a set of mechanical spider arms that turn them into death-dealing machines.

#### 3.5.2.2 Crab Spider Venomator

- \* Rank: Lieutenant
- \* Levels: 26-41

- \* Powers:
  - Slice: The Crabs four arms end in wicked scythes, much like Lord Recluse's. They cause major lethal damage.
  - Longfang Channel Gun: The four arms of the Crab Spider are actually modified rifle/cannons. They fire a single energy blast from one of the arms (this could alternate between some of the arms each attack).
  - Longfang Channel Gun - Suppression Fire (Levels 31-41 only): The four arms of the Crab Spider are actually modified rifle/cannons. They fire a barrage of energy blast in a cone (channeled between multiple arms).
  - Resistance: A Crab's shielded body armor makes him resistant to energy, and lethal damage.
- \* AI: Preference for Range.
- \* Description: Crab Spider Longfangs have four arms ending in steaming blaster barrels (the acidic poison hisses from within, making them "smoke"). They wear black carapace armor modeled somewhat after Lord Recluse.
- \* Display Text: Crab Spiders function much like SWAT teams in other cities, and are dispatched to deal with high-level threats like super-types. They're equipped with full body armor, larger weapons, and a set of mechanical spider arms that turn them into death-dealing machines.

### 3.5.2.3 Crab Spider Chief

- \* Rank: Boss
- \* Levels: 21-41
- \* Powers:
  - Slice: The Crab's four arms end in wicked scythes, much like Lord Recluse's. They cause major lethal damage.
  - Arm Lash: Crabs can lash out with all four of their arms, causing damage to all in a wide cone.
  - Longfang Channel Gun: The four arms of the Crab Spider are actually modified rifle/cannons. They fire a single energy blast from one of the arms (this could alternate between some of the arms each attack).
  - Longfang Channel Gun - Suppression Fire: The four arms of the Venomator are actually modified Longfang rifles. They fire a barrage of energy blast in a cone (channeled between multiple arms).
  - Web Grenade Launcher (Levels 31-41 Only): AoE Web Grenade
  - Resistance: A Crab's shielded body armor makes him resistant to energy, and lethal damage.
  - Funnel Helm: This helm is modeled after Lord Recluse's, and offers minimal protection against mind control effects (stun, mezzing, sleep, mind control).
- \* AI: Preference for Range.
- \* Description: Crab Spider Webmasters have blaster arms with scythes attached-giving them both Slicer and Venomator power sets.
- \* Display Text: Crab Spiders function much like SWAT teams in other cities, and are dispatched to deal with high-level threats like super-types. They're equipped with full body armor, larger weapons, and a set of mechanical spider arms that turn them into death-dealing machines.

### 3.5.3 Black Widows

The Black Widows recruit highly-trained female killers, mystics, and spies into their ranks. Their role in Arachnos is infiltration, espionage, and assassination. Their outfits are designed so that there is no doubt they belong to Arachnos, but without the usual logo so that they can be officially denied by the Arachnos government. Lord Recluse laughs at the UN, so this is "Plausible Deniability" at its most absurd.



DN: Fortunatas cause psionic damage. For this reason, they should all be set to spawn limit 1.

#### 3.5.3.1 Blood Widow

\* Rank: Lieutenant

\* Levels: 15-33

\* Powers:

- Wristlet Poison Dart: Ranged Lethal Damage with Toxic DoT +Slow (wrist crossbow animation, like Knives of Airtimes). Standard 4 second attack.
- (Light) Wristlet Blade attack - Melee Moderate damage with Toxic DoT + Sows. Like Scrapper Claw Swipe.
- (Medium) Wristlet Blade attack: Melee Heavy damage with Toxic DoT. Toxin Slows. Like Scrapper Claw Strike
- (Heavy) Wristlet Blade attack (Levels 25-33 only): Melee Heavy damage with Toxic DoT. Toxin Slows. Like Scrapper Claw Slash)

\* AI: Blood Widows prefer Melee.

\* Description: Blood Widows are the assassins of Arachnos. They are trained to kill quickly, efficiently, and without mercy. Blood widows look like night widows but with red vinyl outfits and black Arachnos logos. Their eye slits are black or white (artist's choice). Blood Widows wield wristlets that fire venomous green poison. The wristlets are also barbed to allow them to fight in close combat, and secrete poison as well. Blood Widows do not trust or get along with the Black Widows, calling them antiquated harpies. The highest ranking Blood Widow, Garnet, wants to assume control of all the Widows-including the Night Widows and Fortunatas. She is biding her time, waiting for the right moment to kill Onyx.

\* Display Text: Blood Widows are Arachnos' beautiful but deadly assassins. Pray you do not feel their kiss.

#### 3.5.3.2 Fortunata

\* Rank: Minion

\* Levels: 34-54

\* Powers:

- Psychic Blast/Mental Blast
- Psychic Blast/Psionic Lance (Levels 34-42 only): Long range and damage of Psionic Lance, but no wind up/interrupt.
- Resistance: Fortunatas have moderate resistance Psionic damage, and defense to Psionic Attacks. They have improved Accuracy and Defense due to their precognition to glimpse briefly into the future and telepathically "spot" for their allies' attacks.

\* AI: Prefer Ranged

\* Description: Initiates are "field tested" and allowed to accompany Arachnos agents in the field. Lord Recluse figures those who survive have real talent for precognition. Those who don't weren't likely to be very good fortune-tellers anyway. Fortunatas wear skin-tight emerald green outfits (variation of Night Widows) with yellow Arachnos logos. They have capes that look something like webbing. They act something like sorcerers-buffing other Arachnos agents and webbing and debuffing foes.

\* Display Text: Fortunatas are female Arachnos agents gifted with psychic powers. Those with aggressive abilities are tasked with taking down super-types- who often have little resistance to their deadly abilities.

#### 3.5.3.3 Fortunata Seer

\* Rank: Lieutenant

\* Levels: 11-30

\* Powers:

- Psychic Blast/Mental Blast: Fortunatas can channel raw psychic energy into green mental blasts that slows recharge.
- Psychic Blast/Psionic Lance: Long range and damage of Psionic Lance, but no wind up/interrupt.
- Psychic Blast/Subdue (Levels 21-30 only): Fortunatas can channel raw psychic energy into green mental blasts that immobilizes.
- Resistance: Fortunatas have moderate resistance to Psionic damage, Sleep, and Hold, and defense to Psionic Attacks. They have improved Accuracy and Defense due to their precognition to glimpse briefly into the future and telepathically "spot" for their allies' attacks.
- Tactics: Fortunata Seers have a minor Tactics ability.

\* AI: Prefer Ranged. Major role is to buff friendlies.

\* Description: Fortunatas are full-blown mystics. They have the same abilities as Initiates but are more powerful and effective in using them. Their outfits are red with white Arachnos logos.

\* Display Text: Fortunata Seers can glimpse moments into the future. They use this ability to increase the defenses of the more mundane troops they slavishly lead into combat.

#### 3.5.3.4 Fortunata Mistress

\* Rank: Boss

\* Levels: 30-45

\* Powers:

- Psychic Blast/Psychic Scream
- Psychic Blast/Telekinetic Blast
- Psychic Blast/Will Domination
- Psychic Blast/Scramble Thoughts (Levels 40-45 only):
- Psychic Blast/Psychic Wail (Levels 40-45 only): (Modified Psychic Wail. Less damage, MidBattle, no self debuff effects.
- Precognitive Enhancer - Buff Acc, Buff Def: Fortunatas Mistress can project their precognition to telepathically buff their allies Acc and Def (basically, Leadership).
- Resistance: Mistresses have good resistance to Psionic damage,
- Sleep, and Hold, and defense to Psionic Attacks. They have improved Accuracy and Defense due to their precognition to glimpse briefly into the future and telepathically "spot" for their allies' attacks.

\* AI: Prefer Ranged

\* Description: Fortunatas are full-blown mystics. They have the same abilities as Initiates but are more powerful and effective in using them. Their outfits are deep purple with crimson Arachnos logos.

\* Display Text: The most powerful of the Fortunatas are the Mistresses. These rare few have mastered numerous psychic abilities and risen to the top of Lord Recluse's beautiful Black Widows.

#### 3.5.3.5 Night Widow

\* Rank: Boss

\* Levels: 21-31

\* Powers:

- Psychic Blast:
- Psychic Blast/Psychic Scream
- (Medium) Wristlet Blade attack: Melee Heavy damage with Toxic
- DoT. Toxin Slows. Like Scrapper Claw Strike
- (Heavy) Wristlet Blade attack: Melee Heavy damage with Toxic DoT. Toxin Slows. Like Scrapper Claw Slash
- (Medium) Wristlet Blade attack: PBAoE Melee Heavy damage with Toxic DoT. Toxin Slows. Like Scrapper Claw Spin
- (Superior) Wristlet Blade attack (Levels 25-33 Only): Melee

- Heavy damage with Toxic DoT. Toxin Slows. Like Scrapper Claw Eviscerate) o Smoke Bomb: Night Widows can hurl smoke grenades to obscure an area and increase their defenses.
- Stealth
- Resistance: Night Widows have moderate resistance to Psionic damage, Sleep, and Hold, and defense to Psionic Attacks. They have improved Accuracy and VERY HIGH Defense due to their precognition to glimpse briefly into the future and telepathically "spot" for their allies' attacks.

\* AI: Prefer Melee. They should start with their Smoke Bomb (longer range).

\* Description: The Night Widows are trained in the art of stealth, infiltration, and disguise. They spend most of their in civilian clothes and assumed identities, ferreting out secrets or blackmailing business leaders into cooperating with Arachnos's designs. When a Night Widow must raid a building, she dons her trademark black suit to disguise her assumed identity. If guards or other protectors are present, she assembles a team of Blood Widows and Fortunatas to aid her. Night Widows wield barbed wristlets that allow them to fight in close combat, and secrete poison as well.

\* Display Text: Night Widows are trained in stealth, infiltration, disguise, and cold-blooded murder. Most of their victims never even see them coming.

### 3.5.4 Orb Weavers

The techs of Arachnos create all the gear and weapons for the operatives. The branch's leader, Weaver One, has invented many powerful devices for Arachnos to use, including the Tarantula Exoskeleton Armor, Spider bots, and Arachne hover tanks.

#### 3.5.4.1 Arachnobot

\* Rank: Minion

\* Levels: 20-30

\* Powers:

- Chain Gun (Burst): Arachnobots are equipped with swiveling chain guns that rise up out of their turtle-like backs. (Should pop up and down like the Jeager cannons)
- Claws: In melee, Arachnobot Blasters slash out with their front two claws for moderate damage.
- Armor: Like most robots, Arachnobots are resistant to Psionics, but vulnerable to energy and EMP.
- Super Jump

\* AI: Prefer Melee.

\* Description: These are dog-sized attack drones used to soften up a target before insertion by Tarantula squads (see below). Most are shiny silver and very obvious-Arachnos wants them seen and targeted by foes so that the Tarantulas-often watching from above-can see what they're up against.

\* Display Text: These attack drones are used to soften up super-powered targets. Arachnos considers them very expendable, and uses them to record and monitor a threat's abilities before more expensive troops-such as Tarantulas or Fortunatas-are deployed.

#### 3.5.4.2 Arachnobot Blaster

\* Rank: Lt.

\* Levels: 20-30

\* Powers:

- Blaster Rifle Burst: Energy Burst (burst of 3)
- Blaster Rifle: Heavy Energy Blast + KB
- Claws: In melee, Arachnobot Blasters slash out with their front two claws for moderate damage.
- Armor: Like most robots, Arachnobots are resistant to Psionics,

- but vulnerable to energy and EMP.
- Super Jump
- \* AI: Prefer Range.
- \* Description: These are bear-sized attack.
- \* Display Text: Arachnobot Blasters were created by Arachnos Orb Weavers to take down particularly powerful super-powered threats.

DN: Gazers don't really seem to serve a purpose now and could be cut if desired.

#### 3.5.4.3 Gazers

- \* Rank: Lieutenant
- \* Levels: 40-54
- \* Powers:
  - Toxin Blaster: Gazers have a single blaster that fires a green bolt of toxin. It causes Heavy damage, +DoT, and Debuffs Damage Resistance. The toxin has a chance to disorient and cancel up to 2 toggles. Very long (sniper) range.
  - Armor: Gazers are moderately armored, providing very good resistance against most attack forms. Like most robots, Arachnobots are resistant to Psionics, but vulnerable to energy and EMP.
  - Compound Eyes: Gazers have enhanced visual sensors, granting them a higher perception range than usual.
- \* AI: Gazers are upside-down Arachnobots that hang upside down from the many cables that cross Spider City and other high-rises. They can also be placed in tall indoor areas, such as warehouses. They target any character who approaches to within 10 feet, is a hero (belongs to team good), is allied with the Circle of Thorns, or has a negative faction score with Arachnos. As they cannot move, they lose aggro very quickly. Treat as a Lieutenant Sniper Class
- \* Description: Gazers have the same shape as Arachnobots, but are jet black in color and meant to be hidden. Their primary role is observation-not combat. Their "head" is covered in small red camera lenses to give them a 360 degree view. This gives them an enhanced perception range as well. They have enough programming to recognize "wanted" individuals but aren't true AIs.
- \* Display Text: Gazers are primarily observation drones, but are fitted with toxic disruptors to handle threats that prove impervious to more traditional attacks.

#### 3.5.4.4 Arachnobot Disruptors

- \* Rank: Boss
- \* Levels: 20-35
- \* Powers:
  - Disruptor Bolt (Heavy): Weird, tesla-like devices rise from the Disruptor's shell. The device fires a Lightning Bolt
  - Disruptor Bolt (AoE): Weird, tesla-like devices rise from the Disruptor's shell. The device fires Ball Lightning
  - Disruptor Tesla: Weird, tesla-like devices rise from the Disruptor's shell. After charging, the device issues an electrical discharge that fires a Tesla Blast (Holding the target).
  - Claws: In melee, Arachnobot Disruptors slash out with their front two claws for Heavy damage on a CONE.
  - Armor: Like most robots, Arachnobots are resistant to Psionics.
  - They have good EM Shielding so are resistant to Energy and EMP attacks (no electronic Powers Tag).
  - Super Jump
- \* AI: Prefer Range.
- \* Description: This version of the Arachnobot looks just like the others, but is designed to stun foes rather than kill them. These are small car sized.

- \* Display Text: Arachnos Orb Weavers created the Disruptor Arachnrobots to capture their prey alive.

#### 3.5.4.5 Tarantula

- \* Rank: Minion
- \* Levels: 29-54
- \* Powers:
  - Venom Cannon (Levels 29-39 only): Tarantula suits have a shoulder-mounted venom cannon that fires a highly concentrated blast of acid. It causes moderate Toxic damage to a single target that penetrates most defenses and light lingering damage. Knocks down flyers and causes Toxic DoT.
  - Venom Cannon (AoE) (Levels 40-54 only): Tarantula suits have a shoulder-mounted venom cannon that fires a highly concentrated blast of acid. It causes moderate Toxic damage in a small AoE that penetrates most defenses and light lingering damage. Knocks down flyers and causes Toxic DoT.
  - Claws (Pierce): Tarantula Mistress' long arms are tipped with scythes. They cause moderate lethal damage to 1 target.
  - Claws (Shred) (Levels 40-54 only): Tarantula Mistress' long arms are tipped with scythes. They cause moderate lethal damage in a wide Cone.
  - Armor: The Tarantula suit is shielded, providing minimal resistance against physical damage.
- \* AI: Prefer Range.
- \* Description: This branch operates using the Tarantula Exoskeleton Armor developed by Weaver One. The suit elevates the wearer on thin bipedal legs and grants additional strength and agility. To better integrate with the machine, operators are given a minute amount of venom (a derivative of the ambrosia that changed Statesman and Lord Recluse). This gives the pilot dark eyes with reddish pupils (the first step to becoming an Arachnoid-see xxx). Arachnos is currently looking for a way to reduce the cost of creating the armor, so that they can mass produce it.
- \* Display Text: The Tarantula Exoskeleton Armor was developed by an Orb Weaver cell named Weaver One. It grants the user incredible strength and wires him directly to his weapons systems. Rumor is that the pilot must undergo a terrible treatment of some sort to properly graft with the suit.

#### 3.5.4.6 Fire Tarantula

- \* Rank: Minion
- \* Levels: 29-54
- \* Powers:
  - Plasma Cannon: Tarantula suits have a shoulder-mounted plasma cannon that fires a highly concentrated blast of super-heated gas like a flamethrower. It causes heavy fire damage that penetrates most defenses.
  - Claws: The Fire Tarantula's long arms are tipped with burning scythes. They cause moderate lethal and Fire damage + Fire DoT.
  - Armor: The Fire Tarantula suit is shielded, providing minimal resistance against all attack forms. It offers heavy resistance against fire attacks, but is somewhat weaker against ice attacks.
- \* AI: Prefer Melee.
- \* Description: Fire Tarantulas are just like Tarantulas but with fiery scythes.
- \* Display Text: The Tarantula Exoskeleton Armor was developed by an Orb Weaver cell named Weaver One. It grants the user incredible strength and wires him directly to his weapons systems. Rumor is that the pilot must undergo a terrible treatment of some sort to properly graft with the suit.

#### 3.5.4.7 Tarantula Mistress

- \* Rank: Lieutenant

- \* Levels: 29-54
- \* Powers:
  - Psychic Blast/Mental Blast
  - Psychic Blast/Psychic Scream
  - Psychic Blast/Telekinetic Blast
  - Psychic Blast/Will Domination (Levels 40-45 only)
  - Claws (Pierce): Tarantula Mistress' long arms are tipped with scythes. They cause heavy lethal and toxic damage to 1 target.
  - Claws (Shred): Tarantula Mistress' long arms are tipped with scythes. They cause heavy lethal and toxic damage in a wide Cone.
  - Armor: The Tarantula Mistress' suit is shielded, providing minimal resistance against all attack forms. They are particularly resistant to mental attacks.
  - Precognitive Enhancer - Buff Acc, Buff Def (Levels 40-54 only):
  - Fortunatas Mistress can project their precognition to telepathically buff their allies Acc and Def (basically, Leadership).
  - Mental Scrambler (Levels 40-54 only): Mistresses can "scramble" their foes' mind. This attack greatly debuffs the targets perception, defense and accuracy. This attack Auto Hits one target.
- \* AI: Prefer Range.
- \* Description: A rare few Fortunatas volunteer for the Tarantula program. Those who survive envenomation and integration with the machine are truly terrors to behold. They operate almost as mobile command centers, the suit amplifies their psychic abilities to not only communicate the next few seconds of time to their allies, but distorts reality for their foes as well. Like most Tarantulas, their eyes are dark black (Spider-like) and slight, web-like cracks can be seen on their faces.
- \* Display Text: A rare few Fortunatas volunteer for the Tarantula program. Those who survive integration with the machine are truly terrors to behold. Their specially-designed suits greatly amplify their psychic abilities, allowing them to not only communicate the next few seconds of time to their allies, but also to distort reality for their foes as well.

#### 3.5.4.8 Tarantula Queen

- \* Rank: Boss
- \* Levels: 40-54
- \* Powers:
  - Psychic Blast/Psychic Scream
  - Psychic Blast/Telekinetic Blast
  - Psychic Blast/Will Domination
  - Psychic Blast/Scramble Thoughts
  - Psychic Blast/Psychic Wail: (Modified Psychic Wail. Less damage, MidBattle, no self debuff effects.
  - Mental Control/Total Domination: AoE Hold.
  - Claw (Pierce): The Tarantula Queen's long arms are tipped with scythes dripping with poison. They cause heavy lethal damage and Toxic DoT to 1 target.
  - Claw (Shred): This melee attack deals moderate damage in a wide Cone +minor Toxic DoT
  - Armor: The Tarantula Queen's suit is shielded, providing moderate resistance against all attack forms. They are particularly resistant to mental attacks.
  - Precognitive Enhancer - Buff Acc, Buff Def): Fortunatas Mistress can project their precognition to telepathically buff their allies Acc and Def (basically, Leadership).
- \* AI: Prefer Range.
- \* Description: Queens are Mistresses who continue to be envenomed. Their features become very Spider-like, as do their bodies and arms. Small vestigial arms can be seen sprouting from their sides as well.
- \* Display Text: What terrible process pushes a woman to become one of these unholy terrors is a

subject of much speculation. What is known is that their suits are little different from Tarantula Mistresses. Instead, it seems the user somehow suffers the upgrade. Tarantula Queens are all incredibly powerful, but also quite mad.

#### 3.5.4.9 Giant Tarantula

- \* Rank: Boss (Might be Scary Monster)
- \* Levels: 33-54
- \* Powers:
  - Venom Cannon: Tarantula suits have a shoulder-mounted venom cannon that fires a highly concentrated blast of acid. It causes heavy Toxic damage and minor DoT in an AoE. This highly accurate attack debuffs the targets damage resistance and Defense.
  - Claw (Pierce): The Tarantula's long arms are tipped with scythes just like those of Lord Recluse. They cause heavy lethal damage to one target.
  - Claw (Shred): This melee attack deals moderate damage in a wide Cone.
  - Armor: The Tarantula Is a Tank. It has massive defense and damage resistance to all attacks except psionic. This Defense is improved over level (particularly past level 40)
- \* AI: Tarantulas have a slight preference for Range.
- \* Description: Among the most feared of Arachnos's troops these large mechs are devastating in their combat and destructive abilities. Fortunately for the world, they are very expensive to make. This monstrous armored suit should look something like a 10' tall Spider-ish mech.
- \* Display Text: Among the most feared of Arachnos's resources are these massive robots. Armed with venom cannons, claws, and a desire for destruction, they are truly a force to be reckoned with.

#### 3.5.4.10 Wasp APC (This entity has been Cut)

Arachnos troops are often transported to the battlefield in flying APCs. These are black with red Spider markings on the top and bottom, and are equipped with machine guns for additional protection. They can transport a strike team of four Tarantulas, or 10 Wolf Spiders.

#### 3.5.5 Arachnos Mystics

Mystics have surpassed the realm of physical combat and attuned their martial arts into mystical and spiritual techniques. They no longer rely on their fists and feet to deal their deadly blows, but can manifest their attacks as pure energy. They hover about much like Rularuu Wisps while their flails hurl their deadly focused energy.

All Mu attacks channel Red Electrical energy towards their foes.

(DN: Need to get a final answer on how these guys will move and if they will fly)

##### 3.5.5.1 Mu Striker

- \* Rank: Minion
- \* Levels: 15-20, 35-54
- \* Powers:
  - Lightning Strike: Ranged medium damage attack that also drains endurance slightly. All lightning effects should be red.
  - Lightning Blast: Ranged Heavy damage attack that also drains endurance slightly. All lightning effects should be red.
  - Lightning Armor: This protective field defends against energy, negative energy and elemental attacks. All lightning effects should be red.
- \* AI: These low level Mystics will use their ranged attack and then try to engage with their magical kung-fu.
- \* Description: See reference from CoH comic re-launch issue 1, page 5. The minions are primarily dark red in coloration with black highlights. Minions do not fly, but hover (travel) along the ground like Carnival Illusionist minions.
- \* Display Text: Strikers are descendants of the long-lost Mu, drafted into Arachnos service to fight

both mystic heroes and the troublesome Circle of Thorns.

#### 3.5.5.2 Mu Adept

- \* Rank: Lt.
- \* Levels: 15-20, 35-54
- \* Powers:
  - Lightning Strike: Ranged medium damage attack that also drains endurance slightly. All lightning effects should be red.
  - Lightning Blast (Levels 35-54 only): Ranged Heavy damage attack that also drains endurance slightly. All lightning effects should be red.
  - Cage of Lightning: (Like Tesla Cage) Single target sleep that also drains endurance. All lightning effects should be red.
  - Static Discharge (Levels 35-54 only): This cone attack does moderate damage and also drains endurance slightly. All lightning effects should be red.
  - Shocking Bolt(Levels 40-54 only): Ranged moderate damage +
  - Hold. All lightning effects should be red.
  - Lightning Armor: This protective field defends against energy, negative energy and elemental attacks. All lightning effects should be red.
  - Flight
- \* AI: These minor adepts will use their Cage to lock down an enemy first.
- \* Description: See reference from CoH comic re-launch issue 1, page 5. The minions are primarily dark purple in coloration with red highlights.
- \* Display Text: The most gifted Mu Strikers are given far more than promotions and new uniforms- they are given eldritch secrets to unlock their inner powers. As long as they continue to use them in Arachnos' service, of course.

#### 3.5.5.3 Mu Guardian

- \* Rank: Boss
- \* Levels: 15-20, 35-54
- \* Powers:
  - Sentinel of Lightning (Levels 35-54 only): Voltaic Sentinel.
  - Lightning Blast: This cone attack does moderate damage and also drains endurance slightly.
  - Ball Lightning: This Ranged AoE moderate damage that also drain endurance slightly.
  - Static Discharge: This cone attack does moderate damage and also drains endurance slightly. All lightning effects should be red
  - Shocking Bolt (Levels 35-54 only): Ranged moderate damage +
  - Hold. All lightning effects should be red.
  - EM Pulse (Levels 40-54 only): PBAoE Stun, Heavy Endurance Drain, Debuff regeneration Rate. All lightning effects should be red
  - Lightning Armor: This protective field defends against energy, negative energy and elemental attacks.
  - Touch of the Storm: Moderate ranged healing power.
  - Flight
- \* AI: These masters of magic will begin by summoning a Sentinel and then concentrate on ranged attacks and heals.
- \* Description: See reference from CoH comic re-launch issue 1, page 5. The minions are primarily purple in coloration with red highlights.
- \* Display Text: Mu Guardians pulse with the blood of their slaughtered ancestors in their veins. They have read unholy tomes, visited other planes of existence, and performed dark sacrifices too terrible to mention to become masters of the mystic arts.



### 3.5.6 Arachnos Drone

- \* Rank: Minion
- \* Levels: 30-54
- \* Powers
  - Disintegrate Beam: This is identical to the Police Bot power, colored green.
- \* AI: Targets any PvE critter and Hero Faction player characters in range.

Does not target Villain Faction player characters

- \* Display Text: Arachnos no doubt stole the technology for these drones from the Rikti. Or perhaps they bargained for it. Lord Recluse will deal with anyone who gives him what he wants.

## 3.6 Signature Villains

The following Featured Villains are the counterparts to Statesman and the Freedom Phalanx

### 3.6.1.1 Lord Recluse

- \* Rank: Lead Villain
- \* Levels: 40-54
- \* Powers:
  - TBD
- \* AI: LR is never directly presented on-screen.
- \* Description: Lord Recluse has actual Spider-arms, though he encases them in metal to make them look artificial. He's still very uncomfortable with being turned into a human Spider, and prefers to let the world believe his appearance is contrived.
- \* Display Text: The Master of Evil, the Count of Cruel, the Archvillain of Anarchy. Lord Recluse has been called many things. But the people of the Rogue Isles know him as their lord and ruler. Lord Recluse has a mysterious tie with Paragon City's own Statesman-some even claim they were once close companions. Their hatred for one another certainly belies a secret perhaps best left buried.

Origin: (Insert Robert Weinberg's origin story here.)

### 3.6.1.2 Ghost Widow

- \* Rank: Arch-Villain
- \* Levels: 40-54
- \* Powers:
  - Life Drain: While tangible, Ghost Widow's touch can drain a victim's life. Only magical defenses protect against this attack. It causes serious damage.
  - Soul Storm: Ghost Widow can summon up a raging torrent of souls that whip about like a storm. This causes light damage, but interrupts powers and causes Knockdown.
  - Grant Life: Ghost Widow has the ability to heal her allies' damage.
  - Intangibility: Ghost Widow can go immaterial at will (like a Tsao Ancestor Spirit).
- \* AI: Ghost Widow uses Soul Storm to pin her foes and then uses her Life Drain attack. She is quick to run if her health drops below 33%.
- \* Description: Ghost Widow is a beautiful un-hooded Black Widow.
- \* She's ghostly white and semi-transparent. (Think "Ghost in the Shell" combined with our Black Widow assassins.)
- \* Display Text: Beautiful, mysterious, and deadly. Ghost Widow appears to be an actual spirit from beyond the grave rather than a super with some sort of incorporeal power. Some have said she was once a rising star in the Black Widows when she was slain. Her thirst for vengeance must have been great, for she returned from the void and now serves at Recluse's side. There are rumors that her service isn't entirely voluntary, however.

Origin: Ghost Widow was a former Night Widow who served Lord Recluse well during the takeover of the island. Moments after completing her assassination mission against a government official, she was shot in the back and lay dying. With her last breath she cursed those who opposed Arachnos, and died. Weeks later, her spirit returned. She haunted the building where she was slain until Lord Recluse summoned his mystics to dispel the phantom. When they learned who she was, one of them realized she could be freed from the site of her death and once again serve Lord Recluse. "Ghost Widow" now serves Lord Recluse once more, an incorporeal fiend that can materialize at will to affect the physical world. She can be defeated while phasing into reality-and has been several times-but her otherworldly soul always returns.

### 3.6.1.3 Wretch

- \* Rank: Arch-Villain
- \* Levels:???
- \* Powers:
  - Overhead Smash: Wretch brings both hands down on his enemy in a powerful attack that knocks them down.
  - Hurl: Wretch throws chunks of anything that is handy at his foes.
  - Hand Clap: This cone attack causes moderate damage and knocks down Wretch's enemies.
  - Cry of Despair: Wretch releases his sorrow in a ranged Sonic
  - Attack that does damage in a large area around him and has a chance of disorienting his enemies.
  - Superleap: Wretch can jump great distances.
- \* AI: Wretch likes to close to melee and will see his Cry of Despair if an enemy is at distance.
- \* Description: Wretch is a huge, misshapen humanoid. His back rises up in a series of humps and his hair is a long greasy tangled mass that covers his hideously burned face. Everything about him is unbalanced and asymmetrical. His upper body is massive, with muscles almost bulging through his skin.
- \* Display Text: The creature known as Wretch was once an Arachnos operative. Trapped beneath a ruined building on the same mission that claimed Ghost Widow's life, he survived on rats and raw sewage for days-kept company only by the fading spirit of his superior. When he was eventually rescued, he slew the Mu Mystics who wanted to banish Ghost Widow, and has served her faithfully ever since.

Origin: It is hard to believe that the creature known only as Wretch was once human, but he was. Paolo Marino was Ghost Widow's back-up on the assassination mission that led to her death. He tried to flee but was trapped in the building where she died when it was set on fire. Wretch was burned terribly and ended up half conscious and terribly wounded in the collapsed basement of the facility. He survived on rats and foul water that was flowing from a series of pipes that had been contaminated by the experiments being performed by the previous regime in the government building. His burns became infected and the water transformed him into a huge brutish monster. Through all this, his only companion was Ghost Widow. He begged her for forgiveness over and over. She assigned him no blame but could not assuage his guilt. When the mystics arrived to banish Ghost Widow's spirit, he killed several of them before she calmed him. When the Mystics freed her, she asked that Wretch be allowed to accompany her. He has served her with unbending loyalty ever since.

### 3.6.1.4 Black Scorpion

Black Scorpion is a ruthless mercenary hired for several jobs by Recluse. His alliances are not

known and none within Arachnos truly trust him. His strength and deadly use of poison blasts has already become legendary within the organization, however.

Rank: Arch-Villain

\* Levels: 40-54

\* Powers:

- Armor: Scorpion is a tanker with heavy powered armor that looks like a scorpion's shell.
- Tail Blast: Scorpion's tail fires blasts of highly-concentrated acid. It causes massive damage and moderate lingering damage. The tail blast is interruptible.
- Super Strength: In hand-to-hand combat, Scorpion relies on his super strength and a variety of melee attacks.
- Spinning Tail Lash: Scorpion can spin in place and do an AoE attack centered on himself. This causes minor damage but has a small chance to stun and causes Knockdown.

\* AI: Scorpion likes to mix it up like a tanker, though he opens with a blast from his tail and should fire it again whenever opponents break off from him.

\* Description: Scorpion is a massive figure in black power armor with a scorpion-like tail.

\* Display Text: Ernesto Rodriguez embodies the concept of raw power through technology. Whatever it takes, whatever piece of his body or soul needs to be spliced, altered, or removed to grant him more power, Ernesto seems willing to do it. His unbridled hunger, absolute loyalty, and low intelligence makes him the perfect servant for Lord Recluse.

Origin: Ernesto Rodriguez was a mercenary in Nicaragua for many years. He was chased north by the government and eventually wound up in Mexico. He hired out for various jobs over the border into the US and one day stumbled upon an experimental suit designed by one of the world's most brilliant but eccentric scientists. Ernesto realized the power of the suit and the possibilities it presented and put it on. The scientists discovered him in the middle of this act, and Ernesto tortured him for its secrets before finally killing his "maker." Since that day Ernesto has continued his mercenary ways, but has turned his attention to taking down super-powered beings. It wasn't long before he hired on with Arachnos and Lord Recluse.

### 3.6.1.5 Silver Mantis

\* Rank: Arch-Villain

\* Levels:???

\* Powers:

- Armor: Silver Mantis has Invulnerability due to the metal fused into her body.
- Dull pain: Due to a quirk of her physiology, Mantis can endure great amounts of pain. She can boost her health level.
- Arm Spikes: Mantis has metal spikes imbedded in her arms that she uses to strike at her enemies.
- Spike Shot: Silver Mantis can shoot her spikes at range.
- Flight: Mantis has a "buzzing wing" style jet pack that allows her to fly.
- Spike Spray: Mantis shoots a spray of metal spikes out in a large area around herself.

\* AI: Silver Mantis prefers "drive by" melee attacks.

\* Description: Silver Mantis is a sultry Asian woman with shiny silver metal fused to her body. Most of her armor is smooth and gleaming except for the many small wicked spikes that adorn her arms.

\* Display Text: Tamura Shirai is fascinated with the smooth, sleek feel of metal. Funding the augmentation of her body to pure metal was an expensive proposition, however, so she turned to

crime. During one of her robberies she encountered Black Scorpion, on a job for Lord Recluse. Tamura realized an opportunity when she saw it, and rather than fighting with Arachnos over the ill-gotten loot, formed an alliance that has lasted to this day.

Origin: Tamura Shirai was always fascinated with the beauty of metal. It was smooth and sleek, even erotic. She began with a few piercings and soon she was deeply entrenched in the body modification community. She had become addicted to altering her form and that kind of habit requires cash. It started with petty crime but she soon found that nothing was more important to her than being able to pay off the "specialist" she had found, not even human life. Her first kill was surprisingly sweet and soon she realized that she had not only a taste for it, but a talent as well. She first encountered Black Scorpion by reputation alone, through a contact that set her up for jobs. She was instantly fascinated. She had to meet this man who was almost completely wrapped in metal. It was a perfect match. He was the ultimate expression of her obsession and she made him feel like the most powerful being on the earth.

#### 3.6.1.6 Captain Mako

- \* Rank: Arch-Villain

- \* Levels: 40-54

- \* Powers:

- Bite: Mako has a nasty bite attack that causes serious lethal damage.
- Shredding Skin: Mako's abrasive flesh protects him from damage and damages anyone who attacks him.
- Shark Reflexes: Mako is very difficult to hit in combat.
- Frenzy: Mako has a devastating multiple melee attack power that causes multiple hits of moderate damage. It recharges slowly.

- \* Description: Gideon looks like a private sailor with a white t-shirt and blue pants. He has a shark-like face, beady black eyes, webbed hands, and sharp teeth in a wide mouth. His hair is pointed-almost like a shark fin.

- \* Display Text: Gideon Ray is a savage mutant who has evolved into what can only be described as a humanoid shark. His acts are even more terrible than his appearance, and few foes are even identifiable once Mako is through with them. Mako is responsible for the death of Sharkhead Isle's most famous hero, Scrapyard.

Origin: Gideon Ray is a mutant with shark-like gills and teeth. Cast out as a freak by his parents and even the Paragon City orphanage, he eventually wound up living beneath the docks at Independence Point. There he mastered his mutant abilities and survived by stealing food and necessities from the many unguarded ships anchored there.

Eventually he was taken in by a crew of modern-day pirates. His increasingly shark-like looks gave him the name "Mako." Pirating was the perfect profession for Gideon, and he became the captain of the group in just a few short months. What he did to the previous captain isn't repeatable, but the phrase "feeding frenzy" would not be out of line.

When Arachnos took over the Rogue Isles, Mako at first worked against them. Lord Recluse set a trap for the bothersome foe and made him an offer he couldn't refuse. Gideon was given a "letter of marque" to hunt any "enemies of the state," as so designated by Arachnos itself. Mako primarily prowls Sharkhead Isle, "protecting" its coasts from interlopers and fattening their wallets from any "salvage" left after the fray. The Sharks also act something like Navy SEALs when Arachnos has need, sabotaging shipping and mining harbors around Paragon City.

#### 3.6.1.7 Barracuda

- \* Rank: Arch-Villain

- \* Levels: ???
- \* Powers:
  - Rake: Barracuda runs by her target and rakes them with her serrated skin.
  - Strike: A vicious melee attack with her serrated skin.
  - Superspeed: Barracuda moves extremely quickly.
  - Flashing Leap: Barracuda can leap into the air and knock a flying target to the ground.
- \* Description: Barracuda is a Coralax Hybrid. A large part of her body is grown over with coral. It is primarily a bright blue moving to silvery-white on the front. She still has a sleek look to her. Her hair is silvery-white and is slicked back tightly against her head.
- \* Display Text: A former treasure hunter, Kelli Forston was infected by mysterious creatures known as the Coralax. What she found in the briny deep remains a mystery, but it turned her heart as dark and cold as the depths. In combat, she is almost as quick and savage as her bloodthirsty mentor, Captain Mako.

Origin: Diving for treasure was not an easy way for Kelli Forston, but it allowed her to be her own boss and kept her in the water. She spent a great deal of her life living in the grey areas. That all changed when she discovered a Coralax Dominion on one of her dives.

She was captured by the Coralax and turned into a hybrid. She pretended to serve loyally but when she got the chance she escaped back to the surface world. Her association with Captain Mako is what tipped him to the Coralax.

#### 3.6.1.8 Scirocco

- \* Rank: Arch-Villain
- \* Levels: 40-54
- \* Powers:
  - Lighting Strike: Malak can hurl lightning bolts from the tip of his magical sword. These cause serious damage and have a moderate chance of stunning (like certain Clockwork attacks).
  - Cry of the Desert: Malak can summon up desert twisters-a "sirocco"-that causes light damage in a large area, disrupts attacks, and lowers defense.
  - Fly: Sirocco uses his mastery of the wind to fly.
  - Sirocco's Sword: Sirocco's sword causes massive damage in melee.
- \* AI: Sirocco usually casts Cry of the Desert and then backs up to "snipe" with his Lightning Strike. His sword is quite powerful in melee, but he is basically a blaster and therefore does best at range.
- \* Description: Sirocco is a lean Arabian man in his early twenties, but with a face that looks far older. His eyes glow yellow and electricity often crackles about his head. He wears a beige costume with an Egyptian "Pharaoh" style headdress. His large scimitar is silver and glows with yellow runes. His eyes crackle with blue lightning.
- \* Display Text: Imad Malak was not always an evil man. Evil came to him from without. He was traveling in the deep desert near the Baka Valley deep in the Middle East. There he discovered an ancient tomb and stumbled inside. The tomb was that of a long-dead desert hero, and contained several objects of power including the bottle of the djinn Serafina. Also within was the hero's scimitar that granted the wielder incredible powers. Malak took the sword and donned the mantle of Scirocco. Unfortunately he fell under a curse and was driven to commit acts of great evil. He sold the other objects off to the highest bidder, the bottle ending up with the Circle of Thorns. Once a hero of the people, he is now a dark stain on their proud heritage. Imad wishes nothing more than to find some way to rid himself of the curse and find redemption.

Origin: Imad Malak was not always an evil man. Evil came to him from without. He was traveling in the deep desert near the Baka Valley deep in the Middle East. There he discovered an ancient tomb and stumbled inside. The tomb was that of a long-dead desert hero, and contained several

objects of power including the bottle of the djinn Serafina.

Also within was the hero's scimitar that granted the wielder incredible powers. Malak took the sword and donned the mantle of Scirocco. Unfortunately he fell under a curse and was driven to commit acts of great evil. He sold the other objects off to the highest bidder, the bottle ending up with the Circle of Thorns. Once a hero of the people, he is now a dark stain on their proud heritage. Imad wishes nothing more than to find some way to rid himself of the curse and find redemption.

#### 3.6.1.9 Ice Mistral

\* Rank: Arch-Villain

\* Levels:???

\* Powers:

- Ice Armor: She summons a protective layer of Ice.
- Ice Cage: Ice Mistral traps her enemies in shards of ice and damages them.
- Icicle: This deadly attack does a huge amount of damage to one target as a large pointed icicle pierces them.
- Fly: She uses her mastery of the wind to fly.
- Cold Wind: This AOE gale knocks her enemies down and reduces their Endurance and Health regeneration rates, as well as decreasing their accuracy.

\* AI: Sirocco usually casts Cry of the Desert and then backs up to "snipe" with his Lightning Strike. His sword is quite powerful in melee, but he is basically a blaster and therefore does best at range.

\* Description: Ice Mistral is a tall willowy woman with pale bluish skin and white hair. Her eyes are icy blue. She wears a skin tight outfit of light blue and white that looks as if it were slightly tinged with ice crystals.

\* Display Text: Irena Rudenko was chosen by one of the Monks of the Four Winds to become the Ice Mistral. Receiving the power changed her; she retained the icy-cold aloofness and desire for mastery of the wind, but none of the control. Her own rage overrode the honor normally imbued to the Knights of the Wind and she went on a mad killing spree. Scirocco took her under his wing to protect her from the Monks- many of which have fallen trying to reclaim their lost power.

Origin: Irena Rudenko was chosen by one of the Monks of the Four Winds to take on the mantle of the Mistral. Receiving the powers changed her; she retained the icy-cold aloofness and desire for mastery of the wind, but none of the control. Her own rage overrode the honor normally imbued to the Knights of the Wind and she began to use her powers to kill. The Monks are after her and Scirocco took her under his wing in another attempt to eventually turn her back to the path she was set on. It is another way he hopes to redeem himself. To date, Ice Mistral is having none of it.