



New SUPERVILLAINS for

CHAMPIONS
THE SUPER ROLE-PLAYING GAME!™

#36



by **Scott Bennie**

Villainy Unbound™

An Enemies Book for Champions

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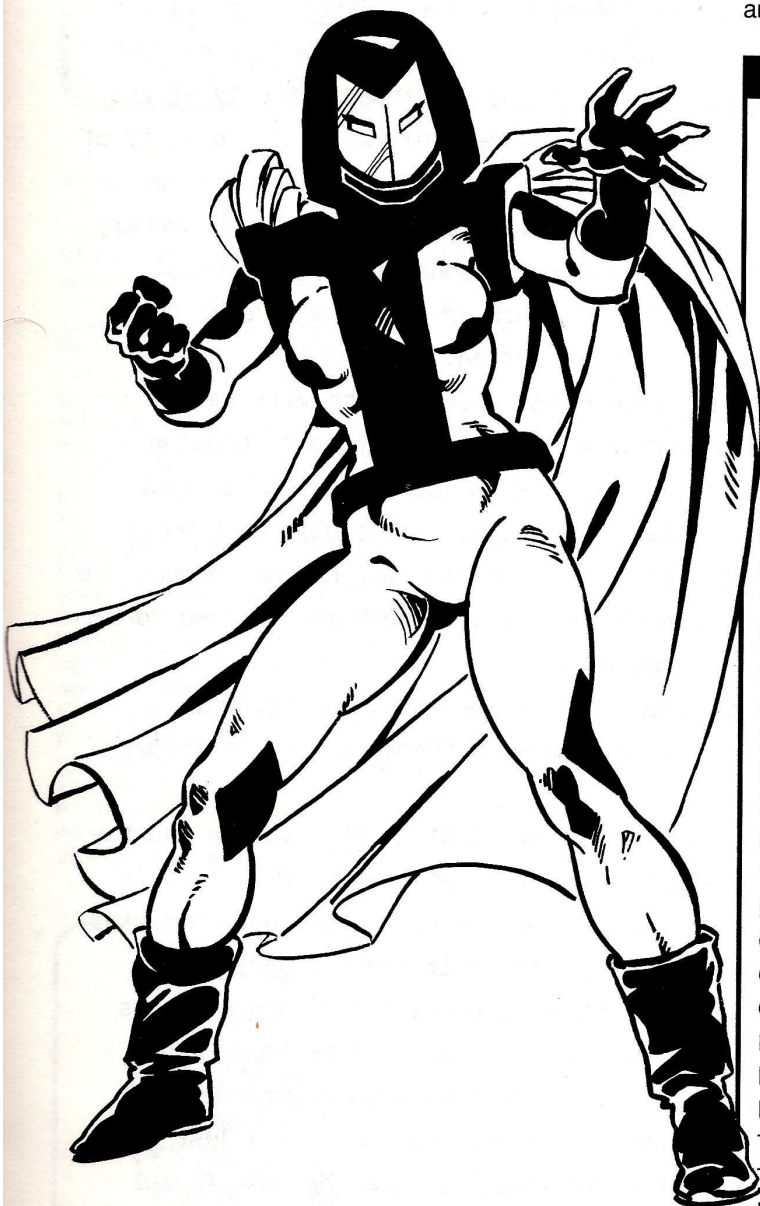
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KEY TO THE CHARACTER DESCRIPTIONS

Powers, Skills, and Disadvantages are presented in a consistent format, alphabetized where ever possible. All advantages and limitations that are not listed in the Champions books are specified in the description. **Champions II** and **Champions III** powers are used without notice.



ABBREVIATIONS

act.	Activates (on a 3d6)
AE	Area of Effect
AP	Armor Piercing
DCV	Defensive Combat Value
DEF	Defense
DNPC	Dependent Non-player Character
EB	Energy Blast
EC	Elemental Control
ECV	Ego Combat Value
ED	Energy Defense
FF	Force Field
FTL	Faster than light travel
HKA	Hand-to-hand Killing Attack
H-to-H	Hand-to-Hand
IAF	Inobvious Accessable Focus
ID	Identity (Secret or Public)
IIF	Inobvious Inaccessable Focus
IR	Infrared
Irr	Irrational
Knbk	Knockback
Knbk Res ...	Knockback Resistance
KS	Knowledge Skill
LS	Life Support
NND	No Normal Defense (the defense is given)
OAF	Obvious Accessable Focus
OCV	Offensive Combat Value
OIF	Obvious Inaccessable Focus
PD	Physical Defense
PS	Professional Skill
RKA	Ranged Killing Attack
TK	Telekinesis
TP	Teleportation
UV	Ultraviolet
w/	with
[c]	A number in brackets representing limited
.....	uses (c=charges)

Dear Gamer,

In response to the questioning look that you may have given this book when you first saw it, yes, this is another volume in the ongoing series of Enemies books for Champions, the Superhero Role-Playing Game. and yet, we hope this is more than just "another Enemies book." It is said that heroism is defined by the difficulty of the obstacles that must be overcome; in the case of superheroes this means the quality of the opposition. We've tried to make the villains in Villainy Unbound suitable for true heroes, not by presenting them as mere statistics, fodder for the "Bank Robbery of the Week" scenarios, but by giving them interesting personalities and unusual motivations. These aren't just generic villains; they are adversaries in epic tales and catalysts for conflicts that will not soon be forgotten.

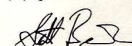
Role-Playing Games, like comic books, should tell a story. The villains in Villainy Unbound are designed to fit into your stories and enhance your campaign. When you read through this book, we want you to be able to look at each character, group, or organization and come up with at least one scenario that uses each entry (sometimes, we cheat and offer hints). Some of these scenarios may not be appropriate for your gaming group (the Crimefighters Union Local 234 vs. the Norse Gods would be something of a mismatch), but most of them should.

Please feel free to make any changes you feel are necessary to fit these villains into your campaign setting. Use these villains -- there is nothing sadder than an unwanted bad guy.

During the long gap between the publication of the last Enemies volume and the writing of this book (Enemies: the International File has yet to appear as I write this), the world of comics has changed greatly. Comic books have grown up, characterizations have become more sophisticated, and the use of adult themes, once taboo, are now accepted. While Villainy Unbound is not meant to be filled with gratuitous sex and violence, we hope that you will find that we've grown up a bit too, and hopefully the "growing up" process will make these characters more interesting.

Finally we realize that however nifty these villains are, there are just some things you must do yourself. Homegrown villains are almost always the most fun (I said almost always, Foxbat...). To assist you, we've included an essay on how to create interesting villains for your campaign. That way, the villainy need not end between now and the next Enemies release. And after all, without villainy, what sort of superheroes would there be? It's our hope that when you've looked through Villainy Unbound, you'll think that this is more than just another Enemies book. Be creative...

Happy Gaming,



Scott Bennie



MASS REACTION

Membership: Bomb, Echo, Fallout, Flower, Meltdown, and Ringer (leader). Mass Reaction might be forced to work with other KGB superoperatives or pick up paranormal activists (like Flower).

Origin: The KGB decided to employ paranormals as espionage operatives and trained a team to infiltrate America, disguised as a group of superheroes, to carry out information-gathering and sabotage operations. Some elements in the KGB viewed the Mass Reaction team, and especially Ringer, as expendable.

To establish the group in America, Ringer caused a radiation accident at a nuclear plant during a protest. After the accident, Meltdown, Fallout, and Bomb were positioned in the plant and were mistaken for three American protesters who had been transformed by the radiation accident. They were soon joined by Flower, a protester who had been mutated and then escaped from the military. Since several members of the group were radioactive, Ringer constructed their headquarters inside the deserted nuclear plant.

Goals: The goals of the team vary according to the individual preferences of each member. Ringer is determined to show off his genius and humiliate people. Fallout strongly believes in Marxist ideology and is determined to show the West the folly of capitalism while struggling with the obvious evidence that the "oppressed workers" have an awfully high standard of living. (Meltdown and Echo follow her lead.). Flower is determined to right wrongs, albeit without Marxist ideology. Bomb's goals are his own. Officially, the group exists to serve the aims of the KGB.

Tactics: If forced into a combat situation, the members of Mass Reaction will target telepaths first since they do not wish to have their secrets discovered. The group is short on flight and ranged attacks, and prefer to fight in close quarters. Known heroes will not

receive lethal or crippling force; after all, they have been duped into fighting for the establishment, and are pawns in a ruthless game. If beaten, the worst a hero will endure is a lecture from Flower.

Relations: The core group of Mass Reaction (Echo, Fallout, Flower and Meltdown) should not really be considered villains but nice guys fighting on the other side. Fallout has many reasons justifying their actions, from the horrible damage sustained by the USSR in World War Two to NATO's build-up of nuclear weapons. These four are comrades in the truest sense. Ringer is strongly disliked, and Bomb is even more generally despised — with good reason. Bomb could break up the group at any time, in which case he would be hunted by them (or whomever survived).

Reputation: Mass Reaction is based in New England, where they spy on a number of sensitive military targets using a deserted nuclear power plant as their base. They are considered to be heroes, albeit heroes with radical political views. They are liked by the media but disliked by the government. They have no public relations to the *Comintern* and the *Supreme Soviets*, the official superteams of the Warsaw Pact and Soviet Union. (See *Organization Book 4: Red Doom*)

Special Notes: It is recommended that Mass Reaction be introduced as allies of the heroes; they might help the PCs in a fight so a respect or even a friendship will develop between the PCs and this group. Mass Reaction is deliberately fragile; members of the group have weaknesses that may prove fatal. Eventually, the heroes will realize the truth about the group and this will lead to interesting conflicts, especially if the heroes use excessive force and cause fatalities.



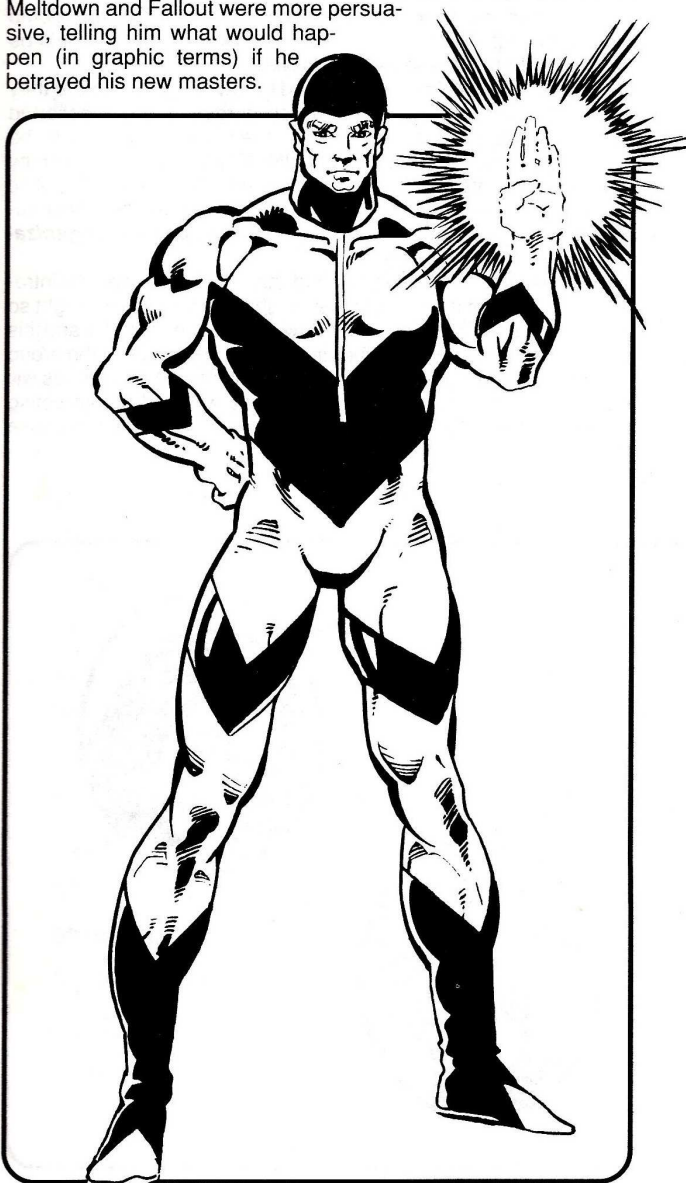
Origin: It wasn't Dmitri's fault! He told them that disconnecting the safety systems was unsafe, that the nuclear engineers should have been on duty. He told them that the test was stupid. As usual, they told him to shut up, to follow orders. As usual, Dmitri complied.

He was always saying that things were going to go wrong; was it any wonder no one wanted to believe him? Worse, he was known for making his predictions come true.

Worse still, after the reactor blew, he was far more concerned with placing blame than helping to contain the damage. They gave him some boron, a wheelbarrel, and a shovel. He was told to put out the fire, which would certainly kill him using those tools. Dmitri complained but the captain's pistol shut him up. The captain was disappointed when Dmitri decided to shovel. He should have shot him. Then it happened. Of all the brave and worthy people working to put out the fire, it would have to be Dmitri that got superpowers.

When Dmitri began appearing anywhere he wanted, he guessed what was happening. After a few practice jumps he feigned that his powers were out of control, then avenged himself on the army captain and on others who had wronged him.

Eventually he was moved to a KGB hospital, and Bomb fell under the influence of Interrogator, the KGB's top psionic. Interrogator tried to persuade Bomb to be a good servant, and nearly got fried. Meltdown and Fallout were more persuasive, telling him what would happen (in graphic terms) if he betrayed his new masters.



BOMB

Val	Char	Cost	100+	Disadvantages
13	STR	3	30	2x effect from lead based attacks (such as bullets)
11	DEX	3		
18	CON	16	15	Enraged when threatened or humiliated 11-, 11-
10	BODY	0		
18	INT	8	15	Cannot handle any objects while using Elemental Control
8	EGO	-4		
9	PRE	-1	15	Finds Problems with any plan
8	COM	-1	15	Hates Telepaths
3+	PD	0	5	Creates any problem he predicts (x 1/2)
4+	ED	0		
4	SPD	19	5	Bully and Coward (x 1/2)
7	REC	0	10	Dependency (1d6 BODY) on anti-radiation drugs (daily)
60	END	12		
46	STUN	20	20	Hunted by FBI, 8-
			10	Public ID
			9	Villain Bonus

Cost Powers

END

36*	EC — Radiation Powers:	
a-22*	6d6; AP Explosion, 1/4 END, no range, no Knbk	3
b-37*	Force Field (25 PD/27ED), Hardened, 1/4 END	3
c-36*	25" Combat Teleport, 1/4 END, Cannot exceed 13", Combat only	2
d-22*	Darkness — Radiation Glare — (vs. Norm, IR, UV, Radar), 3" radius, 1/8 END, no range, not effective vs. Flash Defense (-1/4)	1
13	X-Ray Vision, must have used explosion attack on the phase before (-1/2)	
3	Nuclear Engineering 12-	
2	PS: Sailor 11-	
3	English (Kiev accent)	

*-1/4 all powers in EC must be active, or none

COSTS:	Char.	Powers	Total	Disadv.	Base
	75	+	174	=	249
				=	149
				+	100

OCV: 4; DCV: 4; ECV: 3; Phases: 3, 6, 9, 12

None of the other Mass Reaction members wanted Bomb on the mission, but orders are orders. Bomb was glad to be leaving Interrogator, until he learned to his vast chagrin that the cute little piece they called Echo was also a telepath. As it is, Bomb is cooperating and is considered expendable by the rest of the group. **Motivation:** Dmitri enjoys nothing, but finds discovering faults to be the least unpleasant thing he knows. Dmitri is dependent on Ringer for his food source and is forced to obey orders; Ringer does not mind letting him grow sick or hungry if his predictions come true. Bomb will continue to serve in Mass Reaction until the ideal moment, the perfect failure of Ringer's "genius".

Personality: Dmitri is sullen and uncooperative. He is eternally pessimistic and spiteful, lousy company, the last person you'd want to spend time with. Bomb goes out of his way to antagonize people.

Tactics: Bomb (along with Meltdown) is one of the heavy reserves of Mass Reaction. In battle, Bomb evaluates the situation and targets the most agile member of the opposition.

Powers: Bomb is able to transform himself into living X-Rays and perform several feats, including broadcasting and reconstructing himself with near perfect efficiency. Bomb is a powerful source of radiation. His explosion generates X-Rays, which allow him to use special vision on the following phase.

Appearance: Bomb is in his early 40s, short (5'7") with black eyes. He often has radiation rashes and he prefers loose fitting cotton clothes which don't irritate his skin. When battle is likely, he has a black and yellow rubber suit. When teleporting, he disappears with a loud pop as air rushes into the place he just vacated. He reappears silently, but with a blinding white glare and explosion.

ECHO					
Val	Char	Cost	100+ Disadvantages		
13	STR	3	15	1 1/2x STUN from any ego powers	
14	DEX	12	10	Berserk when caught in a panicking, riotous crowd 8-, 8-	
18	CON	16	20	Must obey Ringer and KGB line of command	
13	BODY	6	20	Obeys desires of those whose minds she reads	
18	INT	8	5	Fear of people whose minds she can't read (x 1/2)	
23	EGO	26	3	Falls in love easily and often (x 1/2)	
8	PRE	-2	10	Must be in telepathic contact with someone at least once per minute	
16	COM	3	5	Slightly near-sighted, needs glasses	
5	PD	2	20	Takes BODY from Ego Attacks (as a normal attack)	
6	ED	2	20	3d6 STUN from being in telepathic contact with someone who is injured	
6	SPD	36	42	"Villainess" Bonus	
7	REC	0			
36	END	0			
35	STUN	6			
Cost Powers			END		
50	Multipower (75 pt reserve), act. 14-				
5 u	6d6 Telepathy, fully invisible, 1/4 END				1
5 u	3d6 Ego Blast, fully invisible, 1/4 END				1
5 u	2d6 Mental Paralysis (DEF 1), fully invisible, 1/4 END				1
4 u	Danger Sense 33-, does not work if the attacker has Ego Defense or has no mind (1/2)				
20	N-Ray Vision, doesn't work vs. Ego Defense, act. 14-				
2	+1" Running (7" Total)				
	Skills				
3	Bureaucracy 11-				
5	Disguise 13-				
3	Driving 12-				
5	Gadgeteering 13-				
3	Paramedic 13-				
5	Security Systems 13-				
5	Stealth 12-				
3	Scientist				
6	Electronic, Aeronautic, Mechanical, Nuclear Engineering, Computer Science (all 11-)				
3	KS: Cryptography 12-				
4	KS: Firearms 13-				
3	KS: Radio Operation 12-				
3	Linguist (Russian native)				
4	English (New England accent)				
6	French, German, Spanish (all fluent)				
COSTS:		Char.	Powers	Total	Disadv. Base
		118	+	152	= 270 = 170 + 100
OCV: 5; DCV: 5; ECV: 8; Phases: 2, 4, 6, 8, 10, 12					

Origin: Petra Valeki was always a happy kid, growing up on a collective farm south of Smolensk. She seldom cried, always did what she was told, and always learned to do things sooner than she should. She only started having trouble when she got to school. She knew all the answers in class groups but never did as well on written tests. Her teacher put her through special testing to find out what was wrong and eventually they figured it out. Petra was a telepath.

Immediately, she was moved to a special school, where the KGB taught her to be able to imitate an American. After a week of living with a couple that spoke only English she had learned the language well enough to speak it passably. In similar ways she learned other languages, and then skills: lockpicking, driving, how to fire a gun. She was ten years old. Time to learn sciences.

Everyone loved her, except those who resented having their minds read. Like the KGB. As for the rest, she could always make friends — she knew what made people happy. She couldn't learn to

be ruthless; skipping from mind to mind she would always see things from someone else's perspective. She also parroted anything told her; the KGB, worried about her true loyalty, sent her to their best psionic — Interrogator. After those sessions, she believed in Marx, Lenin, and her superiors (not in that order). Then they pulled her from the school and sent her to America.

For a few years she worked with some deep cover operatives, hanging around in places where secrets might be discovered. She

occasionally worked with Ringer, and learned to hate him, though they got good results. When Mass Reaction was formed, Ringer asked for her.

Motivation: Echo has no motivation of her own; she lives other people's lives for the most part. She hates Ringer, who is generally abusive (he calls her "wimp") but gets along with the other members of Mass Reaction (with the exception of Bomb). Echo searches for new thoughts, memories and experiences, and obeys her superiors, of course.

Personality: Petra is rather shy (especially to those whose minds she can't read) but is friendly to those she knows well. She has been thoroughly indoctrinated; "knowledge" given to her by Interrogator is her only certainty. She has a tendency to agree with both sides of an argument. She doesn't believe in hurting people (she'll only use firearms in extreme circumstances) but when her superiors order her to do something, she obeys.

Tactics: Echo is Mass Reaction's scout; her

telepathically obtained information is crucial to the group's plans. In battle, she does not get involved; she hides in a crowd or behind a bush, preferring to stay out of sight and use N-Ray to select targets. If Echo's teammates are having trouble hitting a target, there are secret codewords to request well-timed mental paralysis attacks.

Powers: Echo is a relatively weak telepath; her powers are only effective because they are unnoticed. Echo's N-Ray Vision is a psychic link with the visual centers of the brain of someone who is in an adjacent area (eg. behind a wall). It does not work if there are no living minds present or if all of the minds have Ego Defense.

Appearance: Echo is eighteen years old, 5'5" tall, thin, and has mouse brown hair and brown eyes. Since a superhero costume would be noticeable, she never wears one. She tries to avoid attention by wearing loose fitting, slightly out-of-date clothing and over-sized glasses.



FALLOUT				
Val	Char	Cost	100+ Disadvantages	
8	STR	-2	15	Disgust of Capitalist Establishment
11	DEX	3	20	Will Not Harm Workers (Innocent Bystanders)
13	CON	6	10	Physical Lim: X-Ray source, easily tracked
9	BODY	-2	15	Cannot Handle Objects while using Multipower
18	INT	8	10	Must enter superpowered mode once per hour or take 2d6 BODY
14	EGO	8	30	3d6 STUN and BODY if hit by strong winds while using multipower
15	PRE	5	5	Unusual Looks 8-
14	COM	2	15	Hunted by FBI, 8-
8+	PD	6	10	Public ID
8+	ED	5	53	"Villainess" Bonus
6	SPD	39		
5	REC	0		
36	END	5		
42	STUN	22		
Cost Powers			END	
120	Multipower (150 pt reserve), powers will not work in very high winds (-1/4)			
12 u	10d6 Cone Explosion, +2d6 Knbk, 1/4 END		5	
7 u	8d6 Cone Explosion, 1/4 END		3	
5 u	Armor (14PD/13ED), Hardened			
5 u	Darkness (IR, UV, norm), 3" radius, 1/2 END, no range		2	
3 u	Desolidification (8 BODY), 1/4 END, not through airtight objects (-1/4)		3	
2#u	Gliding 24"			
5#u	Invisibility (vs. IR, UV, X-Ray), 1/4 END		1	
2 u	Active Sonar, only in own darkness (-1/4)			
7	Paramedic 15-			
3	KS: Radiation Poisoning 12-			
2	PS: Nursing 11-			
5	English, idiomatic, New England accent			
# Powers will not work in very high winds, depend on desolid and force field (-1/2)				
COSTS: Char. Powers Total Disadv. Base				
105 + 178 = 283 = 183 + 100				
OCV: 5; DCV: 5; ECV: 5; Phases: 2, 4, 6, 8, 10, 12				

Origin: Misha Markov was a Red Army nurse. She had served in Afghanistan and learned a lot: about fighting wars, slow deaths, long hours with too much vodka, and the high price paid for fleeting glory. Happily, she settled down to a civilian practice in Kiev.

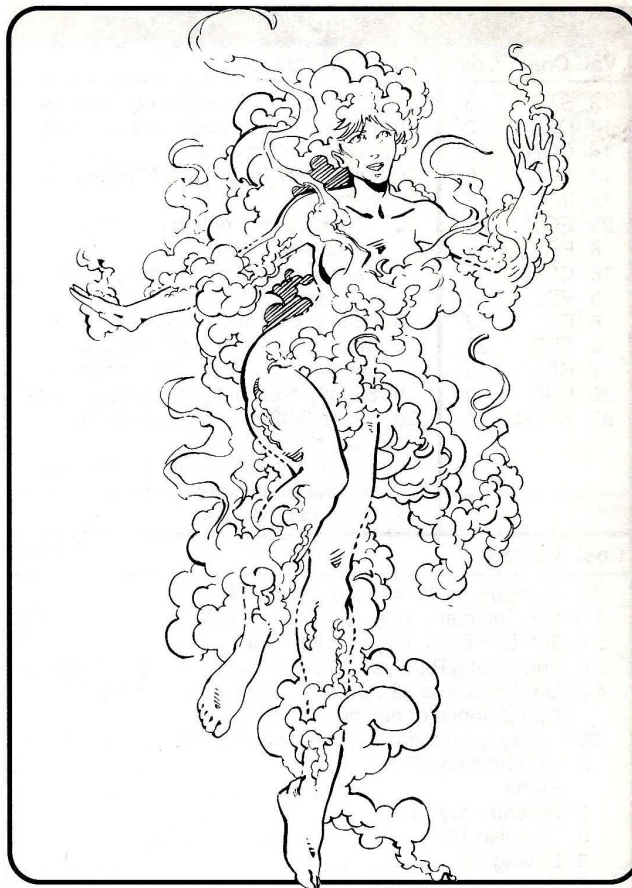
Then the reactor blew.

She was one of the first on the scene. She was kept back from the disaster site until they found two newly developed mutants — Bomb and Meltdown, and she was ordered to give them immediate attention.

Misha saved Bomb, but not without exposing herself. She knew she had to leave, but the major who was with her, who was also dying, literally dragged her to the reactor where Meltdown was casually fighting the fire. All the anger and frustration of Afghanistan returned, but even now she could not rebel. How, when the major took the same dose as she? She found herself staring at the awesome sight of Meltdown tearing apart the reactor with bare hands. Then...

As she floated into the sky as a burst of radioactive steam, she wondered how long it would take her to reach — no, that place was a lie, a myth. Then she congealed, and struggled to regain her human form. Her dying human form.

Now the anger has grown, though she still does not rebel. She learned what the KGB taught her, to use her powers, to obey orders, this time as a soldier. She learns death, and waits.



Motivation: Misha is a reluctant paranormal, her training as a nurse being contrary to a career fighting with superpowers. She does so only because she cannot find the inner strength to resist the orders. Despite her inner anger, she does believe that the Establishment of the Western powers acts against its peoples; she is dedicated to creating dissent and fostering revolution.

Personality: Misha is quiet but intense. She will not talk with anyone in her steam form, as she might expose innocent workers to deadly radiation. She is much more friendly with her teammates. Fallout is the most respected member of the team; the other members would prefer her as leader, but for now Misha is content with Ringer in that position.

Tactics: Fallout prefers to fight defensively; she will blind attackers with her fog or protect her teammates. She rarely uses her major attack (10d6 Cone Explosion) as it leaves her defenseless. She also frequently aborts to desolid, as she knows that if she is knocked unconscious for over an hour, she will die.

Powers: Fallout has two forms: a human form and a radioactive cloud of steam. The human form is dying; in order to keep the radiation from killing her, she must transform herself into a cloud of steam and rid herself of some of the radiation. The cloud is not very cohesive; a strong wind (a gale or any wind-based attack) can rip her to shreds. When moving, she appears much like a cloud of cigarette smoke blown out fairly hard. Her invisibility has a bizarre fringe effect; while she is invisible, she radiates a hot breeze, from which observers can judge her position.

Appearance: In her human form, Fallout appears as a woman suffering from radiation sickness; her skin is burned, she is weary and thin, as well as suffering from a few of the more grotesque symptoms of radiation sickness. She is 5'6" and has blue eyes; she was beautiful once and still retains remnants of that beauty. In her cloud form, she is a shapeless dirty white, in total darkness, it radiates a blue glow.

FLOWER					
Val	Char	Cost	100+	Disadvantages	
10/25	STR	0	10	Enraged at deliberate cruelty 11-, 11-	
29	DEX	57			
15/33	CON	16	20	Code Against Killing	
11/14	BODY	2	15	Sees all issues as black and white	
13	INT	3	5	Must lecture opposition	
11	EGO	2	5	Urge to correct every wrong she sees	
13	PRE	3			
18	COM	4	20	No hands, legs, arms, mouth while shrunk	
2/11+	PD	0			
4/13+	ED	0	20	Hunted by FBI, 8-	
5	SPD	11	25	Hunted by Mafia, 8-	
6	REC	0	10	Public ID	
36	END	0	23	"Villainess" Bonus	
35	STUN	10			
Cost Powers				END	
21#	EC: Energy Ball Powers:				
a-21#	Shrinking, 3 levels, 1/8 END				0
b-21#	Density Increase, 3 levels, 1/8 END				0
c-21#	Flight 21", 1/2 END				2
d-21#	Force Field (17PD/13 ED), 1/8 END				0
6	1/2 END Cost on STR				2
Skills					
7	Disguise 12-				
5	Stealth 15-				
3	Survival Skill 11-				
2	PS: Folk Guitar and Voice 11-				
2	Language: Canadian French (conversation)				
15	+3 levels w/flight, move-bys, and move-throughs				
#-1/4, all EC powers must be active, or none					
COSTS: Char. Powers Total Disadv. Base					
108 + 145 = 253 = 153 + 100					
OCV: 10+; DCV: 10+; ECV: 4; Phases: 3, 5, 8, 10, 12					

Origin: Flower Moon Waters was born in Canada, where her activist father had fled to avoid the draft. She grew up listening to stories about the Sixties; her parents had been everywhere — Woodstock, King's "Dream" speech, the '68 Democratic convention. By Watergate, things had settled down. While a hundred thousand people and a protest concert was good, three people and a mountain were better.

In the mid-80s, the protest movement started to come alive again and Flower's parents were there. Nuclear power, toxic waste, apartheid. Flower got quite an education — in righting wrongs, civil disobedience, and discontent with the status quo. This was her first and only introduction to world politics. Her mother had not sent her to school, but instead taught her about her namesakes.

Flower was 16 when her parents brought her to the annual Pennsylvania nuclear protest, which protested America's Three Mile Island disaster and the shameful way the government had handled it. Thousands joined them.

Thousands were exposed to radiation in the second accident.

Flower was one of several who developed powers that day. After nearly being crushed in a mob panic, she found herself shrunk to the size of a grapefruit, glowing red/orange, and flying through a forest. She knocked down several trees before she figured out how to stop. Along with three others, she was imprisoned by the pigs (taken into protective custody), and harassed (tested for radiation intensity, and given a skilled but inorganic general health check-up). She wasn't radioactive, as were the other three, but the pigs wanted to keep her imprisoned without trial indefinitely (or at least until she learned how to stop crashing into things at high speed).

It was Flower who first decided that the pigs were being unreasonable. She convinced the others — later named Bomb, Fallout, and Meltdown — that they had to break out. Flower led the attack,

accepting advice from Fallout. Fallout's "improvised" plan worked as if it were planned for months. (It had. It was one of Ringer's best.)

Flower returned to the protest to tell her parents what had happened, and to say goodbye. She was going to organize her fellow escapees into a group of superheroes — Mass Reaction — and save the world from the heartless corporations, corrupt politicians, and rich people who were ruining America.

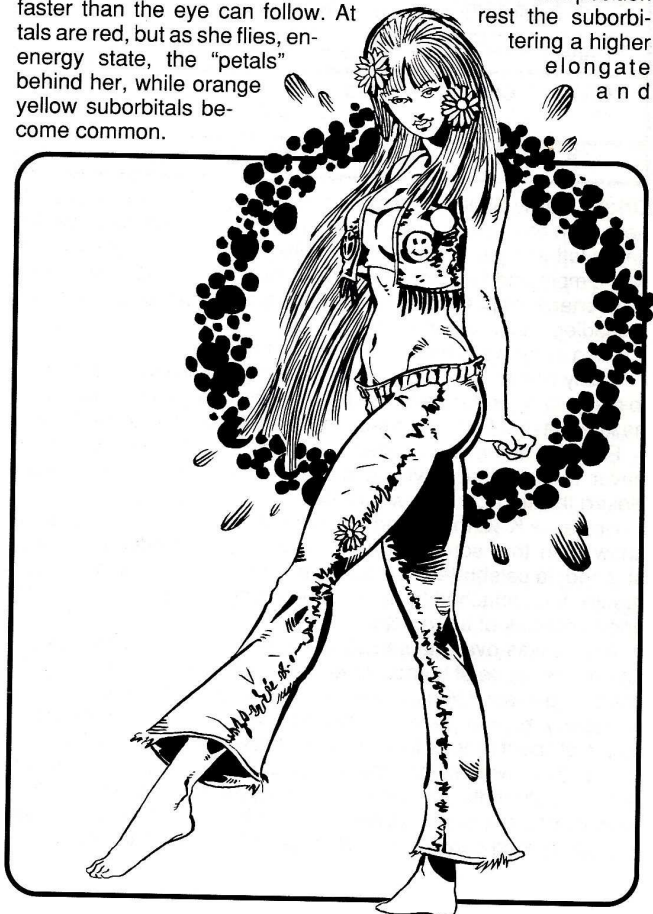
Motivation: Flower is dedicated to her cause. She hasn't been told that the others are Russian, though they have tried to convert her to Marxism. Many a dull morning has been livened up by political debates between Fallout and Flower. Flower is determined to right the wrongs of America and goes out of her way to tell her opponents what they are doing wrong.

Personality: Flower is an enthusiastic American, who handles Mass Reaction's publicity: mostly videos urging American activists to fight evil institutions. She is a sparkplug, an idealistic American teenager with a liberal background, who keeps her teammates on their toes with constant suggestions (much to Ringer's disgust).

Tactics: In combat, Flower uses her shrinking ability to do move-throughs on the toughest opposition (12d6 damage) or multiple move-bys on "pigs," agents, guards (9d6 damage).

Powers: Flower's powers are not radiation-based, but are a "normal" mutation triggered by radiation exposure. In her "Flower" form, she cannot use manipulatory limbs of any sort, nor can she speak, so she assumes her weaker human form to lecture the opposition.

Appearance: Flower is 5'11" tall, slender, with grey eyes. She has long, straight, thin cornstalk hair, which hangs to just below her waist (difficult but not impossible to disguise). She prefers to wear faded bell bottom denims and matching jacket. Decorations include uncounted protest buttons, sewn on bead flowers, crescent moons, and astrology symbols. Unfortunately, most of the time she has to work in disguise. She has no superhero costume. With powers active, Flower appears as an oversized 8 inch diameter atom. Each of Flower's "petals" is a suborbital, which shifts in color and position faster than the eye can follow. At rest the suborbitals are red, but as she flies, entering a higher energy state, the "petals" elongate behind her, while orange and yellow suborbitals become common.



MELTDOWN					
Val	Char	Cost	100+ Disadvantages		
35	STR	10*	20	Code Against Killing	
18	DEX	24	15	Fearful of Contaminating People	
38	CON	26*	10	Protective of Female Teammates (x 1/2)	
15	BODY	4*	5	Always cheerful, joking (x 1/2)	
13	INT	3	10	Major Radiation Source	
11	EGO	2	15	Large, clumsy hands, cannot manipulate objects	
20	PRE	10	15	Dependent on radioactive substances for food (1d6 BODY)	
2	COM	-4	25	3d6 BODY and STUN from water, foam, ice, fire-extinguishers, etc.	
29	PD	0*	15	Unusual Looks 14-	
28	ED	0*	20	Hunted by FBI, 11-	
5	SPD	22	10	Public ID	
11	REC	4	40	"Villain" Bonus	
48	END	1			
63	STUN	29			
Cost Powers			END		
26	EC — Slag Powers				
a-21	Density Increase, 3 levels, 1/8 END, always on				0
b-21	Force Field (16PD/14ED), 1/8 END, always on				0
c-21	1d6 RKA, Damage Shield, Penetrating, 1/8 END, always on				0
d-26	2d6 HKA (energy), 1/8 END				0
20	Half Damage Reduction (energy), resistant, vs. heat/radiation only (-1/2)				
2	+1" Running (7" Total)				
20	Life Support (20 pts)				
4	PS: Fireman 13-				
3	PS: Sailor 12-				
5	English (fluent, New England accent)				
* Density Bonuses and Force Field already added in					
COSTS:	Char.	Powers	Total	Disadv.	Base
	131	+ 169	= 300	= 200	+ 100
OCV: 6; DCV: 6; ECV: 4; Phases: 3, 5, 8, 10, 12					

Origin: Vasily Shenkin always wanted to be a fireman, even while he was in the Soviet Navy learning damage control systems. He finally left that job and settled in a fire department near Kiev. Life was simple and fun, and would be perfect if the food lines were a bit shorter, the speeches from the party officers a little less frequent, the ladies a bit more friendly.

Then there was chaos. The reactor blew up...

Vasily was practical. He knew he was going to die, and decided to die quickly, and save himself pain, so he charged to the front. As he later said to Fallout: "It seemed like a good idea at the time."

First the fire was hot; then the burning came from within. He never thought that anything could hurt that much. He pressed closer, thinking the pain would stop. It didn't.

He saw a KGB major and a nurse vanish in a puff of smoke. He knew then that something was very wrong. Suddenly the pain stopped; to celebrate, he reached out with a hand of superheated reactor fuel, attached to an arm of burning graphite, and tore out another chunk of the reactor.

After it was over, he settled down to life with the KGB. He regained his sense of humor, as long as he didn't have to look in the mirror. He missed vodka, which evaporated before he could taste it properly, but learned to appreciate the fine vintages and savory tastes of spent reactor fuel. He didn't have to worry about line-ups, though there were still too many speeches. And there was just one girl, not unfriendly, just angry. Fallout was the only girl he could cuddle up to, so he married her. He's still finding out how many ways a chunk of slag can get a reaction out of a burst of steam...

Motivation: Vasily does not possess a great deal of initiative; he is with Mass Reaction because of his wife, and because the State demands that he serve in Mass Reaction. He dislikes corrupt officials and criminals who poison innocent workers with drugs, but treats other opponents with restraint, regretting that he has to fight them at all.

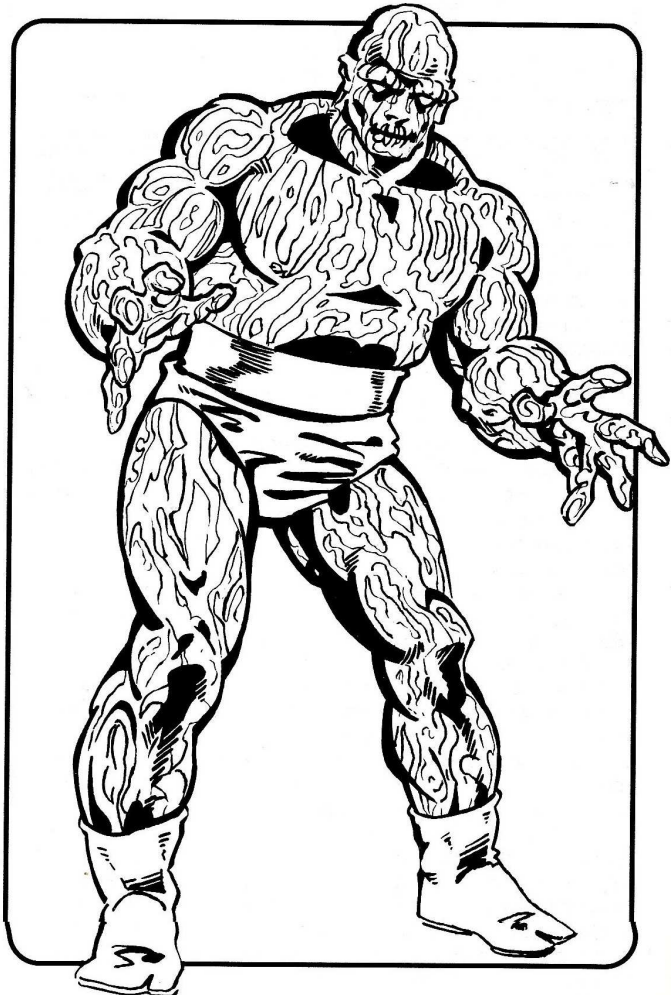
Personality: Despite his monstrous appearance, Vasily is a gentle, good-humored soul. He likes everyone he knows, with the exception of Bomb and Ringer. Despite the fact that he has been condemned to life in a nuclear reactor, he looks on the bright side and in many ways he holds the group together by mediating disputes and keeping things smooth.

Tactics: Meltdown stays out of fights unless absolutely necessary, then he closes with the enemy, preferring heavily armored opposition, scared about what he would do to anyone else. He frequently tries to intimidate people into surrendering, but will surrender if his teammates are getting hurt or he is close to being knocked out.

Powers: Meltdown is a living chunk of radioactive slag. He melts through all but the most heavily shielded of floors, so he never stays in one spot for very long.

Meltdown contaminates all around him, is visible to characters with X-Ray, and has a strong, distinctive smell.

Appearance: Meltdown is 6'4" tall, and thickly built. His body is a charred rough black, dried out like a mummy's and covered with gritty ash. When he moves, the skin often cracks, and an intense blue-white glow shows through the cracks. The same intense glow comes from eyes, nostrils, mouth and hands; the hands are misshapen, as if made from molten metal. He wears shoes and shorts made of a heat-resistant metal mesh.



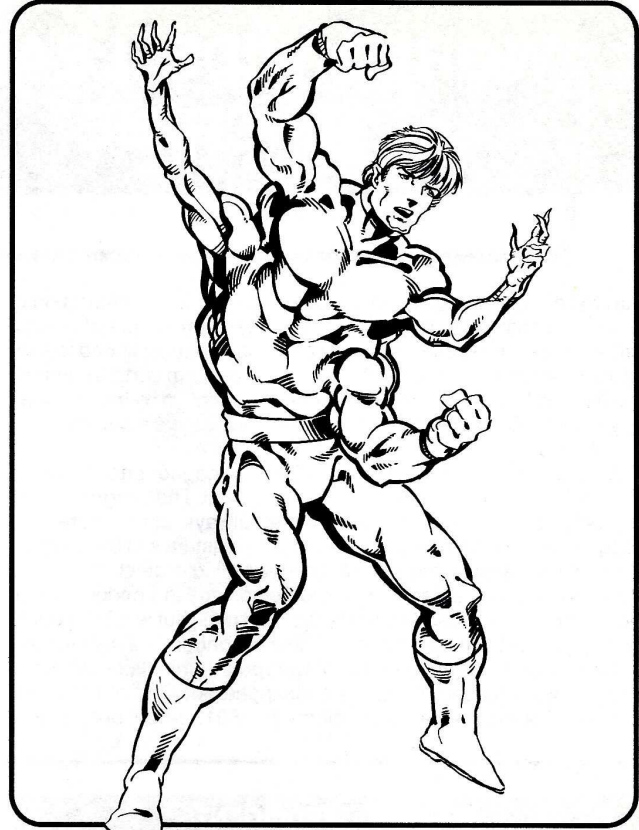
RINGER					
Val	Char	Cost	100+ Disadvantages		
50/55	STR	40	20	2x effect from Power	
26	DEX	48		Drains, Destruction, etc.	
23	CON	26	15	Accidental Change	
11/13	BODY	2		when under attack 8-	
23	INT	13	5	Enraged when people	
14	EGO	8		demonstrate affection	
20/25	PRE	10		or friendship 8-, 11-	
16	COM	3	5	Enraged at failure or	
25/26	PD	15		insubordination 8-, 11-	
20/21	ED	15	15	Incapable of understanding	
5	SPD	14		love and positive emotions	
10	REC	-10	15	Obsessed with perfect	
46	END	0		planning, can't improvise	
66	STUN	17	5	Hates psychologists and	
				priests (x 1/2)	
			5	Bully, enjoys picking on	
				people (x 1/2)	
			40	3d6 BODY and STUN from	
				pesticides, mildly toxic chemicals	
			5	Unusual Looks 8-	
			20	Hunted by FBI, 8-	
			5	1d6 Unluck	
			15	Secret ID (Jacob Bell)	
			43	Villain Bonus	
Cost Powers			END		
7	EC—Shapeshift Powers			a-15	
	Shape Change (humanoid), 1/4 END			0	
b-7	Growth (1 level), 1/4 END			0	
c-7	Clinging (20 STR), 1/4 END			0	
d-7	+6" Running (12" Total), 1/2 END			0	
e-7	Stretching 2", 1/4 END			0	
15	Half Damage Resistance				
5	Ego Defense (10 pts)				
27	1/4 END Cost on STR			2	
Skills					
5	Disguise 14-				
5	Security Systems 14-				
5	Stealth 14-				
4	Russian (English is native language)				
COSTS: Char. Powers Total Disadv. Base					
197 + 116 = 313 = 213 + 100					
OCV: 9; DCV: 9; ECV: 5; Phases: 3, 5, 8, 10, 12					

Origin: Almost since birth, Ringer has been trouble. As an infant he needed bottles that couldn't be shattered or crushed, and nurses with similar properties. No one could handle him. Only one group saw potential in this squealing, shifting bundle of rage: the KGB.

They gave him to Interrogator, their most ruthless agent. After a few years of vicious behavior modification, little Ringer learned to avoid punishment. Although he didn't learn anything about people, he did learn how to hurt them: by collecting secrets, learning their weaknesses, and destroying lives in a methodical manner. No one found out but Interrogator, and "Daddy" wasn't going to tell anyone.

By the time he reached his teens, Ringer could physically mimic anyone in the small "American" town where the KGB trained their spies. He wasn't perfect, though. He never learned to fake affection, or even smile convincingly. He was a cold boy, and people with him always felt more fear than sympathy. This was good — Ringer didn't like sympathy. It made him angry. People who showed him sympathy soon needed it themselves.

Still Ringer progressed, and by the age of 20 he was ready for the real America. On the first trip several American defense contractors found themselves falling behind schedule. Next Ringer teamed with Echo and returned with important secrets. The KGB soon had more operatives ready, and Mass Reaction was formed.



Interrogator wanted his "son" to be named leader, while the Party officer argued that Ringer had no party loyalty or dedication to the cause. Ringer answered with a plan to use an abandoned nuclear plant as a base, and a radiation accident to infiltrate the team into America without raising suspicion. Neither Ringer nor Interrogator appreciate that there is more to leadership than making good plans. Leaders have to know people — not just how to use them. Unfortunately for Mass Reaction, Ringer was named leader.

Motivation: Ringer is obsessed with perfect planning, to the exclusion of other emotions such as love, loyalty, patriotism, friendship, etc. He enjoys manipulating people — destroying and belittling them. (Echo is his major victim in Mass Reaction.) Ringer is determined to succeed, not because he wants to show up anyone or prove himself, but because he is driven to succeed; it is the only thing that he thinks worthwhile.

Personality: Ringer is cold, efficient, and ruthless. He has few emotions, and those emotions are negative: hatred, contempt, and anger. He particularly hates psychologists and priests who try to help people achieve emotional stability.

Tactics: Ringer, despite his immense strength, prefers stealth and subterfuge, using disguise and teamwork (as dictated by him, of course) to achieve his ends.

Powers: Ringer's mutant abilities allow him to reconfigure his physiognomy, giving him great strength and the ability to change shape. His body chemistry is flexible but extremely sensitive to mildly toxic chemicals like bleach and pesticide. His abilities are not perfect; under great stress, Ringer's disguises fade and he grows, shrinks, or stretches at random. His unusual looks are not based on his powers but on his mannerisms; Ringer is so cold-blooded that it makes people around him shudder.

Appearance: How to describe a shapechanger? Ringer averages 5'10", with brown hair and brown eyes. He is bland and quite forgettable — a little overweight because most Americans are a little overweight. When battle starts Ringer grows to eight feet and puts on lots of muscles fast. He forgets about appearance while fighting and becomes warped and twisted as he puts on the extra bulk.

WORLD-WIDE LEAGUE OF CRIME



Summary: The World-Wide League of Crime is an international network of criminal masterminds. Each mastermind operates with limited autonomy within the territory that has been assigned to him by the League. Each mastermind can only perform certain criminal activities within his territory, which is also controlled by the League. Any mastermind who fails to comply with the League's wishes soon regrets it.

All major decisions are voted on by the League; each mastermind holds one vote for each territory controlled. The League meets quarterly, always in a different place, always somewhere the League controls the local government. The existence of the League is a well-kept secret that its members will kill to protect.

Origin: The League had its humble beginnings in London during the Victorian era. The League started out small, but within a year it controlled most of the criminal activities in London, and by the turn of the century it controlled most of Europe's criminal operations. Anyone who crossed the League disappeared. One of the most famous disappearances took place in 1891, when one of the

prostitutes working in London's Whitechapel District was killed by a madman. The police were baffled. Then Jack The Ripper stopped his killings — because the League found and dealt with him.

Today the Crime League can only be described as Illuminati, with its claws dug into the four corners of the world. It controls major corporations, backs prominent politicians, places agents in the top levels of the military and police. There is no limit to its reach. Watch your friend, he could be one of them!

Goals: The masterminds want to keep the Crime League's existence secret from the world, and to protect and expand its operations. The League promotes the operations of its masterminds and keeps them from interfering with each other.

Personnel: The personnel varies with each master-mind, one of which is documented below. Some masterminds use paranormals extensively, while others feel they bring too much publicity.

Reputation: The public has no idea that it exists. Those who do know are aware that **no** one escapes its vengeance for long.

BLACKGUARD AGENTS

Val	Char	Cost	50+	Disadvantages
10	STR	0	20	1 1/2x Effect from Ego powers, Mind Scanning, and Telepathy
14	DEX	12	10	Unusual looks (punk), 11-
13	CON	6		
10	BODY	0		
10	INT	0		
10	EGO	0		
10	PRE	0		
8	COM	-1		
4	PD	2		
4	ED	1		
3	SPD	6		
5	REC	0		
18	END	-4		
22	STUN	0		

SKILLS OF ALL AGENTS

20	Martial Arts (5d6 Punch, 6d6 Kick)
2	+1" Running (7" total)
5	Security Systems 11-
5	Stealth 12-
3	Streetwise 11-
2	KS: Campaign City 11-
8	+1 Level w/Combat
8	Loyalty to Sharpes 14-

WEAPONS OF ALL AGENTS

- 5 a) 1d6 RKA, 6 charges (**OAF** Pistol)
b) 1/2d6HKA (1d6+1 w/STR) (**OAF** Knife)

COSTS:	Char.	Powers	Total	Disadv.	Base
	22	+	58	=	80
				=	30
				+	50

OCV: 5+; **DCV:** 5+; **ECV:** 3+; **Phases:** 4, 8, 12

Personnel Background: The Blackguard were recruited from gangs around the city. All have great fighting abilities, and Sharpes uses them as his street enforcement arm to take care of any problems that might arise. They also pull off many robberies in the city, and sell their ill-gotten gains to Sharpes. The Blackguard is spread throughout the streets and Sharpes keeps in contact with them by telepathy. Each agent has taken a drug that make their mind receptive to telepathy. Because of this Sharpes never tells them more than they need to know.

Tactics: The Blackguard fight as a team. One agent distracts the target by blocking or dodging the target's attacks. The rest of the group attempts to martial throw the target, except one who will hold his action and kick when the victim is thrown. The agents will abort to a defensive maneuver (block, dodge, or dive for cover) if attacked out of their phase.

Appearance: The Blackguard wears various types of punk dress, all the way from tattered jeans, and black T-shirts, to black leather jackets, combat boots, earrings, "skinhead" haircuts, etc.



SHARPES					
Val	Char	Cost	100+	Disadvantages	
13	STR	3	20	Enraged when Betrayed 14-, 8-	
21	DEX	33	15	Greedy, Possessive	
23	CON	26	15	Distrustful of Companions	
12	BODY	4	8	Amoral (x 1/2)	
18	INT	8	8	Hatred for those who have robbed or cheated him (x 1/2)	
18	EGO	16	4	Dislikes killing (x 1/4)	
18	PRE	8	15	Severe arthritis in hands	
10	COM	0	10	Unusual Looks (derelict) 11-	
10	PD	7	5	DNPC (Arthur Dodger, favorite student), normal, 8-	
10	ED	5	30	Hunted by Genocide, 8-	
4	SPD	9	20	Hunted by Crusader, 8-	
12	REC	8	10	Hunted by a Rival Criminal Organization, 8- (x 1/2)	
46	END	0	10	2d6 Unluck	
30	STUN	1	174	Villain Bonus	
Cost Powers			END		
50	Mastermind Bonus (394 pts)				
150	Multipower (150 pt reserve)				
30 m	12d6 Mind Scan, normally invisible, +15 w/MS, 1/2 END				6
21m	12d6 Telepathy, normally invisible, 1/2 END				6
21m	6d6 Ego Attack, normally invisible, 1/2 END				6
5 u	Detect Mind, sense, radius, locate, analyze, 21-				
5	Ego Defense (9 pts)				
Skills					
5	Security Systems 13-				
5	Stealth 13-				
5	Streetwise 14-				
5	Detective Work 13-				
5	KS: Campaign City 14-				
3	KS: Sleight of Hand 12-				
3	PS: Instruction 12-				
5	+1 Level w/Ego Powers				
COSTS: Char. Powers Total Disadv. Base					
126 + 318 = 444 = 344 + 100					
OCV: 7; DCV: 7; ECV: 7+; Phases: 3, 6, 9, 12					

Origin Sharpes grew up on the streets of London, doing anything he could to survive. He soon got involved with a gang of thieves. The gang leader spotted his telepathic ability, and trained him in its use. Sharpes spent a number of years with the gang learning to control his powers and eventually became its leader.

Under his control the gang prospered and came to the attention of Moran, master of London's criminal operations. Moran liked what he saw, and gave Sharpes a chance to become a member of the World-Wide League of Crime by operating a major fencing operation in an important city.

Once set up in his new location, Sharpes planned his first major robbery. He made a mistake by using local talent; they made a mess of things and a number of people were badly hurt, including a security guard. Ever since then the costumed vigilante Crusader has been trying to break up Sharpes' operations.

In addition, Moran has increased Sharpes' operations into gambling, loan sharking, and extortion. Sharpes tried to turn them down, saying he didn't have the personnel to handle them, so Moran sent him one of his best men, Deathblow, to get the ball rolling. Now Sharpes has three problems: Crusader and his allied superheroes, certain non-League operators like the Mafia who think he is muscling in on their operations, and Deathblow, one of Moran's spies. What else could go wrong?

Motivation: Sharpes wants to plan and pull off the greatest caper the world has known before he dies. The problem is that he keeps coming up with a better scheme after each one he pulls off.

Personality: Sharpes tries to keep a low profile, and never likes to get directly involved in any operations. He comes across as a tired, busy, gruff old man who has better things to do than talk with the likes of you. He enjoys teaching his new students the art of thievery, and has a low regard for using technology when a good substitute exists ("why use a computer when one can use one's head," or "why not use geese as an alarm, instead of these electronic things I teach my students to overcome").

Quote: "I'm just a respectable businessman, why are you bothering me? Go away."

Tactics: Sharpes has four rules that he follows religiously: know your enemy, never get involved, let your agents do the dirty work, and never face your enemies on their home ground. Sharpes avoids battles, and will fight only if there is no alternative.

Powers: Sharpes is a mutant, with enhanced physical attributes far

beyond the norm for his age. He is also one of the world's most powerful telepaths. The only way anyone can tell if he uses his powers is with special visions that perceive extraordinary release of his body energies like heat.

Appearance: Sharpes dresses in a very worn, dark suit, an old tattered dark overcoat, a black pair of cloth gloves with the fingers cut off, and a raggedy top hat. Sharpes stands 5'10" tall, and weighs a scrawny 135 lbs. He has black-gray hair, brown eyes; he appears to be in his early fifties.

Headquarters:

Sharpes' headquarters are located in Skid Row, housed in an old, reinforced brick



building labelled "Pawn Shop". This shop is never open, but at night all sorts of low life can be seen going in and out of the building. This is where Sharpes runs his fencing operation and teaches his apprentices the art of thieving.

The headquarters has three floors above grounds, a basement, and a sub-basement. Sharpes doesn't like electronic security measures, instead he prefers animals as guards. He has geese located on the roof, and his cats prowl through the building.

The upper floors house Sharpes' students, and there is a secret exit (a fire pole) that leads to the sub-basement. The main floor has various kinds of junk on display (none of it stolen). The windows are barred and the main door is steel reinforced.

Sharpes and his guards live in the basement and sub-basement. These levels contain many secret doors and passages. Some of them protect his stolen goods and others guard his secret exits into the many storm drains in the area. There are also pit traps.

Note: Sharpes tends to spend most of the points in his Mastermind bonus on the agents he has (Blackguard thugs, cats, etc.). He spends only a few of them on his base, and nothing on high-tech gadgets.

DEATHBLOW						
Val	Char	Cost	100+	Disadvantages		
35	STR	25	20	Overconfidence		
20	DEX	30	15	Loyalty to Moran		
23	CON	26	8	Amoral (x1/2)		
10	BODY	0	8	Anti-social (x1/2)		
13	INT	3	10	Dependent on life forces, must fully drain one living being per day		
11	EGO	2		(2d6 per phase)		
25	PRE	15				
8	COM	-1	15	3d6 STUN from Healing powers		
10+	PD	3	15	Unusual Looks (eerie presence), 14-		
10+	ED	5	20	Hunted by Crusader, 8-		
4	SPD	10	20	Hunted by Rival Criminal Organization, 8-		
10	REC	-4				
46	END	0	8	Hunted by the police, 8- (x 1/2)		
40	STUN	0	15	3d6 Unluck		
			39	Villain Bonus		
Cost Powers				END		
64*	1/2d6 Body Destruction, NND, damage shield, fully invisible, 1/8 END				1	
27	Force Field (5PD/5 - ED), fully invisible, hardened, 1/4 END				0	
25	Life Support (25 pts)					
5	Ego Defense (8 pts)					
13	Power Defense (13 pts)					
20	Regeneration (2 BODY)					
9	1/2 END Cost on STR				3	
	Skills					
3	Driving 14-					
5	Security Systems 12-					
3	Streetwise 14-					
5	+1 Level w/H-to-H Combat					
*NND defenses are: 1) Regeneration or Healing, 2) a successful EGO roll when contact is made, 3) having death-based powers, 4) not being alive						
COSTS:		Char.	Powers	Total	Disadv.	Base
		114	+	179	=	293
					=	193
					+	100
OCV: 7+; DCV: 7+; ECV: 4; Phases: 3, 6, 9, 12						

Origin: During a gun battle with the police, a nasty young man named Bill Farley was shot in the head. He was rushed to the hospital, and the doctors gave him little chance of recovering. One of the doctors decided to try out a new experimental drug on him. The drug stabilized his condition, but it also left him in a coma, which lasted for thirteen years.

When he did wake, if one can truly awaken from a state that isn't quite living, an uncontrollable hunger forced him to drain the life force from a nurse. From then on he was on the run from the police. He returned home to find that his family had been well taken care of by his old employer Moran, similarly all of his hospital expenses had been paid.

He could not remain at home — his wife and children feared him, and he could not trust himself to control his hunger. So he returned to his old job with Moran, and with his abilities soon became Moran's right hand.

Motivation: Moran has sent Deathblow to help Sharpes with his new operations and to watch out for any signs that Sharpes does not hold the League's best interests at heart. Most of all, Deathblow wants to become a League Master. He is hoping that Sharpes will make a mess of things (with a little help from him) so that he can take over, but he must make sure that anything he does can't be attributed to him.

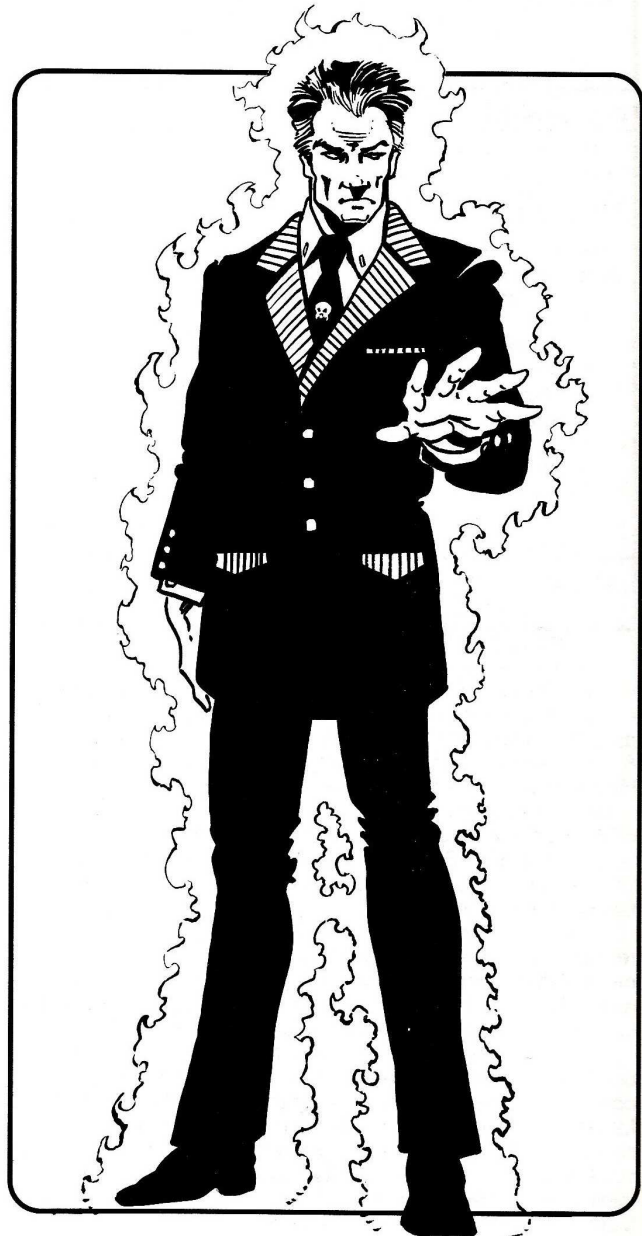
Personality: Deathblow is cold and machine-like. He never does anything that is governed by emotion, and has lost all interest in having any type of companionship with other people at all. He speaks in a low, eerie monotone voice.

Quote: "You aren't going anywhere ever again. At least not under your own power."

Tactics: Deathblow's favorite trick is to persuade an opponent into shaking his hand. If he is attacked he likes to roll with the punch (see *Champions II*) and let his damage shield do the work. If attacked from range, he will try to close with his target while dodging; if he can't do that, he'll take cover and force them to close.

Powers: Deathblow remains alive through sheer force of will. His body is surrounded by an anti-life field, which drains off life force. Anyone who touches the field is damaged.

Appearance: Deathblow likes to wear black suits and always looks like he is just coming from a funeral (a lot of the time he is). He is 6'0" tall, weighs about 220 lbs, and has black hair and brown eyes.



SNAKE					
Val	Char	Cost	100+ Disadvantages		
40	STR	30	10	Enraged when he takes BODY	
23	DEX	39		8-, 8-	
23	CON	26	15	Loyalty to Sharpes	
13	BODY	6	15	Unusual Looks (reptile), 14-	
13	INT	3	10	2d6 from extreme cold	
11	EGO	2	20	Hunted by Rival Criminal	
20	PRE	10		Organization, 8-	
0	COM	-5	10	Hunted by Crusader, 8-	
15+	PD	7	10	Public ID	
12+	ED	7	34	Villain Bonus	
4	SPD	7			
13	REC	0			
40	END	-3			
45	STUN	0			

Cost Powers		END
10	1d6 HKA (2d6 w/STR), must grab (-1/2) Combines with:	3
20	5d6 NND (not vs. regeneration, 15 pts LS, or not taking BODY from HKA), 8 charges, no range, must grab (-1/2)	
10	Armor (3PD/3ED)	
10	1/2 END Cost on STR	4
10	Power Defense (10 pts)	
5	IR Vision	
9	+3 Enhanced Vision (-1/6")	
3	Escape Artist 14-	
3	Streetwise 13-	
15	+3 Levels w/H-to-H Combat	

COSTS:	Char.	Powers	Total	Disadv.	Base
	129	+	95	=	224
				=	124
				+	100

OCV: 8+; DCV: 8+; ECV: 4; Phases: 3, 6, 9, 12					
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Origin: Snake was found half dead in a storm drain as an infant by Sharpes, who recognized him as human being, not a monster. Sharpes took the child into his fold, even though many of the gang members objected. Sharpes protected him and raised him to adulthood. Because of his appearance, Snake would never be a thief, but his great strength made him an excellent bodyguard for Sharpes' operation.

Motivation: Snake's goal is to supercede Sharpes as the gang's new leader when Sharpes retires, but he would never speed the process up in any way. Snake now spends much of his time learning how the operation works by overseeing various thefts from a distance.

Personality: Snake is always overly polite and never takes insults personally. He considers those who mouth them to be too stupid to know better. Snake views Sharpes as his father, and does anything he asks.

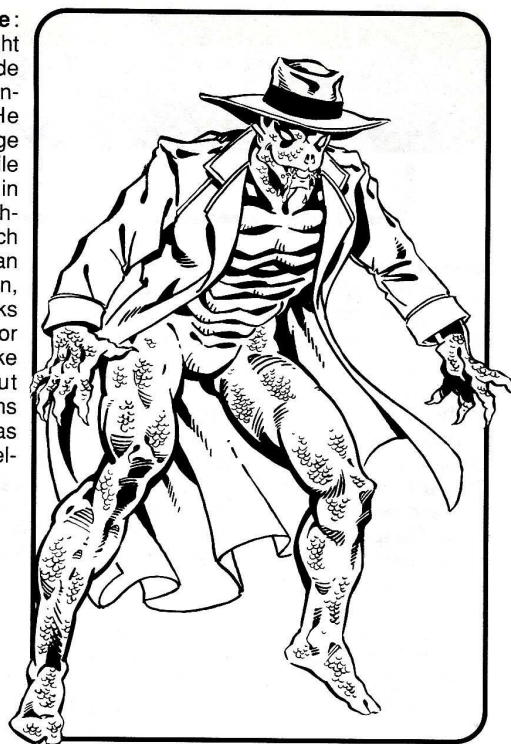
Quote: "I know I'm ugly, but I'm ten times the man you could ever be!"

Tactics: The first time Snake meets an opponent, he will put his levels into DCV until he gets an idea of his foe's abilities. Then he shifts his levels to give him the best overall advantage. If things go badly he will put his levels in OCV for an all out attack. Snake's favorite tactic is grabbing his opponent and biting with his fangs, injecting a non-lethal incapacitating poison. If Snake is captured, he acts as though he were stupid, since he knows that people think ugly monsters are stupid. When caught he mutters in a dumb voice: "I think you bad, try to help, I be sorry, not do again, ever more".

Powers: Snake's most powerful weapon is his bite, which can inject venom (the NND attack) into the opponent's bloodstream. He must grab the opponent before he can bite them, and the venom supply is limited (although he can continue biting them for as long as he wants, doing normal HKA damage).

Appearance:

Snake has light green, scaly hide covering his entire body. He looks like a large humanoid reptile and dresses in over-sized clothing (like trench coats). He can pass as human, if no one looks very closely or carefully. Snake stands about 6'7" and weighs 200 lbs. He has no hair and yellow eyes.



SHARPES' CATS

STR 0*	DEX 18	CON 8	BODY 4	INT 8
EGO 5	PRE 10	COM 24	PD 2	ED 2
SPD 4	REC 6	END 22	STUN 9	COST 35 pts.

Pts Abilities		Pts Disadvantages
10	Size Decrease, One level#	8 Animal
3	Bite (1d6)	8 Domesticated
3	Claw 1 pip	8 No Manipulation
15	Climbing 15-	15 Loyalty to Sharpes
7	Stealth 14-	10 Arrogant
8	Running (10" movement)	5 Unluck 1d6
10	Night Vision	54 Total Points
3	+3 to overall perception roll (14-)	
4	Maneuvers: Bite, Claw, Dodge, Rake	
63	Abilities Cost	

* STR -15 (size decrease)
Size Decrease (-15 STR, x 1/2 height, and x 1/8 Mass, half Range Mod. on all ranged attacks and Perception rolls.)

Background: One day Sharpes came across a group of youths killing a cat. He could not stand to see it suffer so he chased away the kids and took the cat home. To his surprise the cat had a litter just before it died. With his telepathic abilities, Sharpes found that these cats possessed a reasoning ability near human level. When the kittens were fully grown, Sharpes decided to use them in his organization as spies. He initiated a breeding program to create large numbers of them and sent them out into the city to be his eyes. Using his mind scan and telepathic abilities he is able to keep track of their position and progress in any mission. Since he can't keep track of all of them at once, they must report to him on a regular basis. He has sold some of the cats to pet stores (cutest kittens in the city) and many of them have prominent owners (police chief, mayor). Now you don't just have to watch your friend, you have to watch your cat too! These cats don't engage in combat unless Sharpes is directly threatened.

(Note: These cats use rules from *The Bestiary*)

PLUNDER



Membership: Sleeper (leader), Terastar, Silver Dragon, Phobos, and Deimos, plus occasional employment of mercenary villains as back-up, distractions, and cannon fodder.

Origin: The supervillain Sleeper realized that his robberies would be much more successful if he had raw power and distractions to back him up. Sleeper began bumping into villains during his robberies and recruited them into his organization, which (satirizing a local superhero team) he called PLUNDER. PLUNDER is not actually an acronym — it just sounds good.

Goals: PLUNDER wants to get rich, confound the authorities, have fun, and be able to retire in comfort at an early age. Occasionally, when Sleeper is feeling charitable, PLUNDER gives wealth to the poor, typically by bizarre methods (hijacking the caterers for a \$1000 a plate fundraising dinner and giving the food to a food bank). They are not out to conquer anything or kill anyone; as Sleeper puts it: "Even if I somehow managed to conquer this disaster of a planet I wouldn't have much fun looking after it." On rare occasions PLUNDER helps out heroes against destructive menaces, although they will never physically confront villains unless they are attacked.

Tactics: Sleeper prizes distraction and stealth, despite Silver Dragon's desire for honor, Phobos and Deimos's love of violence, and Terastar's love of fighting. They tend to sneak in, achieve their objective, and sneak out. Sleeper does not accompany the group in costume but is usually close by in disguise or in his secret ID. Sleeper loves attention and often sends riddles to the police prior to committing his crimes.

Relations: Sleeper is the unchallenged leader of PLUNDER although all of the other members consider him to be very bizarre. Terastar and Silver Dragon care very deeply for each other, but due to racial barriers have yet to admit it openly. Phobos and Deimos are shunned by the rest of the group; their violent excesses are the thing most likely to break PLUNDER apart.

Reputation: PLUNDER is well known throughout the world; they strike anywhere. In North America they are one of the more popular villain groups, as they have never killed anyone and sometimes help those in need. They have been defeated several times but have never stayed in captivity long enough to stand trial.

PHOBOS AND DEIMOS					
Val	Char	Cost	100+ Disadvantages		
15	STR	5	10	1 1/2x STUN from water-based attacks	
23	DEX	39			
23	CON	26	10	1 1/2x BODY from water-based attacks	
12	BODY	4			
13	INT	3	10	Berserk when brother takes BODY	
20	EGO	20		11-, 11-	
20	PRE	10	20	Overconfidence	
6	COM	-2	15	Hatred of Water	
17+	PD	14	10	2d6 STUN from emersion in water	
13+	ED	8	10	1d6 BODY when brother takes BODY	
4	SPD	7	15	Unusual Looks 14-	
9	REC	2	30	Hunted by Hero Group, 8-	
50	END	2	25	Hunted by UNTIL, 8-	
35	STUN	3	10	Public ID	
			16	Villain Bonus	
Cost Powers			END		
37	12d6 Mind Control, 1/2 END, only causes fear (-1)				6
27	3d6+1 RKA, +1 STUN Multiple, 8 charges, no Knockback (OAF Laser Pistol)				
6	Armor (3PD/3ED), act. 14- (IIF Heavy Cloak)				
12	Gliding 20" (OAF Glider Cape)				
6	Flight 10", only for gaining altitude (-1/4), act. 14-, 6 charges (OAF Flight Jets)				
10	Life Support (15 pts), not usable in water (-1/2)				
17	+7d6 to PRE attacks, doesn't defend vs. PRE attacks, act. 14-				
10	UV Vision				
	Skills				
5,2	Stealth 13-		KS: Campaign City 11-		
5,3	Security Systems 12-		+1 Level w/Laser		
COSTS: Char. Powers Total Disadv. Base					
141 + 140 = 281 = 181 + 100					
OCV: 3+; DCV: 8+; ECV: 7; Phases: 3, 6, 9, 12					

Origin: Phobos and Deimos are the twin offspring of a woman and an evil Demon Lord! Although Melissa Courtney's children were not deformed at birth, she could not bear the sight of them and abandoned them. But it was not the fate of the children to die; instead a witch found and raised them. Phobos' and Deimos' father watched their progress eagerly, and when the time was right he ate their foster mother and allowed his children to en-



counter a supervillain group. The twins offered PLUNDER their services, and Sleeper agreed, albeit with some hesitation. PLUNDER would be a good home for them, the demon thought, as he watched Sleeper craft trinkets for them to wield. The world would learn to fear Phobos and Deimos, the terror twins.

Motivation: Phobos and Deimos do not know the truth about their origin; they see themselves as freaks or mutants. They want to have fun and get rich, just as Sleeper does, but unlike Sleeper they enjoy terrifying people and have no qualms about hurting inno-

cents. Phobos and Deimos have yet to kill anyone, but as they get bolder and Sleeper loses control over them, it is only a matter of time before they shed blood. Phobos and Deimos have considered betraying PLUNDER but still fear Sleeper's power and the considerable might of their teammates. They are likely to remain with PLUNDER for the foreseeable future.

Personality: Phobos and Deimos are nasty and sadistic. They don't say much, except to laugh at people or to ridicule firmly held beliefs. They despise avenging vigilante-types.

Quote: "There is nothing to fear but Fear, Ourselves!"

Tactics: Phobos and Deimos prefer to manipulate crowds with presence attacks, trying to drive them in to a stampeding frenzy that serves as a good distraction. In combat they use their presence attacks to get whatever advantage they can; they then shoot lightly armored targets. If they are hurt or frustrated they will mind control their opponents into bowing before them or running away. Sleeper doesn't approve of such tactics but the twins use them anyway.

Powers: Phobos and Deimos's powers are based on their magical heritage; like certain witches they shun water. They are also linked with each other so that when one is seriously hurt, the other feels pain, regardless of the distance that separates them.

Appearance: Phobos and Deimos Courtney are 19 years old, 5'8", 175 lbs. with black hair and glowing red orbs for eyes. Their skin is jet black and leathery. They wear grey cloaks and capes that hide their body, except for their shining eyes.

SILVER DRAGON										
Val	Char	Cost	100+ Disadvantages							
18	STR	8	10	1 1/2x STUN from magical attacks						
26	DEX	48	10	1 1/2x BODY from magical attacks						
28	CON	36	5	Enraged when attacked by surprise						
10	BODY	0		8-, 11-						
13	INT	3	20	Code of Honor (Won't surprise attack)						
11	EGO	2								
15	PRE	5	20	Hatred of Ninja						
12	COM	1	25	Hunted by Ninja Group, 8-						
9+	PD	5	25	Hunted by UNTIL, 8-						
6+	ED	0	15	Secret ID (M'iko Hamaguchi)						
6	SPD	24	71	Villainess Bonus						
10	REC	0								
56	END	0								
40	STUN	7		*OIF Magic Armor						
Cost Powers			END							
36	Martial Arts (9d6 punch, 11 1/2d6 kick)				1					
20	Find Weakness w/ Martial Punch 13-									
20*	Armor (12PD/12ED), act 14-				2					
17*	Flight 10", 1/2 END									
16	Danger Sense 13-									
7	+3d6 to PRE attack, act 14- (Kiai shout)									
4	1/2 END Cost on STR									
	Skills									
10	Acrobatics 14-									
5	Stealth 14-									
4	KS: Japan 13-									
4	KS: Tokyo 13-									
4	Languages: English (accent), Japanese (native)									
15	+3 Levels w/Martial Arts									
COSTS: Char.			Powers	Total	Disadv.	Base				
139			+	162	=	301	=	201	+	100
OCV: 9+; DCV: 9+; ECV: 4; Phases: 2, 4, 6, 8, 10, 12										

Origin: Hiroto Hamaguchi had been a great samurai, but now he was a ronin, masterless, in deadly peril. It was one of Japan's secret wars, between ninja and samurai, and Hiroto was caught in the middle and slain. His daughter found the body; the ninja had stolen the sword, the blade of her clan's honor. In cold fury, she swore vengeance. She took her father's magic armor and after hours of

meditation, wore it. Miraculously it was a perfect fit. She turned to a family of *yakuza* (Japanese gangsters) to help in her revenge; they taught her the arts of crime. She heard a rumor that her clan-sword was in North America and journeyed there. She called herself the Silver Dragon.

One day as she battled some UNTIL agents and was about to be overwhelmed, Terastar saw her in battle. It was love at first sight (for him, anyway!). M'iko owed him for the rescue, and thought he was handsome, so she agreed to listen when he proposed that she join his group. Sleeper was delighted with the acquisition, and Silver Dragon became the third member of PLUNDER.



Motivation:

M'iko's foremost goal is the recovery of her clan-sword and her family's honor. Sleeper has used his skills to try to find it but every time they close in, outside forces keep them from acquiring it. M'iko is devoted to Bill Kellogg, but refuses to believe that she is in love with him. She has a vengeful streak and all ninja, regardless of whether they are heroes or villains, are her targets.

Personality: M'iko is courteous but strict, keeping even her closest acquaintances at a great distance. She is very honorable and will compliment her opponents in battle should they perform well. She is greatly annoyed by boorish behavior. She treats occidentals and orientals the same, although her old prejudices

prevent her from establishing friendships with most occidentals.

Quote: "Test me if you must, but you may find that you are the one who fails."

Tactics: Silver Dragon is an intelligent combatant; she tends to sit back with her defenses at maximum until she has found weakness several times; she then attacks the vulnerable point. She will let her opponent surrender if she starts inflicting lots of BODY. She will use her levels defensively, except against opponents that are extremely difficult to hit, or in case the group needs to end a fight quickly. She prefers one-on-one encounters to group attacks, except against the most lethal opponents.

Powers: Silver Dragon has magic samurai armor, constructed in the 17th Century. Each century, a member of the family must slay a dragon to maintain the armor's power. M'iko needs the sword to slay the dragon as well as to restore her family's honor — the time is fast approaching when the dragon must be slain.

Appearance: M'iko is 24 years old, 5'8" tall, 135 lbs. with black hair, brown eyes, and a confident stance. She wears gleaming silver armor with a dragon figure on its chest.

SLEEPER						
Val	Char	Cost	100+ Disadvantages			
13	STR	3	5	1 1/2x STUN from neural attacks		
23	DEX	39	5	1 1/2x BODY from neural attacks		
28	CON	36	15	Enraged when attacked by		
14	BODY	8		Genocide 11-, 8-		
23	INT	13	20	Grandstander		
18	EGO	16	15	Avoids all physical violence		
20	PRE	10	10	DNPC (Crystal Davis, sister),		
18	COM	4		normal, 8-		
18	PD	15	25	Hunted by Genocide, 8-		
18	ED	12	30	Hunted by Superhero Group, 8-		
5	SPD	17	13	Hunted by UNTIL, 8- (x 1/2)		
12	REC	6	10	2d6 Unluck		
56	END	0	15	Secret IDs (Calvin Davis;		
37	STUN	2		Rick Rogers, private eye)		
			286	Villain Bonus		
Cost Powers			END			
50	Mastermind Bonus (500 pts)				3	
90	9d6 NND (Not vs. Power Defense, 15 pts. Life Support), 1/4 END, no range					
15	Half Damage Resistance					
15	Ego Defense (20 pts)				0	
8	Flash Defense (8 pts)					
5	Lack of Weakness (5 pts)					
15	Life Support (15 pts)					
5	Power Defense (5 pts)					
22	Shape Shift, 1/4 END					
	Skills					
5	Computer Programming 14-					
5	Detective Work 14-					
9	Disguise 16-					
5	Security Systems 14-					
5	Stealth 14-					
25	Gadgeteering 24-					
54	Gadget Pool (45 pts)					
3	Scientist					
16	Physics, Mechanical Engineering, Electrical Engineering, Computer Science, Mathematics (All 13-)					
6	+2 Levels w/NND Attack					
10	+1 Overall Level					
COSTS:		Char.	Powers	Total	Disadv.	Base
		181	+	368	=	549
					=	449
					+	100
OCV: 8+; DCV: 8+; ECV: 6+; Phases: 3, 5, 8, 10, 12						

Origin: Calvin Davis learned that he was a mutant at the age of 14, when his IQ jumped fifty points, and he found that he could change his appearance and could put people to sleep with his touch. But Calvin dreaded spending the rest of his life as a non-entity in research. Why should his powers go to waste? He decided to devote his awesome talents to crime. After run-ins with UNTIL and Genocide he realized that he could achieve far more if he had a group behind him and he founded PLUNDER. His goal is to commit the perfect crime, and to that end he has set up a second secret identity as Rick Rogers, PI, to give him credibility with the authorities and set up an information network to aid him in his crimes. So far, he has been successful, and PLUNDER is one of the most prosperous villain groups today.

Motivation: Sleeper views criminal activity as an elaborate game for the ultimate stakes. He enjoys toying with heroes and humiliating them, but is a good loser — as long as **his** face isn't punched in. Sleeper's greatest fear is boredom; crime is an intellectual challenge. His goal is to commit the perfect crime, a masterpiece that will allow him to be remembered for all time.

Personality: Sleeper is a brilliant child who never quite grew up. He enjoys being a villain and plays on his notoriety. He likes giving riddling clues to his crimes before he commits them and gives press

conferences via phones afterward. He is good-natured and brave with words but averse to confronting heroes in person and taking lumps.

Quote: "The superhuman is the most feared, most talked-about, and most important development in the history of man. Naturally they make an excellent stooge for one of true genius, such as myself."

Tactics: Sleeper rarely attacks anyone himself. He often carries a teleporting device (that he stole from a government research lab) which teleports him to a point of safety when he gets in trouble (usually to a tunnel set up by Terastar). He loves to disguise himself as an official, give a hero a "handshake" and then teleport away, leaving a riddle in the stunned hero's hand. He is a good tactical leader for PLUNDER, which boasts that they have never been put in Stronghold.

Powers: Sleeper is a mutant. His touch can override a victim's nervous system, putting him to sleep. He can alter his appearance to resemble any humanoid creature. His shape shifting skill is so good that with a lot of time and appropriate information (and at -5 to his disguise roll) he can duplicate fingerprints, retina patterns, and voice prints. Sleeper is also a computer genius, and takes part in discussions on many BBSes regarding heroes and villains.

Appearance: Calvin is 26 years old, 5'9", 170 lbs. with dark brown hair, brown eyes and no distinguishing features. Rick Rogers appears to be about 35 years old, 5'10", 185 lbs. with black hair, blue eyes, and a moustache. Sleeper can change his costume at will, allowing him good camouflage in different terrain.



TERASTAR					
Val	Char	Cost	100+	Disadvantages	
65	STR	44*	10	1 1/2x STUN from ego attacks	
21	DEX	26*	10	Enraged when called a coward	
38	CON	45*	8-, 11-		
18	BODY	13*	10	Enraged when friends are hurt	
10	INT	0	8-, 11-		
10	EGO	0	20	Enjoys a good fight	
23	PRE	13	15	Fear of Flying	
16	COM	3	8	Devoted to Silver Dragon (x 1/2)	
28	PD	12*	10	2d6 STUN from drinking Instant	
23	ED	12*		Change Potion	
4	SPD	7*	25	Hunted by UNTIL, 8-	
21	REC	0	30	Hunted by Superhero Group, 8-	
76	END	0	13	Hunted by VIPER, 8- (x 1/2)	
70	STUN	0			
Cost Powers			END		
55*	Tunnelling 8" (13 PD), 1/2 END				6
24*	Full Damage Resistance				
13*	1/2 END Cost on STR				
4*	Flash Defense (5 pts)				
12*	Life Support (15 pts)				
2	+1" Running (7" Total)				
2	Instant Change, must use Instant Change to alter identity				
	(-1/4), 6 charges, (IAF Concealed Potion Bottles)				
10	+2 Levels in H-to-H Combat				
6	+2 Level w/Punches				
*-1/4, in villain ID only					
COSTS:	Char.	Powers	Total	Disadv.	Base
	175	+	128	=	303
				=	203
				+	100
OCV: 7+; DCV: 7+; ECV: 3; Phases: 3, 6, 9, 12					

Origin: Bill Kellogg was a menial worker at an UNTIL installation, lifting crates, pushing a broom, etc. When he heard about Operation Übermensch, which would give normals superhuman abilities, he knew he had to be their test subject. After a great deal of begging, UNTIL agreed to test him. Kellogg failed the psychological exams but, undaunted, he sneaked into the records vault at night and changed the test results. UNTIL gave him a dose of the serum and he gained superstrength, earth control abilities, and a case of raging paranoia.

Kellogg feared that others would get the same powers so he broke into the project files and destroyed the research. He stole the only copy of the serum and paid a criminal pharmacology lab to duplicate it. (They were frustrated when they learned the formula was individually tailored for each subject's body chemistry, making its duplication valueless.) To pay off the lab, Kellogg turned to crime.

It was during a robbery that he met Sleeper, who realized that he could use some brawn to go with his formidable brains and instantly recruited him into the group as PLUNDER's second member.

Motivation: A boyhood coward who was beaten up by bigger kids many times, Terastar enjoys being superpowered; it is the most fun he has ever had. Terastar is extremely competitive and enjoys fighting, especially against other bricks. To him, being a member of PLUNDER is part of an elaborate game. Despite his combative nature Terastar does not enjoy hurting people, although he doesn't mind teaching a bully a lesson. Kellogg has two weaknesses: a fear of flying, and a desire to win Silver Dragon's love.

Personality: Kellogg is a fun-loving, good natured young man who tends to mouth off a bit too much. Kellogg loves to fight, shouting challenges and insults as he deems appropriate. He is insecure and underconfident, and tries to cover these faults with a show of

bravado. Terastar is paranoid about his secrets, trusting only Sleeper and Silver Dragon. He does not get along well with the mercenaries that Sleeper occasionally employs in PLUNDER, and despises Phobos and Deimos. If he fights the same brick regularly he'll try to develop a "friendly foe" relationship with him.

Quote: "Hi! Meet my fist!"

Tactics: Kellogg is not very good at tactics. He usually has at least one tunnel set up as a secret exit. He likes to duke it out against bricks. If that is not possible, he will try to grab the opponent with the lowest DCV and allow the entire group to attack him.

Powers: Terastar's powers allow him to control earth and rock. He still retains his massive strength if removed from the earth although he panics when he doesn't have at least one foot on the ground, which often causes his opponents to believe he has this limitation. His tunnels are quite large and he can seal them off or leave them open as he sees fit.

Appearance: Bill Kellogg is 29 years old, 6'1", and 205 lbs. He is well built but not extraordinarily so. His hair color is a light brown and he has green eyes. His costume is brown with green trim.



PSI-KIN



Membership: Alabaster, Crimson, Emerald, and Indigo (leader). The PSI-KIN will be found with other villains associated with PSI (Parapsychology Studies Institute), but membership in the PSI-KIN is reserved for members of the Kage family.

Origin: The PSI-KIN are mutant quadruplets. When they were 11, bigoted neighbors discovered their powers. In a mob frenzy they burned down the Kage house, killing the children's parents. At the same time, PSI learned of their existence and captured them, then warped their minds to serve their new masters.

Goals: The PSI-KIN exist to serve PSI's every whim. Their most important duties include kidnaping psionic mutants and protecting PSI installations.

Tactics: The PSI-KIN prefer to attack with a numerical advantage and double-team their opponent. They prefer to use coordinated attacks; either Crimson or Alabaster will grab an opponent and hold him for the rest of the team, or Indigo will flash an enemy, and the other three will concentrate their fire on the blinded target.

Relations: The PSI-KIN are family. Occasionally they get on each other's nerves but they love each other deeply and will risk their lives to save a family member who is in trouble. Indigo is the most mature of the PSI-KIN and is usually considered to be the leader, but there is no clear chain of command.

Reputation: The PSI-KIN are not considered to be very powerful, and avoid getting involved with high-powered enemies. These are excellent villains for low-powered campaigns and novice heroes.

CRIMSON						
Val	Char	Cost	100+	Disadvantages		
35	STR	25	10	Enraged if attacked by flaming attacks 11-, 11-		
18	DEX	24	10	Enraged when family takes BODY 11-, 11-		
23	CON	26	15	Hatred of Prejudice		
12	BODY	4	15	Adventurous, Flamboyant		
13	INT	3	8	Loves Wealth (x1/2)		
10	EGO	0	25	Hunted by Genocide, 8-		
15	PRE	5	15	Hunted by Police Special Forces, 8-		
12	COM	1	15	Secret ID (Christopher Kage)		
14	PD	7	29	Villain Bonus		
14	ED	9				
4	SPD	12				
12	REC	0				
46	END	0				
42	STUN	0				
Cost Powers			END			
45	Multipower (45 pt reserve)				0	
8 m	Extra Limbs (x4)				9	
9 m	Stretching (9")				2	
13	+10" Running (17" total) based on extra limbs (-1/2)				2	
13	x4 Superleap, based on extra limbs (-1/2)				3	
9	1/2 END Cost on STR					
5	IR Vision					
11	Climbing 5", 16-					
10	Swinging 10"					
3	+1 Level w/grab					
COSTS:		Char.	Powers	Total	Disadv.	Base
		116	+	126	=	242
					=	142
					+	100
OCV: 6+; DCV: 6+; ECV: 3; Phases: 3, 6, 9, 12						

Origin: Christopher Kage loved fires. The night his parents died he watched the fire for five minutes before he realized that something was wrong — before he called for help. He blames himself for his parents' death; he is determined to protect his family now at any price. To safeguard the PSI-KIN from any future disaster Christopher has embarked on a crime spree with Emerald, putting their stolen wealth in secret foreign accounts.

Motivation: Christopher is torn between the desire to live in peace and a longing for adventure. Usually the adventurer side of him wins. He does not always get along with PSI but follows them

because the rest of the family does.

Personality: Christopher likes to be the center of attention and competes with Emerald for the spotlight. In combat Christopher gets mad; he has a temper that matches the color of his hair. He is still fascinated by fire but carries an immense burden of guilt. If someone attacks Crimson with fire, he might lash out with blind fury.

Tactics: Crimson specializes in grabs; he grabs his opponent with his extra arms and either waits for other PSI-KIN to team up

against the foe, or hurls him into the path of Alabaster's haymaker.

Powers: Crimson's powers are based on telekinesis. The more limbs that he manifests, the less he can stretch. If Crimson has at least two extra limbs active, he can use extra running and leaping abilities.

Appearance: Crimson is 6'1", 180 lbs with red hair and green eyes. His costume is black with deep red trim, and his energy field is also crimson in color.



Origin: Karl calls himself Ivory White (Alabaster is his code name). He is the gentlest of the Kage quadruplets but has a reputation for viciousness; once, while trying to contact a young mutant girl, he found a dead body instead, and the group of agents that arrived on the scene blamed him for her murder. Karl now seeks to clear his name and avenge the dead mutant, who was actually murdered by Genocide.

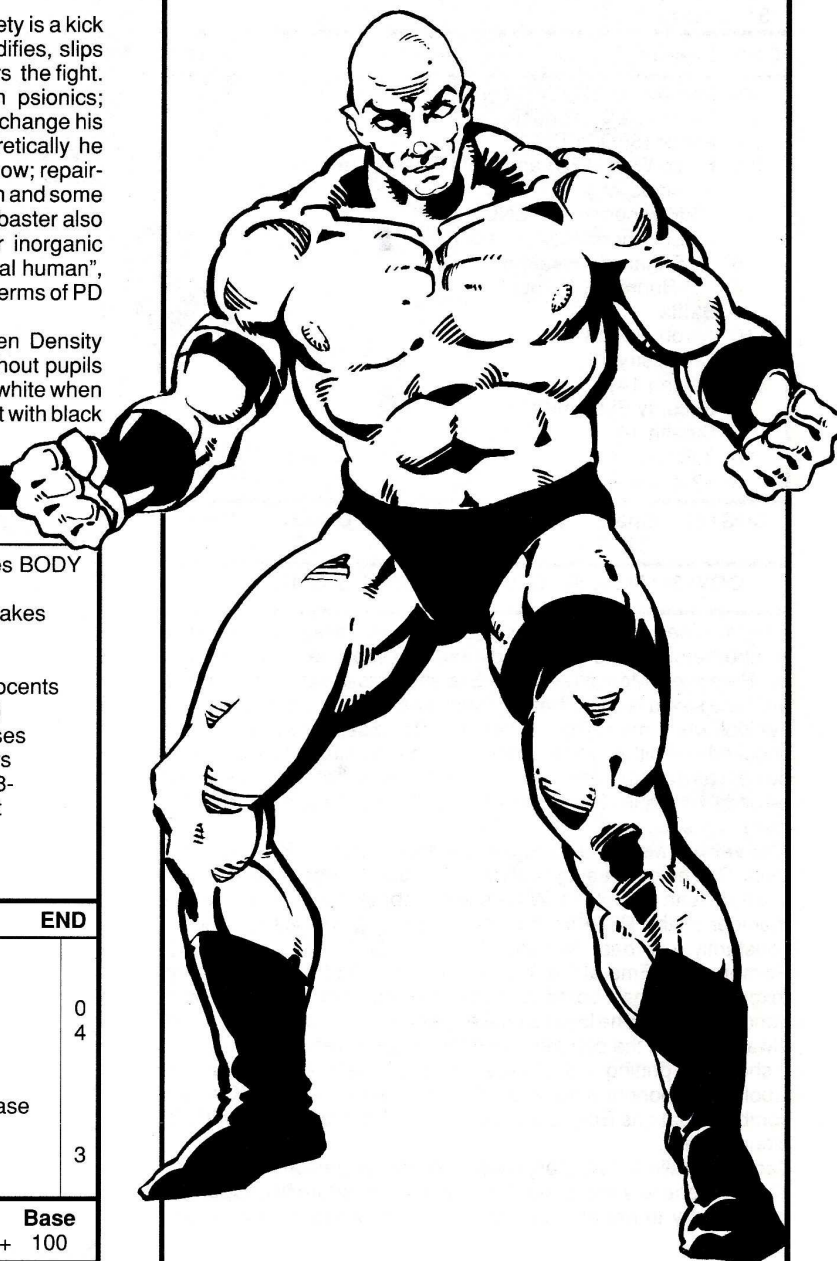
Motivation: Karl is somewhat confused; he does not enjoy hurting people but is forced to by PSI. Karl is not strong-willed and is easily dominated by other members of his family. Karl does have a nasty temper, which comes out when he is hurt. His chief goal is to exonerate himself by finding the murderer of the mutant girl, which will get him involved with Genocide.

Personality: Alabaster is the strong silent type. If he gets mad, he'll yell: "you're meat, mister!", but does not believe in killing and doesn't take his threat seriously. If encountered in a non-combat situation, he is shy and introverted, a gentle giant.

Tactics: Alabaster is a typical brick whose idea of subtlety is a kick instead of a haymaker. If he gets in trouble, he desolidifies, slips through a wall and takes a quick recovery, then re-enters the fight.

Powers: All of the PSI-KIN's powers are based on psionics; Alabaster's powers are psychokinetic in nature: he can change his mass or repair damaged cell structures at will. Theoretically he could alter other people's mass, but he hasn't learned how; repairing their cell damage requires tremendous concentration and some pain (empathy between the healer and the injured). Alabaster also can gauge the physical toughness of any organic or inorganic structure; he should think in terms of "tough as a normal human", "tougher than normal", or "superhumanly tough"; not in terms of PD (which is a game mechanic).

Appearance: Alabaster is 6'4", 220 lbs (900 lbs when Density Increase is active). He is bald and has green eyes, without pupils when his powers turn on. His skin is pale, turning albino white when his powers are active. His costume is a black bathing suit with black boots, wrist, arms, and legbands.



ALABASTER

Val	Char	Cost	100+ Disadvantages
30/40	STR	20	20 Enraged when he takes BODY
18	DEX	24	14-, 8-
28/38	CON	36	10 Enraged when family takes
14/16	BODY	8	BODY 11-, 11-
13	INT	3	15 Hatred of Prejudice
10	EGO	0	15 Code vs. Harming Innocents
20	PRE	10	8 Code vs. Killing (x 1/2)
14	COM	2	10 2d6 STUN when he uses
11/17	PD	5	Regeneration on others
11/17	ED	5	25 Hunted by Genocide, 8-
4	SPD	12	15 Hunted by Superagent
12	REC	0	Squad, 8-
56	END	0	15 Secret ID (Karl Kage)
43	STUN	0	28 Villain Bonus

Cost	Powers	END
50	Multipower (50 pt reserve)	
5 u	Density Increase (2 levels), 1/8 END; and Half Damage Resistance	0
5 u	Desolidification (8 BODY), 1/2 END	4
4 u	Regeneration (3 BODY), usable on others	
2	+1" Running (7" Total)	
30	Detect PD, analyze, -1/3" radius, takes half-phase	
15	Power Defense (15 pts)	
10	1/2 END Cost on STR	3
5	+1 Level w/H-to-H combat	

COSTS:	Char.	Powers	Total	Disadv.	Base
	125	+	126	=	251
				=	151
				+	100

OCV: 6+; DCV: 6+; ECV: 3; Phases: 3, 6, 9, 12

EMERALD					
Val	Char	Cost	100+	Disadvantages	
20	STR	10	10	Enraged if attacked by killing attacks 11-, 11-	
23	DEX	39			
23	CON	26	10	Enraged when family takes BODY 11-, 11-	
11	BODY	2			
13	INT	3	15	Rash, Impetuous	
8	EGO	-4	15	Overconfident	
15	PRE	5	8	Code vs. Killing	
14	COM	2	25	Hunted by Genocide, 8-	
13+	PD	9	15	Hunted by Police	
13+	ED	8		Special Forces, 8-	
5	SPD	17	15	Secret ID (Marcia Kage)	
10	REC	2	22	Villain Bonus	
48	END	1			
34	STUN	1			

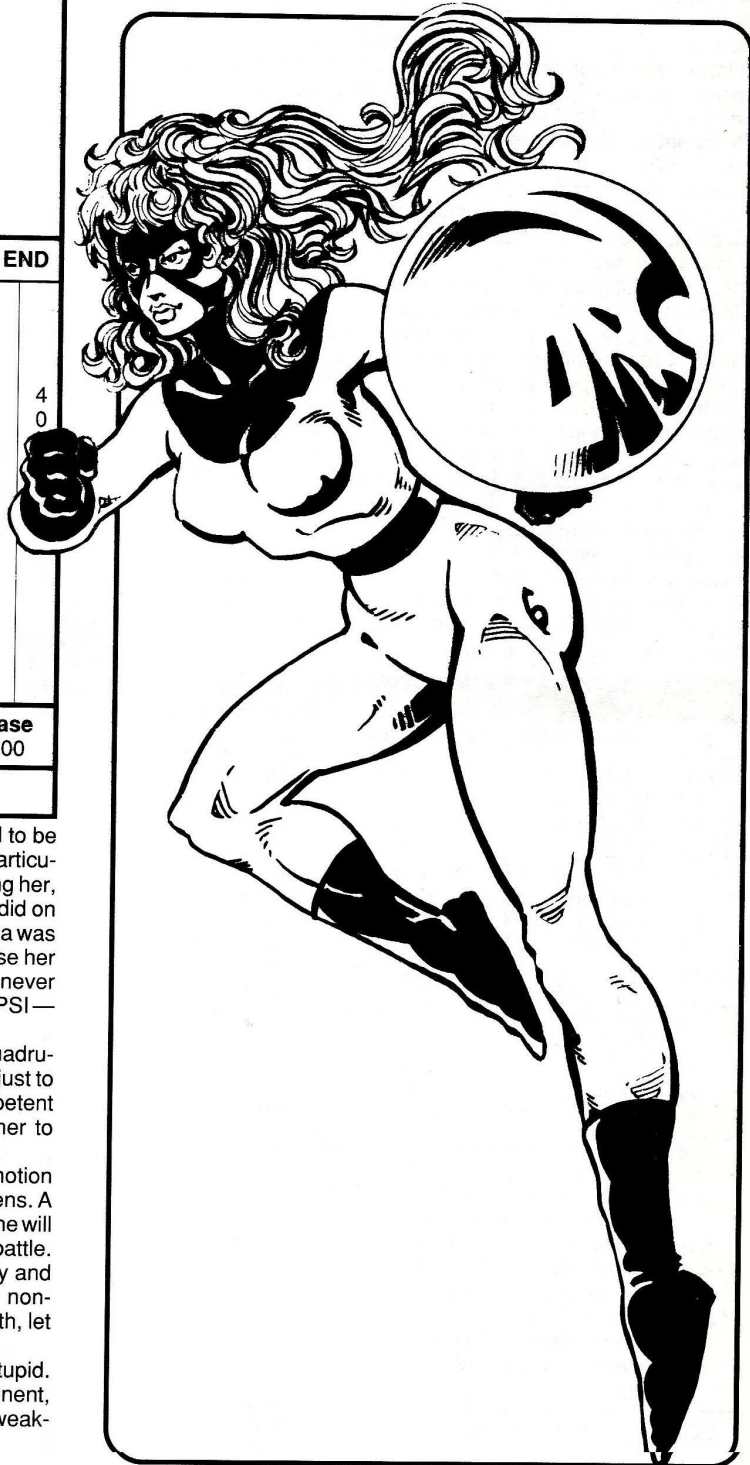
Cost	Powers	END
25	Multipower (25 pts reserve)	
2 u	Missile Deflection, all, 14-	
2 u	Armor (8PD/7ED)	
2 u	Force Wall (4ED) and 5 pts Flash Defense, 2" radius AE	4
22	+3d6 w/punch, 1/4 END	0
6	+2 Enhanced Vision (-1/5")	
6	+2 Enhanced Hearing (-1/5")	
2	+1" Running (7" Total)	
	Skills	
10	Acrobatics 14-	
3	Chemistry 12-	
3	Driving 14-	
5	Security Systems 12-	
5	Stealth 14-	
15	3d6 Luck	
6	+2 levels w/block	

COSTS:	Char.	Powers	Total	Disadv.	Base
	121	+	114	=	235
				=	135
				+	100

OCV: 8+; DCV: 8+; ECV: 3; Phases: 3, 5, 8, 10, 12

Powers: Marcia's powers are telekinetic in nature. She can form her force field into a circle and use it to inflict extra damage. Marcia is also extremely lucky.

Appearance: Emerald is 5'6", 125 lbs, with red hair and green eyes. Her costume is green and white and she wears a green wig.



Origin: When Marcia Kage was a child, she always wanted to be a superheroine. She always admired one superheroine in particular, Peregrine. Marcia resisted PSI's attempts at indoctrinating her, until she saw a feature that an hour news "journalism" show did on her idol, which made Peregrine look evil and depraved. Marcia was shocked and bitterly disillusioned; while she still wanted to use her powers as a costumed adventurer, she vowed that she would never be deceived again. From that moment, Emerald belonged to PSI — body and soul.

Motivation: Marcia is the most adventurous of the Kage quadruplets. She enjoys seeing how much trouble she can get into, just to see if she can get out of it. While she is probably the most competent member of the PSI-KIN, her thrill-seeking nature causes her to constantly overreach herself.

Personality: Emerald is manic, in a constant state of motion (except when she's bored, and she'll tell you when that happens. A hundred times). She loves a challenge and if given a choice, she will always choose the opponent with the toughest reputation in battle. If she is not getting a challenge, she'll complain rather loudly and label her opponent a wimp or other demeaning epithets. In non-combat situations Emerald is a whirlwind; hard to keep up with, let alone control.

Tactics: While Emerald enjoys action and danger, she isn't stupid. She will generally use defensive powers to frustrate her opponent, and then try to get an advantage when they expose their weaknesses.

INDIGO											
Val	Char	Cost	100+ Disadvantages								
13	STR	3	10	Enraged if attacked by killing attacks 11-, 11-							
20	DEX	30	10	Enraged when family takes BODY 11-, 11-							
28	CON	36	15	Code vs. Killing							
10	BODY	0	8	Sworn to Protect Innocents (x1/2)							
13	INT	3	15	Hunts VIPER 14-							
18	EGO	16	10	2d6 STUN when surrounded by an energy field							
15	PRE	5	25	Hunted by Genocide, 8-							
14	COM	2	25	Hunted by VIPER, 8-							
14+	PD	11	15	Secret ID (Lazarus Kage)							
17+	ED	11	25	Villain Bonus							
5	SPD	20									
10	REC	2									
56	END	0									
31	STUN	0									
Cost Powers			END								
50	Multipower (50 pt reserve)										
5 u	8d6 EB, 1/2 END		4								
5 u	4d6 Ego Attack, 1/2 END		4								
3 u	4d6 Flash vs. one target, 1/2 END		4								
1 u	Flight 5", 1/2 END		0								
5 u	Force Wall (8PD/8ED), 1/2 END		4								
5 u	40 STR Telekinesis , 1/2 END		4								
5 u	8d6 Telepathy, 1/2 END		4								
15	Half Damage Resistance										
5	Ego Defense (8 pts)										
5	Flash Defense (5 pts)										
Skills											
5	Detective Work 12-										
3	Streetwise 12-										
2	KS: City Knowledge (GM's choice), 11-										
5	+1 Level w/Multipower										
COSTS:			Char.	Powers	Total	Disadv.	Base				
			139	+	119	=	258	=	158	+	100
OCV: 7+; DCV: 7+; ECV: 6+; Phases: 3, 5, 8, 10, 12											

Origin: When Lazarus Kage was 16 years old he fell in love with a young mutant and they left PSI and were married. However VIPER was also interested in them and tried to capture them by force. His wife was killed in the fire and Lazarus swore revenge. Believing that PSI offered the best protection for his family, Lazarus rejoined PSI and has given them total loyalty while he continues his vendetta against VIPER.

Motivation: Lazarus is an intense young man who lives for vengeance. He doesn't care about PSI; the two things that matter to him are keeping his family safe and getting even with VIPER. Lazarus would willingly help even his most hated enemies (such as a superhero that he had developed a grudge against) if that would help him defeat VIPER.

Personality: Indigo is totally serious. He doesn't joke or talk to heroes with friendly banter — this is not a game to him. If forced to fight, he gets mad, but is protective of innocents, and will not use lethal force if there is a chance that innocent bystanders can get hurt. Indigo has a strong sense of personal honor and deprecates the idea of killing. Whether or not these principles extend to VIPER has yet to be tested.

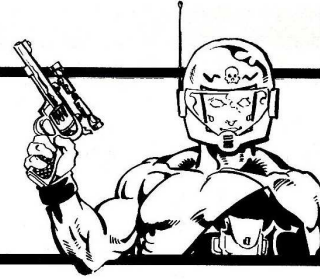
Tactics: Indigo is the group's tactician, its key member. He coordinates its teamwork (sometimes telepathically) and decides when the group should retreat. (He often has to drag Emerald out of the fight personally.)

Powers: Indigo's powers are the most versatile of the PSI-KIN; he has both telekinetic and telepathic abilities. Indigo continually radiates photonic energy; if he is trapped in an energy enclosure, such as a force wall or an entangle, he will take a backlash effect and go into shock.

Appearance: Indigo is 6'1", 180 lbs, with red hair and green eyes. His costume is black with purple trim, his mask is black, and his cape, boots, and gloves are white.



INDEPENDENTS



BOREALIS

Val	Char	Cost	100+	Disadvantages
30	STR	20	5	1 1/2x BODY from Darkness attacks
26	DEX	48	5	Enraged when he takes BODY from attacks 11-, 8-
35	CON	50	20	Fanatically Patriotic for Canada
23	BODY	26	20	Hatred of Government
23	INT	13	8	Overconfidence (x1/2)
18	EGO	16	10	Unusual Looks (reputation) 11-
35	PRE	25	10	DNPC (Rhea Frobisher, ex-wife), normal, 8-
12	COM	1	35	Hunted by Canadian Security Agency (w/heroes), 11-
28+	PD	22	30	Hunted by Canadian Superhero Group, 8-
27+	ED	20	505	Villain Bonus
6	SPD	24		
20	REC	14		
80	END	5		
80	STUN	24		

Cost	Powers	END
127	Multipower (127 pt reserve)	
22 m	15d6 EB, 1/4 END	3
8 u	10d6 EB, AE Cone, -1d6 Knbk, 1/2 END, no range	12
12 u	8d6 Entangle (DEF 8), 1/4 END	4
12 u	14d6 Mind Control, 1/4 END; and 1d6 Cumulative Transformation (Transforms victim into Borealis' mind slave; Reversed by telepathic contact with victim), only affects those who take 2x effect from Mind Control (-1/2)	10
12 u	16d6 Telepathy, 1/4 END	4
8 u	8d6 Flash vs. one target, 1/4 END	4
12 u	Desolid (8 BODY), 1/4 END; Flight 20", 1/4 END	
10 u	1 1/2d6 Power Destruction vs. all light powers, 1/16 END	0
9 u	3d6 RKA, No range mod, 2x Max Range, 1/2 END, Only in bright light (-1/4)	10
12 u	16d6 Light Illusions, 1/4 END	4
24 m	40" Combat Teleport, x4 Mass, 2 Floating Locs, 5 Fixed Locs, x256 Distance (7.7 KM, +1 Phase), 1/4 END	1+
31	Armor (30ED), Hardened, only vs. light based attacks (-1)	
9	-6" Knockback Resistance, only vs. light based attacks (-1)	
13	Missile Deflection 15-, based on Damage Shield (-1/2),	
10	Life Support (30 pts), only vs. radiation (-2)	
11	Ego Defense (16 pts)	
8	Flash Defense (8 pts)	
14	Hardened PD/ED	
5	Power Defense (5 pts)	
15	Half Damage Resistance	
10	UV Vision	
5	Instant Change	

Continued at top of next column

Skills

- 3 Bureaucratics 14-
- 5 Disguise 14-
- 5 KS: Canadian Indian Myths 14-
- 2 KS: Canadian Arctic 11-
- 3 PS: Civil Service 12-
- 3 Languages: French (fluent)
- 10 +2 Levels w/Multipower
- 10 +1 Overall Level

COSTS:	Char.	Powers	Total	Disadv.	Base
	308	+	440	=	748
				=	648
				+	100

OCV: 9+; DCV: 9+; ECV: 6+; Phases: 2, 4, 6, 8, 10, 12

Origin: Martin Frobisher was a bureaucrat for the Canadian government who, although he loved his country passionately, had become convinced that his masters were corrupt and incompetent. He thought of the words spoken by Sir Wilfred Laurier, Prime Minister at the turn of the century: "the twentieth century belongs to Canada". He thought of Laurier's successors, who betrayed that vision.

Perhaps these convictions would have just remained mere convictions. But as Frobisher's discontent grew, so did a certain longing, a feeling that pulled him away from Ottawa, Canada's capital. Frobisher found himself increasingly drawn to the Canadian North, and he began spending most of his spare time there. His actions became reckless, his marriage broke up, and he lost nearly everything. Then one night, during a long vacation that turned into a desperate trek for survival, his dying gaze turned towards the fires of the Aurora Borealis, and suddenly he wasn't dying anymore. He felt as though he were truly alive for the first time in his existence. He realized that it was his destiny to make Laurier's vision a reality. This realization brought with it awesome power; the power of the Aurora Borealis itself now manifested itself in him.

Borealis returned from this journey as one of the world's most powerful beings, and soon earned a reputation as Canada's greatest supervillain. Recently, he has recruited a number of other superpatriotic villains to his cause, to form the super-organization Destiny.

Motivation: Borealis intends to overthrow the Canadian government and protect the country from harm. His form of protection has included murdering nine German Terrorists who blew up a Canadian military jet in Germany and sinking a US icebreaker that challenged Canadian sovereignty in the Northwest Passage. Borealis is contemptuous of constitutional law ("merely kindling for endless legal liturgies and paper wars") and believes that all governments are composed of powermad incompetents. ("Governments are about power and only power. They are never about people.")

While he is genuine in his protective feelings towards the Canadian nation, Borealis also hopes that through his actions he will eventually get public support in his effort to overthrow the government. Borealis is fanatically proud of his country but does not trumpet its superiority unless he is asked to express an opinion; he does not look down on people of other nations. Borealis protects innocents, and will not use lethal force against superheroes unless they have committed crimes against Canada. Borealis is a mortal enemy of Invictus.

Personality: Borealis presents himself as proud and noble, but has a cynical view of life and people in general. He is well-read, contemptuous of government, and always presents philosophical arguments to back up his ideas. An encounter with Borealis is often more a debate than a fight.

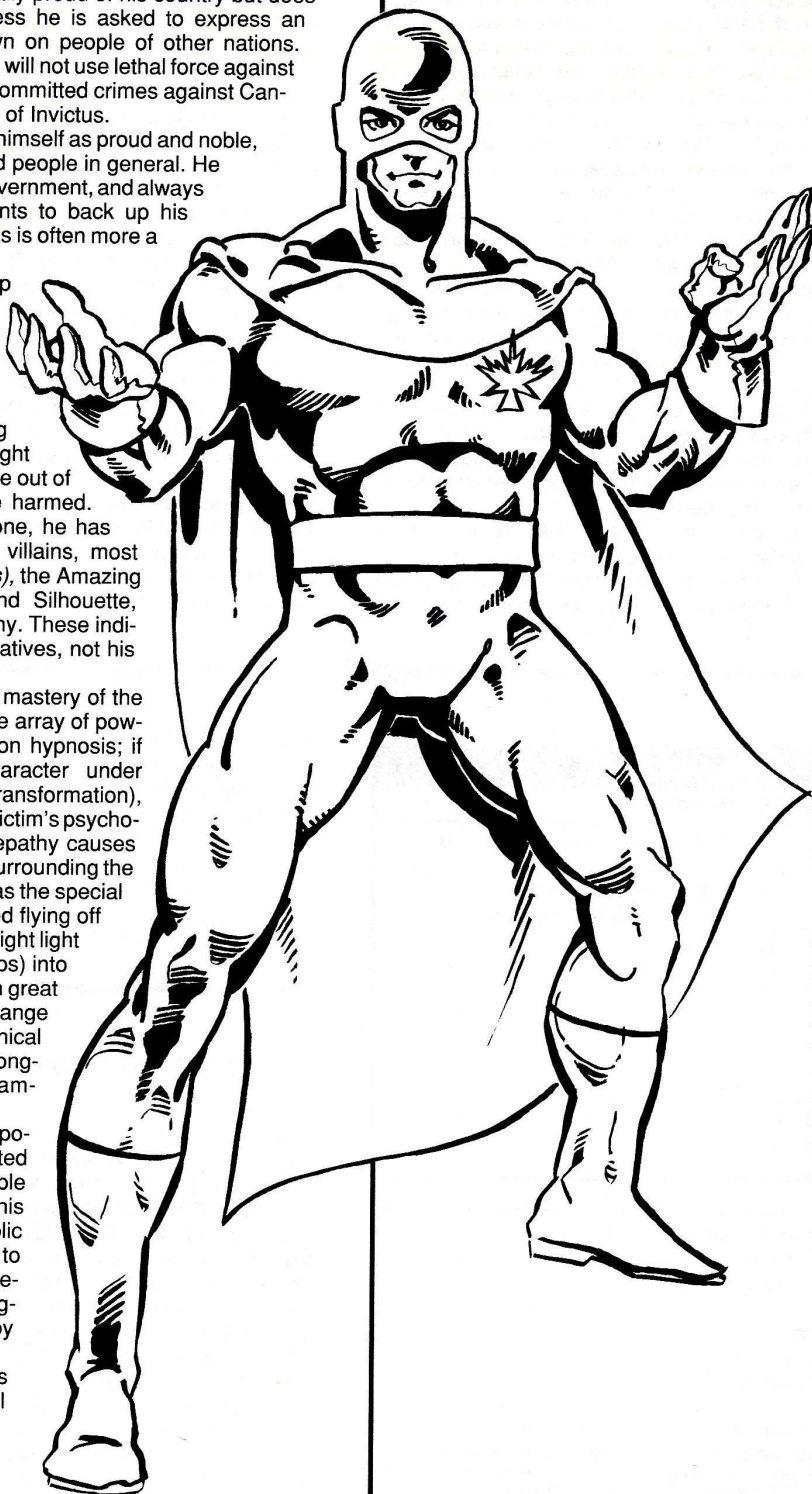
Quote: "The Law doesn't help people. It crushes them. That is why I do not follow the law."

Tactics: Borealis prefers to hamper his opponents with entangles and keep them off balance, rather than risk hurting them. If pressed, Borealis will fight back but will try to move the battle out of areas where innocents may be harmed. Although Borealis is usually alone, he has allied with other pro-Canadian villains, most notably Ladybug (from *Enemies*), the Amazing Darkon (from *Enemies III*), and Silhouette, forming a group known as Destiny. These individuals serve as Borealis's operatives, not his teammates.

Powers: Borealis has complete mastery of the visible light spectrum, and a wide array of powers. His mind control is based on hypnosis; if sustained, it will put the character under Borealis's complete control (ie. transformation), even to the extent of altering the victim's psychological limitations. Borealis's telepathy causes memories to appear as images surrounding the victim's head; his teleportation has the special effect of forming a ball of light and flying off into the distance. He can focus bright light (sunlight, concentrated floodlamps) into a beam of energy that strikes with great accuracy at up to two kilometers range (He uses this against mechanical threats.) Borealis is designed for long-running, long established campaigns.

Scenario: The major Canadian political parties have been discredited in the eyes of the Canadian people due to scandal. Borealis uses this cynicism to generate enough public support to attempt a coup. It is up to the heroes to discover a way to defeat Borealis before America's largest trading partner is taken over by a supervillain.

Appearance: Martin Frobisher is 39 years old, in superb physical condition, has black hair (balding), green eyes, 6'0", and weighs 175 lbs. His identity is completely unknown. His costume is green with gold hood, cape, gloves, belt, and boots; the maple leaf insignia is also gold.



DUCHESS INDUSTRIES (ORGANIZATION)

Summary: One of the world's largest corporations, Duchess Industries' extensive research program has been marred by many incidents, some of which have created superheroes and supervillains. Based in Bonn, West Germany, Duchess has interests in nearly every area of science, from medicine to genetics, robotics to psychology. It also has ties to the criminal organization VIPER, although no evidence has ever been found to connect the two.

Origin: A prominent wife of a Third Reich leader decided that the war could not be won and, unless she escaped her husband, she would die. Using experimental plastic surgery techniques she exchanged her appearance with the Duchess Henrietta Van Drotte, a rather vacuous social climber. Thus the Duchess, as she is now known, survived her supposed death in 1945.

The Duchess soon took over Duke Von Drotte's large industrial corporation; her "husband" had been crippled in the war and drugs soon removed him as an obstacle all together. Using funds from the Marshall Plan, Duchess Industries became one of the leading corporations on earth.

Today, Duchess Industries seeks to maintain its status as a super-corporation while governments try to dismantle it. The Duchess, who is old but whose youth has largely been preserved by special drugs, has given a large amount of power to her underlings, some of whom have ties to supervillains.

Goals: Duchess Industries maintains its position by any means necessary; it will not bother anyone who does not pose a threat. Its primary research goal is to find "the bumblebee factor", the reason certain humans are capable of performing feats that are impossible

according to the laws of physics. (The "bumblebee factor" is derived from the false belief that bumblebees are not aerodynamic and should not be able to fly.) The latter goal has involved the capture, study, and attempted creation of superbeings. Some branches of Duchess Industries have sponsored superhero groups to use for publicity and defense purposes (not to mention studying the "bumblebees" without their knowledge).

Personnel: Duchess Industries is headed by the Duchess Von Drotte, who is known as a charitable and classy lady, which she is (at least in public). Actually she is quite ruthless; if anyone comes close to discovering her true identity, she will order him killed; if anyone wrongs her, he must die. Her North American chief is Dr. Edward Warwick, a person with even fewer scruples than the Duchess; he views superbeings as lab animals.

Scenario: Duchess Industries is perfect for scenarios involving a nasty group of powerful people who sponsor skullduggery and experiments in things "man was not meant to know". Duchess does have employees with scruples, (eg. NPCs that will ally with the heroes, once they are shown what is going on). Duchess also has Dark Secrets for nosy detectives and beloved DNPCs to uncover. They tend to cover up their schemes with the old "thank-you for uncovering the corruption that was happening behind our backs, from now on we'll be good guys" excuse; of course nothing really changes ...

Reputation: Duchess Industries is known throughout the world for its many charitable deeds: sponsoring artists, providing new technologies that improve the standard of living, saving thousands from disease and famine, etc. In short, they get away with murder and come out smelling like a rose.



THE DUCHESS					
Val	Char	Cost	100+ Disadvantages		
8	STR	-2	15	Enraged when betrayed 11-, 8-	
11	DEX	3	15	Vain, Egotistical	
13	CON	6	15	Protective of Secrets	
8	BODY	-4	20	Hunted by Single Hero, 8-	
23	INT	13	10	Public ID	
18	EGO	16			
23	PRE	13			
16	COM	3			
5+	PD	3			
4+	ED	1			
3	SPD	9			
7	REC	4			
36	END	5			
21	STUN	6			
Cost Powers			END		
44*	Force Field (10PD/10ED), fully Invisible, 1/8 END (IIF Force Field Generator Belt)				
10	Ego Defense (15 pts)				
	Skills				
7	Bureaucratics 16-				
7	KS: Big Business 16-				
7	KS: Foreign Cultures 16-				
3	Linguist				
21	Languages: German, English, French, Russian, Spanish, Japanese, Italian, Portuguese (idiomatic)				
COSTS: Char. Powers Total Disadv. Base					
	76	+	99	=	175 = 75 + 100
OCV: 4; DCV: 4; ECV: 6; Phases: 4, 8, 12					

Appearance: The Duchess appears to be in her late 50s (remarkably well-preserved) although she has the actual physical form of a woman in her late 20s. She has long red hair, green eyes and typically wears magnificent gowns and hats that are only slightly less daring than a *femme fatale*'s. She always wears at least \$1,000,000 worth of jewelry. She speaks German and lives in Bonn, where her house is very well protected. (She may have German superheroes on her payroll as bodyguards.) She is one of the wealthiest and most respected people on earth.



DUCHESS INDUSTRIES SECURITY GUARD

Abilities:

VIPER or UNTIL agents as Duchess security, but with the following choice of weapons:

- 1) 8d6 EB Blaster (1 hex AE [16c]);
- 2) 12d6 EB Blaster Carbine [16c];
- 3) 4d6 Entangle Rifle (DEF 4) (1 hex AE [16c]).

Function: While Duchess frequently uses superbeings as security and as an offensive force, their security agents form the bulk of the organization's muscle. Their official duty is to protect Duchess installations, but some corrupt Duchess officials have used them either as guinea pigs or as cannon fodder in illegal schemes.

Tactics: The Duchess guards all have extensive combat training; some have had military or UNTIL service. They usually ask questions before they shoot, but shoot first if their station is on Red Alert. In combat, they try to get as much cover as they can while using set and brace maneuvers to improve range modifiers. Heavy weapons (the 12d6 blaster) are used against slow targets or large mobile weapons (such as tanks), the smaller blaster against superbeings, and the tangler carbine against normals and weaker superbeings. One maneuver commonly employed by Duchess guards is a retreat into a "Red Zone", an attempt to lure superbeings into an area similar to a combat room (lots of death traps, etc.).



Appearance: Duchess Industries guards may be male or female. They typically wear long sleeve turtlenecked uniforms with goggles and helmet and a gold crown on their chest. Their uniforms are blue, except for the Duchess's personal cadre, which wears black.

Origin: Lionel Smythe was a military historian, whose specialty was Imperial Germany, circa 1914. Once, during a sabbatical that he took in the Sierra Nevadas to write a book, Lionel was attacked by an eagle. It could have easily killed him, except during the middle of its attack, it dropped dead. Lionel's wounds were superficial, so he did not radio for medical attention — a bad decision. The eagle had been suffering from radiation contamination (a genetic experiment, perhaps?) and things began to happen to Smythe. By the time Smythe's wings started growing, he was too far gone to care. Not long after, the Red Baron flew away, in pursuit of glory.

Motivation: Smythe wishes to reenact the Schlieffen Plan, Germany's World War I plan of conquest, which he believes will restore Germany to its rightful position as first of nations. Naturally, this will require a good deal of manpower and material, so he commits crimes to fund his scheme.

Personality: Before his transformation, Smythe was a mild-mannered academic. But an unhealthy fixation on military history (not to mention the shock of his transformation) has hurled him into madness, a life-long private fantasy. The Red Baron comes across as a stereotypical arrogant Prussian. He doesn't gloat about the inferiority of non-Prussians; he doesn't waste time on the obvious. Lionel Smythe isn't Prussian, which is why the Baron has cut off all ties to his former life — except for an academic's tendency to lecture his flunkies about the weaknesses in his opponent's strategy, particularly if he's winning. Above all, the Baron is a fiercely patriotic Prussian officer, and proud of it!

Tactics: The Red Baron plots his crimes as if they were WWI military operations, with passwords and pre-arranged maneuvers, with himself as commanding officer. He likes to use tactics that were employed by his namesake, most notably "the Hun in the Sun".

Powers: The Baron is a human bird. As such, his bones are hollow, giving him good flight capabilities. His World War I motif suggests other appropriate additions — a batch of flying henchmen called the Flying Circus, Big Bertha (a souped-up mortar RKA), other World War I weaponry, etc.

Appearance: The Baron is bald, 6'0" tall, 105 lbs (hollow bones), blue-eyed, and wears a monocle. His wingspread is about 25 feet, and his feathers are pale brown. The Baron is always dressed in the uniform of a WWI flight officer.



RED BARON

Val	Char	Cost	100+	Disadvantages
4	STR	-6	30	2x STUN and BODY from blunt objects
21	DEX	33		
18	CON	16	20	Abides by Military Code of Honor
15	BODY	10	15	Fanatic German Patriot
18	INT	8	8	Claustrophobia (x 1/2)
14	EGO	8	10	Unusual Looks 11-
23	PRE	13	15	3d6 Unluck
12	COM	1	15	Secret ID (Lionel Smythe)
15+	PD	14	58	Villain Bonus
15+	ED	11		
5	SPD	19		
8	REC	6		
36	END	0		
30	STUN	4		

Cost Powers

END

35	8d6 EB, armor piercing, 32 charges (OAF "Luger" Energy Blast Pistol)	
7	Armor (5PD/4 - ED), act 14- (OIF Uniform)	
36	Flight 24", 1/4 END (OAF Wings)	1
12	+4 Enhanced Vision (-1/7")	
15	Telescopic Vision	
5	UV Vision	
5	KS: German Military History 14-	
4	Language: German, fluent; (English is native)	
15	+3 Levels w/Flight	

COSTS:	Char.	Powers	Total	Disadv.	Base
	137	+	134	=	271
				=	171
				+	100

OCV: 7+; DCV: 7+; ECV: 5; Phases: 3, 5, 8, 10, 12

ENGINEER					
Val	Char	Cost	100+	Disadvantages	
13	STR	3	10	2x STUN from emotion-based attacks	
18	DEX	24			
28	CON	36	20	Enjoys Devious, Convoluted, Plots	
16	BODY	12	15	Hunts Mechanon, 14-	
18	INT	8	15	3d6 STUN from emotional PRE attacks that do 2x PRE	
18	EGO	16	15	3d6 STUN in extremely emotional crowds	
15	PRE	5			
10	COM	0			
16+	PD	13	25	Hunted by VIPER, 8-	
17+	ED	11	20	Hunted by Mechanon, 8-	
4	SPD	12	10	Public ID	
9	REC	0	205	Villain Bonus	
56	END	0			
37	STUN	0			
Cost Powers			END		
112	Multipower (112 pt. reserve)				
8 u	40 STR Telekinesis, 8" AE, 1/2 END, no range, only affects moving parts or electrical systems of mechanical devices (-1/2)				6
7 u	15d6 Mind Control, 1/4 END, only vs. battlesuits or robots (-1/2)				3
9 u	12d6 Neutralize vs. all mechanical powers, 1/2 END				7
8 u	2 1/2d6 Power Drain vs. all mechanical powers, at range, 1/2 END				6
6 u	5d6 RKA, 1/2 END, only vs robots or machines (-1/2)				7
7 u	15d6 Telepathy, 1/4 END, only vs. robots, AIDs (-1/2)				3
5 u	Sense/Analyze Machines (-1/8")				
18*	11d6 EB, 8 charges, act. 14- (OAF Blaster)				
10	Armor (6PD/6ED), act. 14- (OIF Bodysuit)				
5	Flash Defense (8 pts) (OIF Goggles)				
6	Ego Defense (10 pts)				
20	N-Ray Vision, only to see into machinery (-1/2)				
20	Microscopic Vision (x1000), only usable on machines (-1/2)				
5	Hi-Range Radio Hearing				
	Skills				
5	Computer Programming 13-				
5	Detective Work 13-				
5	Gadgeteering 13-				
5	Security Systems 13-				
3	Scientist				
16	Computer Science, Electrical Engineering, Mathematics, Mechanical Engineering, Physics (all 13-)				
10	+2 Levels w/Multipower				
COSTS:					
Char.	Powers	Total	Disadv.	Base	
140	+	295	=	415	= 315 + 100
OCV: 6+; DCV: 6+; ECV: 3+; Phases: 3, 6, 9, 12					

Origin: Of all villains on earth, few are as feared as the mechanical menace of Mechanon. However, Mechanon has been beaten. During one of these defeats, he sent a signal back to one of his hidden labs to replicate himself in a new form, which it did. Unbeknownst to Mechanon, this lab had an intruder, a young woman who was a scavenger of high-technology. The computer was forced to replicate Mechanon with the only materials on hand — the intruder. Thus an organic being found itself being transformed into Mechanon. However the computer recognized that something was wrong and altered the human to be able to survive the process. She was also programmed with the purpose of Mechanon, the destruction of all organic life (which did not include herself, she later decided after long debate).

The human found herself with the ability to understand and control machinery. In indescribable agony she fled the laboratory and swore to bring about the Age of the Machine in a less cumbersome way than Mechanon's. She will destroy Mechanon

eventually — but only on the day that the world belongs to its new Engineer.

Motivation: The Engineer's purpose is similar to Mechanon: the destruction of all organic life. The Engineer hates strong emotions, and her plans often involve death and destruction at large emotional gatherings — football games, rock concerts, religious rallies. Many of her plans involve manipulating heroes and forcing them into confrontation with Mechanon, who has taken the blame for many of her schemes.

Personality: The Engineer maintains few of her human characteristics; these have been replaced by enormous self-confidence. She is always calm and calculating, showing "normal" emotion even in the most bizarre situations, with a touch of wry wit thrown in. ("So the nuclear warhead is about to blow up the city. That should brighten our day.") The Engineer feels contempt for all other creatures but sees no need to express it; expressing opinions that are likely to be ignored is an example of inefficiency.

Quote: "The superhuman indeed represents a milestone in human evolution. However, we have moved into the age of the Machine, and this new age uses a metric system to measure sentient worth — all milestones are obsolete."

Tactics: The Engineer prefers to manipulate heroes into conflicts in places where her objectives can be reached, or distracting heroes while she destroys things elsewhere. If forced into personal combat, she will try to get into an area with lots of deadly machines (eg. a car lot), and take control of the area. If this is not possible she will mentally take control of any nearby battlesuits, and use their weapons to provide cover while she flees. Her blaster is used only as a last resort.

Powers: The Engineer has the ability to communicate and control all machines. Her powers allow her to read computers; for computers without an EGO, she should be able to perform any computer programming task with a fine work telekinesis roll and a successful computer programming roll; she reads the computer without having to touch a keyboard or turn on a monitor. Her area effect telekinesis power affects the normal functioning of machines. Thus she can cause guns to fire, but cannot reload them without a reloading mechanism; she can cause a car to move, even without gasoline, as long as it is physically capable of moving, but cannot cause a wheeled refrigerator to move if it has no engine.

Scenario: In the guise of Mechanon, Engineer hires a group of washed-up villains (any discredited villains in the campaign will do) to assassinate prominent UNTIL and SAT agents, thereby declaring war on "The New Order". Engineer manipulates the heroes to believe that Mechanon is responsible and gets them involved in a big battle with her arch-enemy.

Appearance: The Engineer is 5'10", with an average build, black hair and brown eyes. She was severely scarred by Mechanon's computers, but was restored to normal by skilled plastic surgeons. ("It's a pity that Dr. Destroyer seems never to have heard of them.") Her armor is made from hard plastic, gold with blue trim, and her cape and hood are blue with gold lining.



REMOVER					
Val	Char	Cost	100+ Disadvantages		
35	STR	25	10	1 1/2x effect from flash attacks	
20	DEX	30	10	1 1/2x STUN from sonic attacks	
25	CON	30	15	Enraged when challenged 14-, 11-	
13	BODY	6	10	Enraged in Combat 8-, 11-	
13	INT	3	20	Overconfidence	
10	EGO	0	15	Loves to Fight	
15	PRE	5	5	Unfamiliar with Earth	
12	COM	1		customs (x 1/2)	
10+	PD	3	25	Hunted by UNTIL, 8-	
10+	ED	5	25	Hunted by METE, 8-	
5	SPD	20	10	Public ID	
12	REC	0			
50	END	0			
45	STUN	1			

Cost Powers		END
25	Armor Piercing w/STR, 1/4 END	0
9	1/2 END on STR	3
15	+6" Running (12" Total), 1/2 END	0
25	Armor (6PD/6ED), hardened)	
7	Ego Defense (10 pts)	
10	UV Vision	
6	+2 Enhanced Vision (-1/5")	
10	Acrobatics 13-	
3	English, fluent (alien native)	
6	+2 Levels w/punch	

COSTS:	Char.	Powers	Total	Disadv.	Base				
	129	+	116	=	245	=	145	+	100

OCV: 7+; DCV: 7+; ECV: 5; Phases: 3, 5, 8, 10, 12					
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Origin: The being now known as Remover is one of the last survivors of an alien race which was decimated by his planet's enemies. Remover was brought up as an entertainer for his masters — their idea of entertainment was gladiatorial games. Remover became one of the more popular gladiators; many arenas wanted him badly, so he travelled a lot. It didn't matter to him; he got to fight. This continued until the day when his starshuttle was damaged by an attack, went off course and crash-landed on Earth. Earth was a joy to Remover. So many creatures to fight! It was like a million arenas in one. Injured in the crash, Remover was taken to METE (the Metropolitan Extra Terrestrial Enclave, see *Organization Book I: Circle and METE*) where he healed, but they got angry when he tried to amuse himself by picking fights with the other aliens. Bored, the Remover left METE in search of battle.

Motivation: The Remover has a simple motivation; he likes to fight, and in his spare time, fight some more. The Remover does not have the slightest desire to return home; he views any group of people that he is grouped with as a combat situation, including normals. For short periods of time the Remover can get along with other supervillains, although he is always picking fights (and thus is highly unpopular). He never cared much for team sports.

Personality: The Remover is full of energy and enthusiasm. He has never been defeated in the arena, which has led him to be very overconfident: "I don't care who ya are, I'm gonna remove ya." In short, the Remover is aggression incarnate; if you meet him, he isn't going to negotiate (although he'll be glad to insult you).

Quote: "I'd walk a mile for a good fight."

Tactics: The Remover tends to begin any combat cautiously, trying to evaluate the abilities of his opponents, until his battle fury (his Enraged in Combat) kicks in, when he attacks with great ferocity until either he or his opponent is defeated.

Powers: The Remover has powers native to his species, although he has been genetically "fine-tuned" for optimal performance. He is able to generate bio-energy around his fist to smash with a tremendous impact (hence his armor piercing punch).

Scenario: Remover learns about professional wrestling, and auditions in his own inimitable manner the night it comes to town. (A superhero will have to be in the audience, the crowd thinks it's part of the show, etc.)

Appearance: The Remover appears human, except for large eyes, canine teeth, and fur on his arms, chest, and legs. He can disguise this easily by wearing long-sleeve shirts and sunglasses, and by keeping his mouth shut. He finds disguising himself to be a great nuisance and almost never does it. He is 6'6" tall, 350 lbs (all muscle), and has feline eyes. He wears a costume based on the Earth predator he most respects, the Tiger. The costume is orange with black stripes and trim, and has a black face mask.



DEATH RIDER					
Val	Char	Cost	100+ Disadvantages		
13	STR	3	5	1 1/2 STUN from Ego Attacks	
20	DEX	30	25	Berserk if defeated in race 14-, 8-	
18	CON	16	20	Enraged if reminded of former life 14-, 8-	
10	BODY	0			
13	INT	3	20	Loves to Kill	
11	EGO	2	20	Must Defeat Heroes with Media Coverage	
15	PRE	5			
14	COM	2	10	Compulsive Racer (x1/2)	
3+	PD	0	30	Hunted by a Boston Superhero group, 8-	
4+	ED	0			
5	SPD	20	30	Hunted by NYC Superhero Group, 8-	
7	REC	0	10	Hunted by LA based superhero, 8- (x 1/2)	
36	END	0			
30	STUN	4	10	Hunted by NYPD, 11- (x 1/2)	
			10	Public ID	
			114	Villain Bonus	
Cost Powers			END		
181	Vehicle — Death Cycle (251 pts)				
19	1 1/2d6KA, 3 clips w/[6c] each, +2 OCV, -1/7" (OAF Pistol)				
23&	Armor (12PD/9ED)				
5	Ego Defense (8 pts)				
3*	Flash Defense (5 pts)				
10&	Life Support (15 pts)				
7*	Hi-Range Radio Hearing				
	Skills				
3	Death Cycle Skill				
13	Driving 18-				
6	PS: Mechanic 15-				
5	1d6 Luck				
24	+3 Levels w/Death Cycle				
			&OIF crash suit *OAF crash helmet		
COSTS:	Char.	Powers	Total	Disadv.	Base
	85	+	299	=	384 = 284 + 100
OCV: 7+; DCV: 7+; ECV: 4; Phases: 3, 5, 8, 10, 12					

Origin: Peter Bielefeld was one of the top three motorcyclists in the world, the pride of the international racing circuit, and famous for taking any chance in a race. An accident in a big race in Boston was a result of one of those big chances. He spent seven months with a concussion and brain damage. When Bielefeld was finally released, he had changed. Drastically. He spent several million dollars on a special bike, adding on bizarre weapons and electronic systems. This bike, though, was meant for killing. Now he is Death Rider. Again, he makes appearances all over the world, but he races not for the thrill of victory, but the agony of death.

Motivation: Death Rider is obsessed with the idea of life as a race. His crimes often involve racing, and he frequently challenges heroes with super-running ability to a race. Because he thinks of Death as the ultimate finish to the race of life, Death Rider loves to kill people and "wave the checkered flag". He prefers an audience; the performer in him keeps him before audiences even as he guns them down. Superheroes pose a real problem; they're tougher to kill than normals, but a dead hero gets more publicity. Naturally, they're his favorite target.

Personality: Perhaps somewhere in the Death Rider's twisted psyche is Peter Bielefeld screaming to get out. Peter was a shy, genial sort who wouldn't hurt a fly. You'd never know it from this lunatic, though. There's little intelligent reasoning here; he only trusts people in his sights before he blows them away.

Quote: "You got those cameras rolling? Great! Watch **this!**" BLAM-BLAMBLAMBLAM etc.

Tactics: Death Rider is too crazy to be a great tactician; he'll often let a couple of heroes get a clear shot at him so he can finish off a wounded hero. After all, it isn't whether you win or lose, it's the body count. However, against ridiculous odds, Death Rider will take off.

He likes to race people, and often lets heroes chase him for hours before tiring of the game and taking off at full throttle. His favorite tactic is to race head-long at walls, barricades, or oncoming vehicles, and teleport beyond them at full speed (the "Bielefeld Blitz").

Powers: Death Rider has no actual powers; however, his cycle's weaponry is designed to kill. If this does not fit the spirit of your campaign, then the following attacks may be substituted: Machine Gun: 6d6 Normal damage. Rockets: 12d6 Normal Damage. The power jacks enable the cycle to leap great heights (8") or lengths (16").

Scenario: A hero is asked to participate in a race for charity, a race which Death Rider has also decided to enter.



DEATH CYCLE			
(See CHAMPIONS II for a full explanation of vehicle rules and abbreviations.)			
Char	Val	Cost	Disadvantages
MAX GROUND	45"	19*	-3 1 Phase Delay (Limited Access) -5 Overwhelmingly Complex
TELEPORT	48"	17	
ACC	5	25#	
DCC	9	18	
TURN	16	32	
STR	10	5	
DEF FRONT	12	12&	
BACK	8	—	
LEFT	8	—	
RIGHT	8	—	
TOP	4	—	* Exhaust (2 1/2d6 KA), Movement halved on bad roads, Silent Movement (ultrasonic hearing and Perception roll to hear) & Cost includes all de- fenses
UNDER	8	—	
BODY	12	12	
ISZ	1/4	0	
DMG	+6D6	18	
SZ	1/2	—	
DCVMOD	+0	—	
MASS	900 KG	—	
KNOCKBACK	-3	—	
CAP	100 KG	—	
PASS	1	—	
Cost Powers:			
23	2d6 RKA autofire, 4 clips w/[100c], straight ahead (OIF Light Machine Guns)		
47	4d6 RKA Explosion, No Range Modifiers [8c], straight ahead (OIF Missile Racks)		
7	3d6 Flash, cone — not radius, straight ahead, no range, [16c] (OAF Headlights)		
5	ECM, 5- (IIF)		
16	Powerjacks (45 STR Superleap, 16", OIF)		
3	Radar Reflection (-5, IIF)		

Appearance: Peter Bielefeld is 5'11", and 170 pounds, with a lithe build. His ears are a little larger than normal, and he has many scars from cycle accidents. His costume is black and red, and the Death Cycle is black with red trim.



TITANESS					
Val	Char	Cost	100+ Disadvantages		
25/40	STR	20	10	1 1/2x STUN and BODY from vibration attacks	
18	DEX	24			
23	CON	26	10	Enraged when ordered to do anything 8-, 11-	
10/16	BODY	0			
10	INT	0	20	Determined to destroy society	
10	EGO	0	15	Unwilling to cooperate with leaders	
15/30	PRE	5	5	1d6 STUN when changing size	
10	COM	0	20	Hunted by Police, 8-	
16/19	PD	11	15	Hunted by single superhero, 8-	
13/16	ED	8	15	Secret ID (Irene Darrow)	
4	SPD	12	16	Villainess Bonus	
12	REC	4			
56	END	5			
39	STUN	4			
Cost Powers			END		
45	Growth (3 levels), 1/4 END				1
25	2d6+1 RKA, AE 7 hexes, 3 charges, act. 14-				
15	Half Damage Resistance				
	Skills				
5	Disguise 11-				
3	KS: Campaign City 12-				
3	Spanish fluent (English is native)				
16	+2 Levels w/Combat				
COSTS: Char. Powers Total Disadv. Base					
114 + 112 = 226 = 116 + 100					
OCV: 6+; DCV: 6+; ECV: 3+; Phases: 3, 6, 9, 12					

Origin: Irene Darrow was always a radical. After four years of college she was a hard-boiled anarchist, and she moved with some friends into a remote wilderness area to escape the tyranny of government. Their commune flourished, no one told them what to do, things were perfect. Until . . .

Duchess Industries needed to dump some chemicals before they were caught by federal inspectors. They dumped them near the water supply of the commune; they didn't care if anyone lived there. Eventually, the chemicals got into the water and the commune residents died an agonizing death. Everyone except Irene, who mutated into Titaness. Even in her grief, Titaness realized that she could not escape the evils of modern society. There was only one thing she could do, one thing to give her friends' deaths meaning — the utter destruction of civilization.

Motivation: Titaness wants to destroy the "evils" of the world: the government and large corporations which she feels are responsible for the world's problems. She feels that humans are inherently good but society is evil. Before her transformation Titaness believed that governments would eventually fall apart, superseded by individual agreements and self-authority. Now she feels that this disintegration process must be accelerated. Titaness wages her attacks on bureaucratic networks (burning files, destroying offices) thinking this is the quickest way to destroy society. Because Titaness thinks of the world in terms of "us" and "them", she doesn't care what happens to the people who get in her way.

Personality: Some people use the expression "mad at the world" as hyperbole. Not Titaness; she **is** mad at the world. Titaness feels that her philosophy is superior to all others and that anyone who

opposes her is an agent of the forces of evil. She is incapable of dealing with people on a personal level; she has to filter them through her ideology.

Quote: "Throw off your fetters, cast out your governments!"

Tactics: Titaness uses her Disguise skill in combination with research and surveillance to infiltrate her targets. She attacks institutions, not people. She uses her electric attack against large numbers of people, but grows to full size and smashes individual opponents.

Powers: Titaness's control of her metabolism and cell structure allows her to grow and shrink back to normal at will. She also has limited chemical-electrical powers, which allow her to project lightning bolts.

Scenario: A group of peaceful anarchists have been framed by Duchess Industries (or some other corporation) to cover up criminal misdeeds. Titaness says that she will cause city-wide devastation if the anarchists are found guilty. It is up to the heroes to uncover the truth and stop Titaness's rampage.

Appearance: Titaness wears a yellow bodysuit with black trim. Her normal height is 5'3" (14' with Growth) and she weighs 110 lbs (900 lbs with Growth). Her eyes are brown and she has long wavy black hair.



INVICTUS						
Val	Char	Cost	100+	Disadvantages		
55	STR	45	5	Enraged when accused of criminal activity 8-, 8-		
29	DEX	57				
33	CON	46	15	Enraged when he takes BODY damage 8-, 11-		
18	BODY	16				
18	INT	8	15	Ambitious, Megalomaniacal		
14	EGO	8	15	Ruthless, Fanatically protective of secrets		
35	PRE	25				
22	COM	6	10	DNPC (girlfriend, press reporter), normal, 8-		
26	PD	15				
26	ED	19	25	Hunted by VIPER, 8-		
6	SPD	21	30	Hunted by DEMON, 8-		
18	REC	0	10	Public ID (David Sutherland)		
66	END	0	356	Villain Bonus		
62	STUN	0				
Cost Powers			END			
95	Multipower (95 pt. reserve)					
8 u	10d6 EB + 5d6 EB , only usable to spread dice, only to strike two targets (-1), 1/2 END					7
6 u	9d6 EB, AE cone, no range					18
9 u	15d6 EB, 1/2 END					7
9 u	9d6 EB, affects Desolid, 1/4 END					2
9 u	3d6 STR Drain, at range, 1/2 END, one turn delay					4
20	Life Support (20 pts)					
15	Half Damage Resistance					
8	Flash Defense (8 pts)					
8	Power Defense (8 pts)					
8	Ego Defense (12 pts)					
12	+5" Running (11" Total), 1/2 END					1
6	+3" Swimming					1
9	+3 Enhanced Vision, (-1/6")					
14	1/2 END Cost on STR					5
	Skills					
10	Acrobatics 15-					
3	Bureaucracy 16-					
4	KS: Political Science 13-					
8	KS: Roman Literature, History 13-					
4	KS: Classic Poetry 13-					
4	KS: Oratory 13-					
12	Languages: Latin, Spanish, Russian (fluent), English (native)					
10	+2 Levels w/Multipower					
24	+3 Levels w/Combat					
COSTS:		Char.	Powers	Total	Disadv.	Base
		266	+	315	=	581
					=	481
					+	100
OCV: 10+; DCV: 10+; ECV: 5+; Phases: 2, 4, 6, 8, 10, 12						

Origin: David Sutherland was the typical All-American boy. He was born to an upper middle class family, he played quarterback on the high school football team, he had everything. But everything wasn't enough for David.

David was fascinated by power. He loved reading about the Roman Empire so much that he taught himself how to read Latin so he could read original manuscripts. He became a Political Science student at Harvard, and graduated at the top of his class. David turned his attention to the greatest power of the modern world — superheroes. He had to become one. He also knew what he would call himself — Invictus, Latin for 'unconquered'. He had his genetic structure tested and, when he learned that he had a chance for benign mutation, he exposed himself to large quantities of radiation.

The mutation was successful, and Invictus was born. After considering how best to serve his country and grow in power, David joined the CIA. At the same time David had a fateful vision of a new Empire — America — which would surpass Rome and encompass the entire globe.

From that day, Invictus devoted himself to making his vision a reality. He created a secret agency composed of disgruntled government employees: Project Invictus. His first plan failed but Invictus was exonerated; a highly placed government official took the blame in his suicide note. Two similar plans have fallen apart, but each time, he has emerged from the scandal without being implicated. In the meantime, Invictus plays with the media and garners public support in his greatest quest — to become President of the United States.

Motivation: Although Invictus tries to appear reasonable and moderate, he is really a fanatic. To him, the end justifies the means. Invictus is a villain who symbolizes a rotten apple in the barrel of the American government. Invictus always has someone to cover his tracks, be they willing or unwilling.

Personality: Invictus is a phony. To the public he is noble, humble, considerate, tough, and serious, but with a sense of humor that doesn't make him appear **too** serious. This is a front; he tailors his emotions and public actions to correspond with how the public feels a hero should act. Privately he is classy, but ruthless and self-indulgent. His personal appetites are only slightly less perverse than the Roman Emperors he idolizes; he indulges in them privately and has killed to prevent them from being discovered. Invictus is a master of manipulation; if he is forced to face heroes in combat, he will appear sympathetic ("I don't want to do this, but I have no choice"). In truth he enjoys beating people up.

Quote: Invictus enjoys quoting classical poetry, especially the poem "Invictus" by William Ernest Henley: ("It matters not how straight the gate, How charged with punishments the scroll, I am the master of my fate; I am the captain of my soul.")



Tactics: Invictus likes combat but hates defeat, so he always has a back-up, often in the form of PRIMUS Iron Guard agents or duped heroes. In battle he likes to fight bricks first, weakening them first before he goes fist to fist against them.

Scenario: One of the local heroes is getting very popular and Invictus is jealous. He investigates the hero's background to see if there are any black marks in his past that he can leak to his friends in the press; failing this, he orders his operatives to frame the hero and create a scandal.

Powers: Invictus's radiation spawned powers allow him to project blasts of raw energy ("blue bolts of power"). He can also affect the cell structure of organic creatures, hence his strength draining powers. Invictus's blast with the extra dice for spreading allows him to hit two targets with his base (10d6) attack, with one bolt of power coming from each hand.

Appearance: Invictus is 35 years old, well-built, 6'3", 225 lbs. with reddish-blond hair and green eyes. Since his surveys have told him that the public feels that costumes are somewhat strange, he just wears a black T-shirt with a stylized American flag on his chest, and slightly worn blue jeans. In order to inspire public trust, Invictus does not wear a mask or hide his identity.

HITSUSATSU				
Val	Char	Cost	100+ Disadvantages	
18	STR	8	25	Enraged if tricked into killing someone who doesn't deserve it
28	DEX	54	14-, 8-	
20	CON	20		
15	BODY	10	15	Enraged if shamed 11-, 11-
15	INT	5	20	Family Code of Honor
18	EGO	16	15	Protective of Kawaii
15	PRE	5	15	Hunted by Police Organizations, 11-
12	COM	1		
12	PD	8	15	Secret ID (Shinutaro Ryojin)
8	ED	4	109	Villain Bonus
6	SPD	22		
8	REC	0		
40	END	0		
38	STUN	4		

Cost	Powers	END
36	Martial Arts (9d6 Punch, 10 1/2d6 Kick)	13
33	3d6 HKA, Armor Piercing (3 1/2d6 w/STR), full phase action (-1/2), act. 11-	
10	Find Weakness w/KA 11-	
6	+3" Running (9" Total)	
9	+3 Enhanced Vision (-1/6")	
Skills		
5	Stealth 15-	
5	Climbing 2", 13-	
5	Demolitions 12-	
5	Disguise 12-	
7	Security Systems 13-	
4	KS: Booby Traps 13-	
4	KS: Poisons 13-	
3	English with accent (Japanese is native)	
5	+1 Level w/Martial Arts	
20	+2 Overall Levels	

COSTS:	Char.	Powers	Total	Disadv.	Base
	157	+	157	=	314 = 214 + 100

OCV: 9+; DCV: 9+; ECV: 6+; Phases: 2, 4, 6, 8, 10, 12

Origin: The Ryojin family of Japan have been quality assassins since the Edo period of the 17th Century. Shinutaro is the latest to take the hereditary title of Hitsusatsu (which means "certain death" and is pronounced HIT-SU-SAT-SU). Early in his career, he killed a businessman who had secret underworld ties. Before he died, the

businessman asked Hitsusatsu to protect his innocent daughter Amako from his enemies. Shinutaro became the girl's guardian, and, after learning of her mutant abilities, trained her to be his assistant Kawaii.

Motivation: Hitsusatsu is a professional and his entire life has been dedicated to becoming the best assassin possible — anything less would be shameful. Hitsusatsu feels a constant need to test himself, and to push the limits of his ability.

Personality: Hitsusatsu lives by his family code and the laws that govern his

trade: always get the money in advance, only accept victims who deserve death, and never give up. If the victim has been misrepresented, Hitsusatsu will always make a full refund to his client and reject the assignment. He loves Kawaii like a sister and will attempt to prevent harm to her, even at his own expense. He respects heroes that have shown themselves to be noble and honorable and will avoid killing them if possible.

Tactics: Hitsusatsu likes the rapid-fire approach; he will have several offensive actions prepared for each mission, all timed to happen within minutes of each other, so the victim has no time to catch his breath. Hitsusatsu prefers to deliver the killing blow personally, but will accept less honorable ways of completing his mission. He is aware of his defensive vulnerabilities and will always attempt to end things with a single surprise blow. If he is obviously outmatched, he will withdraw and attempt a different approach.

Powers: Hitsusatsu takes his name from his killing blow, a secret technique of his family's martial training. It allows him to punch directly through armor, but requires tremendous concentration and timing.

Scenario: A prominent mobster has decided to turn state's evidence, and is under protective custody. The widow of one of the mobster's many victims hires Hitsusatsu to kill him. The police hear rumors of a super-powered hit man, and call in one or two heroes as extra security. Hitsusatsu will scout the area thoroughly in disguise, and determine at least a half dozen attack plans, utilizing as many of them as possible in the assault.

Appearance: Hitsusatsu is 5' 9", medium build, black hair and eyes, and oriental. His features are non-descript, allowing him to blend into crowds easily. He wears a grey mask, a blue-grey sweatshirt, and black bracelets, shoes, and blue trousers. All of his disguises will be tailored to allow him freedom of movement.

Note: For Kawaii's statistics, see page 37.



SILHOUETTE

Val	Char	Cost	100+	Disadvantages
13	STR	3	10	Enraged when attacked with a killing attack 8-, 11-
29	DEX	57		Hatred of prejudice
28	CON	36	20	Idealistic, Easily Manipulated
10	BODY	0	15	Unusual Looks (invisible) 8-
10	INT	0	5	Hunted by the UNTIL, 8-
10	EGO	0	25	Hunted by Superhero Group, 8-
13	PRE	3	30	1d6 Unluck
8	COM	-1	5	Secret ID (Rasmir Singh)
14	PD	11	15	Villain Bonus
14	ED	8	58	
6	SPD	21		
9	REC	0		
56	END	0		
34	STUN	3		

Cost	Powers	END
72	Invisibility (IR, UV, no fringe), 0 END, always on	0
33	Martial Arts (7 1/2d6 punch, 9d6 kick)	
10	Find Weakness w/Martial Punch 11-	
2	+1" Running (7" Total)	
Skills		
10	Acrobatics 15-	
5	Stealth 15-	
2	PS: Farming 11-	
3	Language: English w/accent (native is Punjabi)	
5	+1 Level w/Martial Arts	

COSTS:	Char.	Powers	Total	Disadv.	Base
	141	+	142	=	283
				=	183
				+	100

OCV: 10+; DCV: 10+; ECV: 3; Phases: 2, 4, 6, 8, 10, 12

Origin: Rasmir Singh emigrated to Canada from India as a boy, and didn't like it very much. While his family became wealthy due to their hard work, the wealth seemed inconsequential compared to the loss of dignity that Rasmir suffered living in this new land. It was petty for people to hate him for the color of his skin, for the foods he ate, for his clothing, for his accent. It was also very vicious. Rasmir kept to himself and to others of his own culture, but the looks and slurs of those who would not befriend him hurt like dagger strikes.

When Rasmir was sixteen, playing for an all-Sikh soccer team in a youth league, a fight broke out. Rasmir was held down by four men, and was being kicked in the face. Blood was everywhere, and he wished he could disappear.

He did. Forever.

Invisible, Rasmir easily escaped from the riot and told his father everything. His father was one of a small number of Sikhs involved in a movement to establish an independent Sikh homeland in the Punjab, and he encouraged his son to use his new-found powers to make that dream a reality. Rasmir trained as a martial artist to defend himself, and called himself the Silhouette; he would not give his new identity a Sikh name until he had freed his homeland. During his first attempt to raise money he was captured robbing a bank. Borealis learned of his abilities and arranged for Rasmir's release by blackmailing a judge. Rasmir now serves Borealis as an agent of Destiny, devoting his share of profits toward the creation of a free Punjab.

Motivation: Silhouette is motivated by cultural pride and a dislike of prejudice. Borealis uses the Canadian government's opposition to the formation of a free Punjab to keep him with Destiny; they both share a contempt for government. Silhouette tends to be manipulated by strong, authority figures such as his father and Borealis.

Personality: Silhouette is aloof and unpleasant, contemptuous towards those who don't share his high ideals. He can be easily tricked into revealing his location by ethnic remarks, which can generate heated argument. Most people don't notice him, so he often takes people for granted and panics when he is noticed (especially when he is not expecting it).

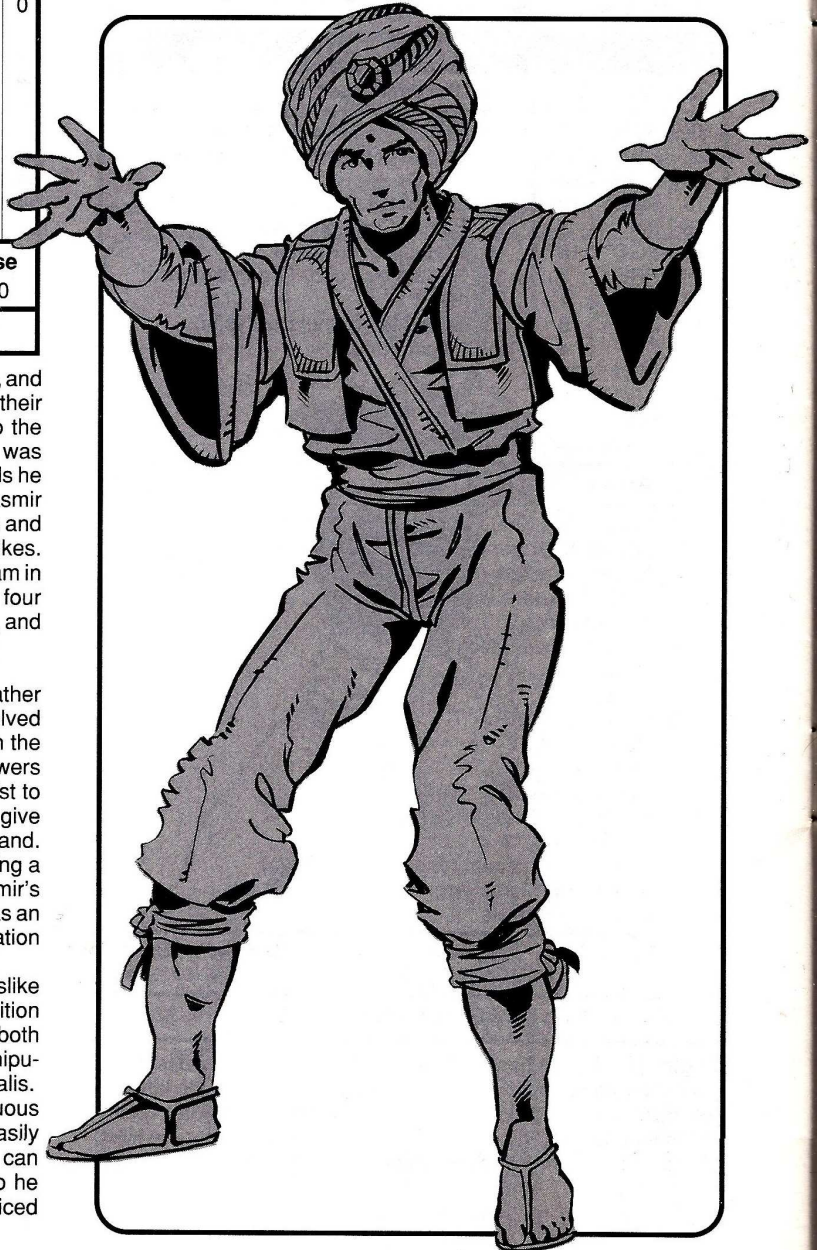
Quote: "What you can't see will hurt you."

Tactics: Silhouette likes to think that he carries on the well-known Sikh military tradition of honor in combat but he doesn't. Silhouette sneaks up on his opponents, throws them to the ground by surprise where agents or other villains may pound on them. He'll also perform a half-move and execute surprise martial throws against heroes doing move-bys and move-throughs.

Powers: Rasmir has a mutant ability to bend light so he is invisible to most of the light spectrum. Silhouette is permanently invisible, which makes it difficult to get him convicted in a court of law ("How can you tell that he did it?")

Scenario: An important Indian government official is making a visit. Rasmir's father orders him to assassinate the official. Borealis, fearing a backlash against Destiny if he does, tells him not to do it. Rasmir decides to obey his father, and Borealis sends some Destiny members to prevent this. Meanwhile the player characters get involved (and don't have a clue about what's going on).

Appearance: Rasmir is an eighteen year-old Sikh, 5'10", 160 lbs. with black hair, and brown eyes. His clothing is invisible; he wears normal Sikh garb including turban.



LIONSLAYER											
Val	Char	Cost	100+ Disadvantages								
45	STR	28*	20	2x Effect from Flash Attacks							
26	DEX	38*	10	2x STUN from gas attacks							
28	CON	29*	15	Berserk vs. Guns 8-, 11-							
15	BODY	10	20	Boastful, Proud, Confident							
10	INT	0	20	Loves to stalk prey							
23	EGO	21*	8	Hates all non-blacks (including partners) (x1/2)							
35	PRE	20*	20	Must have "hero" potion once/ week, or die							
10	COM	0	10	Unusual Looks 11-							
17+	PD	6*	35	Hunted by South African govern- ment, 14-							
16+	ED	8*	30	Hunted by KKK, 8-							
6	SPD	19*	45	Villain Bonus							
19	REC	6*									
76	END	8*									
52	STUN	0									
Cost Powers			END								
12	Multipower (25 pt. reserve) (OAF Shield)										
1 u	Armor (12PD/3ED)										
1 u	Missile Deflect, all, 14-										
12	1d6 HKA (2d6 w/STR), +3 Resistant Piercing (OAF Spear)				5						
14*	+4d6 H-to-H damage, 1/2 END Cost, grab (-1/2)				2						
12*	Half Damage Resistance										
4*	Lack of Weakness (5 pts)										
16*	+10" Running (16" Total)				2						
9*	1/2 END Cost on STR				4						
12*	Tracking Scent										
7*	+3 Enhanced Vision (-1/6")										
4*	+3 Enhanced Hearing (-1/6")										
2*	Discriminatory Smell										
	Skills										
10	Acrobatics 14-										
5	Climbing 18-										
5	Stealth 14-										
3	KS: Zulu lore 12-										
2	Language: English (conversation)										
10	+1 Overall Level										
					*-1/4 Power only works with "Hero" potion						
COSTS:			Char.	Powers	Total	Disadv.	Base				
			193	+	140	=	333	=	233	+	100
OCV: 9+; DCV: 9+; ECV: 8+; Phases: 2, 4, 6, 8, 10, 12											

Origin: N'kima Masai was a Zulu who chafed under the oppression in the South African "homeland" that his people were relegated to. He joined a revolutionary army in Ghana and trained as a guerilla, but when he went back to South Africa he could not inspire revolution among his peers. Disgusted with being a revolutionary, he answered the summons of a tribal witch doctor and drank the noxious potion the man gave him. The potion turned him into the avatar of his ancestor, the tribal hero "Lionslayer", but it also gave the young Zulu an outlook far different from that of his more altruistic ancestor. With his new-found powers he need not be bound to the petty concerns of politics. He had power, and could do as he pleased.

His first action was to slay the witch doctor in a fit of spite, and embark on a career of crime. Some Zulus rallied to this new champion while others condemned him as "abatagati", or criminal. The government of South Africa, fearing that a rebellious symbol of the old Zulu nation would stir up dissent, sent crack mercenaries against him, who captured him when he wasn't under the influence of the potion. He would have died in prison without the potion to maintain his life, but agents of Lung Hung, an important leader of VOICE (see *Champions* adventure *VOICE of Doom*) rescued him. Lionslayer now serves as an enforcer in VOICE's army of supervillains.

Motivation: N'kima once had a thirst for justice but his unsuccessful revolution convinced him that his fellow Zulus are not worth



saving. Now he fights for personal gain and power. Lionslayer enjoys tracking down and killing his prey from surprise and VOICE realizes that he may leave them unless they give him those opportunities. He particularly enjoys stalking characters with a "cat" motif.

Personality: Lionslayer is proud and haughty, given to boasts (usually only slight exaggerations of his abilities). He despises all non-blacks, including his partners, and has been known to support American black extremist groups in his spare time (which has drawn the ire of the KKK). Lionslayer prides himself on being a warrior in the true Zulu tradition and will never use firearms.

Tactics: Lionslayer has studied the tactics of Zulu masters such as Chaka Zulu, but has not gotten a chance to lead units in battle. He charges into battle (using Missile Deflection as he closes) and then tries to wrestle his foe using his shield defensively as he grapples the enemy. He will only use his assegai (spear) in extremis, or as a final, killing strike. He uses posturing and insults as a precursor to single combat, in order to intimidate his foe.

Powers: Lionslayer is well-trained, but is a normal except when under the influence of the "blood of the lion" potion, a magical mixture. Lionslayer knows the ingredients and VOICE keeps him well supplied. Lion's blood is one ingredient; when Lionslayer is in town lions often disappear from local zoos. The potion lasts 48 hours, and following its use, Lionslayer must remain in normal form for twenty-four hours before the potion will work again. Lionslayer needs the potion to keep his body chemistry stable; Lionslayer's metabolism adjusts for the potion by producing toxic substances which would normally kill him, and keeps producing these poisons even if he is not taking the potion. These poisons are deadly within a week if he does not have his dose of magic potion.

Appearance: N'kima wears traditional Zulu warrior dress, with feathers, furs, and ceremonial paint. He is 5'11", 190 lbs (well-built) with dark skin, curly brown hair, and brown eyes. When he is under the effects of the potion, he perspires heavily and gives off an intense infrared glow.

MALACHITE					
Val	Char	Cost	100+	Disadvantages	
30	STR	20	10	Berserk when accused of being	
26	DEX	48		mentally unstable 8-, 11-	
30	CON	40	5	Berserk when wounded 8-, 11-	
18	BODY	16	20	Megalomania	
23	INT	13	20	Arrogance, considers himself to be	
20	EGO	20		the greatest being on earth	
23	PRE	13	5	Unusual Looks (ast astonishing beauty)	
26	COM	8		8-	
19+	PD	13	25	Hunted by UNTIL, 8-	
19+	ED	13	30	Hunted by British Government	
6	SPD	24		Superheroes, 8-	
12	REC	0	5	1d6 Unluck	
60	END	0	10	Public ID	
51	STUN	3	353	Villain Bonus	

Cost Powers		END
50	Mastermind Bonus (533 pts)	
45	Martial Arts (12d6 punch, 15d6 kick)	
33	3d6 Transformation Attack, cumulative, 16 charges (devolution, transforms into "monster") (OAF Devolution Gun)	0
23	Mutation Pool (15 pts)	
30	Armor (9PD/9ED)	
33	Flight 19", 0 END (OAF Jet Pack)	0
2	+1" Running (7" Total)	1
15	1/4 END Cost on STR	1
5	Ego Defense (10 pts)	
5	Flash Defense (5 pts)	
10	Lack of Weakness (10 pts)	
10	Power Defense (10 pts)	
Skills		
10	Acrobatics 14-	
5	Computer Programming 14-	
3	Scientist	
10	Genetics 19-	
20	Biology, Biochemistry, Mathematics, Computer Science (all 15-)	
10	KS: Chess 19-	
3	Linguist (English native)	
9	Languages: German, French, Portugese (all idiomatic)	
5	+1 Levels w/Martial Arts	
16	+2 Levels w/combat	

COSTS:	Char.	Powers	Total	Disadv.	Base
	231	+	352	=	583
				=	483
				+	100

OCV: 9+; DCV: 9+; ECV: 7+; Phases: 2, 4, 6, 8, 10, 12

Origin: Towards the end of World War II, Dr. Albert Zerstoiten, the man who would become Dr. Destroyer, fled Germany to escape Hitler's assassins. He was not the only one. Another scientist, whose name has been forgotten, had done research in the field of genetics that would not be duplicated for decades. But this scientist was not so lucky; the Fuhrer's assassins slew him. These experiments were lost until the late 1960s, when they were discovered by Dr. Frieda Schumann, a German biologist. She mixed her own genetic material with those of the original researcher and created The Ultimate Man: Malachite.

Malachite was raised in the finest schools and his talent for learning was extraordinary. He soon discarded his mother — her attempts to manipulate him were childish; she should have been content to sit back and admire her prodigy. His mother was found face down in a Venetian Canal, a stylish death for one who brought perfection into the world. Malachite realized that he needed a power base if he was to conquer the world. He chose some islands in the Eastern Atlantic, near Portugal, and after drugging the water supply with a mind control drug and seizing control of local communications, he masterminded a coup. Only the first step ...

Motivation: Malachite's goal is world conquest. He has discreetly captured a number of individuals and used them in genetic experiments. The fruits of these experiments can be seen in his unique arsenal, his boosted characteristics, and his mutation abilities.

Personality: Malachite is brilliant, and a cunning strategist, but still young, impetuous, and inexperienced at conquest. He is cold-blooded and ruthless, though in rare circumstances it is possible to rouse his anger. Malachite sees all other humans as chess pieces for him to manipulate. Malachite does not play by the rules — he will use lethal force against those who pose a threat to him, threaten a hero's loved ones, or even threaten to kill entire cities, if that is the only way to enforce his will. Malachite does not care about his subjects but treats them well; their happiness is a reflection of his genius.

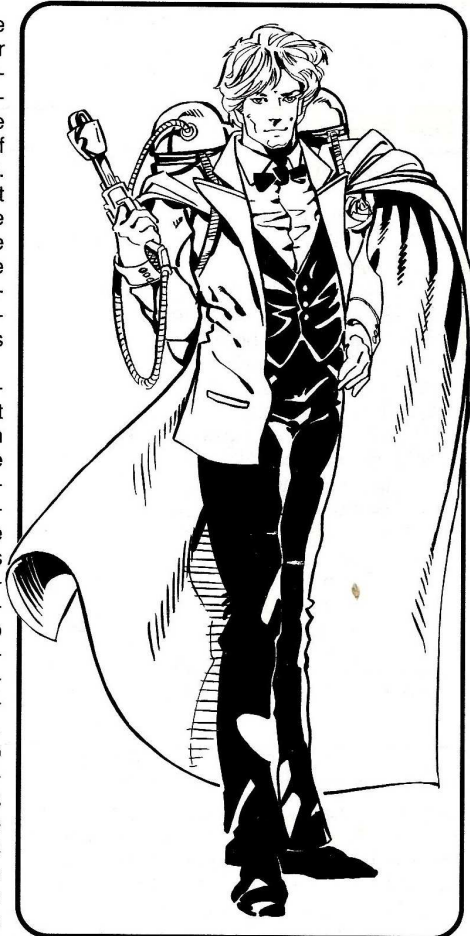
Quote: "The quality of power lies not in its potential usefulness, but in the achievements of those who use it. This simple test separates the strong from the weak, as the strong are separated from Malachite, who is alone in power."

Tactics: Malachite does not get involved in physical violence except where absolutely necessary. Usually he schemes and his agents implement his commands; a hero will usually encounter Malachite on a monitor, not in person. If forced into combat, Malachite uses his flight to distance himself from his target and fires his devolution gun. When the gun has done its work it will usually create havoc, then Malachite closes to hand-to-hand range.

Powers: Malachite's specialty is genetics, which he uses with bizarre effects. He has done numerous experiments in the field of cloning. He also is capable of "devolving" humans and humanoid creatures into a savage, nearly mindless form; it will affect mutants with a human genetic code, but not extraterrestrials. He has given himself permanent genetic abilities (high stats), and can augment himself with experimental mutations that last for twenty-four hours. He will not choose mutations that will alter his physical appearance.

Scenario: Malachite's schemes are devoted to his obsession with world conquest, through the use of genetics and biology. He is developing a mind control virus, which causes subjects to be susceptible to suggestion. He plans to distribute this globally.

He also intends to build an army of perfect soldiers bred from the population of his island or from any paranormal unfortunate enough to fall under his control. He will seek to kidnap superhumans of non-mechanical backgrounds for use in experiments. He has begun the



creation of "monsters" in various hidden worldwide strongholds, to let loose on an unsuspecting world; these include recreated dinosaurs. He seeks a perfect bride, not for true love's sake, but as the bearer of superchildren. He also keeps a stockpile of deadly viruses that he will unleash if outsiders threaten to overthrow him. Malachite has created a world-wide network of scientists who owe their allegiance to him and the technocratic world he would create. These geniuses hold important positions in research projects all over the world.

Appearance: Malachite appears as a large man, about 6 1/2' and well-built. He wears a white evening suit and a tank containing mutagins supported on his upper back and his jet pack on his lower back (his devolution gun is hooked into the mutatogin tank). His hair is gold, his facial features are handsome, and his eyes are blue-grey. He has taken the title King Malachite I, Lord of the Malachite Isles. The rest of the world is unaware of his origin, and tend to treat him with the derision given to all "tinpot dictators".

KAWAII									
Val	Char	Cost	100+ Disadvantages						
10	STR	0	15	Enraged when Hitsusatsu					
12	DEX	6		downed 11-, 11-					
15	CON	10	20	Emotionally Dependent on					
8	BODY	-4		Hitsusatsu					
10	INT	0	5	Naive					
20	EGO	20	15	Secret ID (Amako Kamakiri)					
12	PRE	2							
26	COM	8							
2	PD	0							
3	ED	0							
3	SPD	8							
5	REC	0							
50	END	10							
18	STUN	-3							
Cost Powers			END						
62	Multipower (62 pt. reserve)								
6 u	10d6 Mind Control, 1/2 END				5				
6 u	50 STR Telekinesis, 1/2 END				5				
6u	5d6 Ego Attack, 1/2 END				5				
10	Martial Arts (3d6 punch, 4d6 kick)								
5	Ego Defense (7 pts)								
3	English, Fluent (Japanese is native)								
COSTS: Char.		Powers	Total	Disadv.	Base				
57		+	98	=	155	=	55	+	100
OCV: 4; DCV: 4; ECV: 7; Phases: 4, 8, 12									

Origin: Amako Kamakuri is the daughter of Japanese businessman Shundo Kamakuri and his American wife Amanda. Amako's mother died shortly after her birth and her father became embroiled in dealings with the underworld. This led to his death at the hands of Hitsusatsu; realizing that his enemies would harm his daughter after death, Shundo asked Hitsusatsu to take care of Amako. The assassin agreed and became her guardian. Recently her mutant powers surfaced and she has started assisting him as Kawaii (Japanese for "cute").

Motivation: Kawaii mostly acts out of a desire to please and impress Hitsusatsu. She also feels that they perform a public service by ridding society of totally obnoxious elements.



Personality: Kawaii is perky, spunky, and cheerful; generally fun to be with unless you enjoy the company of miserable people. She has more than a little crush on Hitsusatsu.

Tactics: Kawaii's primary mission function is to hang back and provide cover fire in case Hitsusatsu gets in trouble. She prefers Ego Attacks from long range and behind cover, switching to Telekinesis if necessary and using Mind Control as a last resort. She will eliminate the target herself if given an opportunity. Her martial arts will surprise those who try to capture her.

Powers: Kawaii's mutant brain allows her to use several psionic powers. When she uses them, her eyes become solid blue and emit a blue light.

Appearance: Kawaii is a fifteen year old girl, 5'2", slim, with blond hair and blue eyes; her eyes have a slight epicanthic fold. Being very fashion conscious, she never wears the same costume twice; the costume shown is comprised of a yellow sweater, white shirt, and black mask, tie, skirt, and shoes.

NIGHT SHADE					
Val	Char	Cost	100+ Disadvantages		
40	STR	30	20	2x STUN and BODY from light based attacks	
23	DEX	39	10	Enraged when competence is questioned 8-, 8-	
28	CON	36	15	Enraged when he takes BODY or attacked when helpless 8-, 8-	
10	BODY	0	15	Fear of Capture	
13	INT	3	15	Arrogant	
11	EGO	2	8	Hatred of mutant persecutors (x1/2)	
15	PRE	5	8	Feels the whole world owes him (x1/2)	
12	COM	1	30	Hunted by a large Superhero group 8-	
10+	PD	2	30	Hunted by UNTIL, 8-	
10+	ED	4	10	Hunted by Crusader, 8- (x1/2)	
6	SPD	27	10	Hunted by Genocide, 8- (x1/2)	
14	REC	0	5	1d6 Unluck	
46	END	-5	15	Secret ID (James Waller)	
44	STUN	0	81	Villain Bonus	
Cost Powers			END		
30	EC — Shade Powers				2
a-30	Desolidification (8 BODY), 1/4 END				0
b-30	Force Field (17PD/17ED), 1/8 END				0
c-40	Invisibility (IR, UV, no fringe), 1/16 END, Only in darkness (-1/2)				3
d-30	Teleport 15", 4x dist, +1 phase, 2x mass, 2 floating locs, 1/2 END				4
20	Find Weakness w/Punch 13-				
10	1/2 END Cost on STR				
7	Hi-Range Radio Hearing (IAF Wrist Watch)				
5	IR Vision				
1	+1 Enhanced Vision (-1/4").				
Skills					
5	Security Systems 12-				
5	Stealth 14-				
3	Streetwise 12-				
10	+2 Levels w/H-to-H Combat				
COSTS: Char. Powers Total Disadv. Base					
144 + 228 = 372 = 272 + 100					
OCV: 8+; DCV: 8+; ECV: 4; Phases: 2, 4, 6, 8, 10, 12					

Origin: James Waller came from a broken home. His mother ran away when he was young, leaving him to be raised by his alcoholic father. James spent many hours in a dark closet, where his father locked him during binges. James would sit there waiting, dreading the moment when he would see the light, and feel the pain. This went on for years, until one day when something snapped, and James lashed out at his father. Once he got a hold on himself, he found that he had killed his father, and was now both orphan and fugitive.

Fearing that the police would throw him in prison, he took to the streets and became a thief to support himself. During one of his burglaries he was attacked by the costumed vigilante Crusader. James decided to fight and trashed Crusader mercilessly, putting him in the hospital. After his battle James realized that he was a force to be reckoned with. No more meek James Waller, now he was The Night Shade, Lord Of The Darkness, Master Of The Night. **Motivation:** Night Shade has been acquiring wealth and power, but lately he has been looking for companionship with his own kind (mutants). He has become very sick of his lonely existence. He might make a good addition to a mutant supervillain group, such as the Conquerors (from *Enemies II*).

Personality: Night Shade feels that the whole world owes him because of his childhood pain; in his eyes he can do no wrong. Night

Shade takes everything very seriously and hates grand-standing or having grudge matches when a job needs to be done. He considers himself superior to any non-mutant, and refers to normals as the "lower orders".

Quote: "Fear me if you fear the dark!"

Tactics: Night Shade prefers to work in the dark and will always try to turn off the lights during combat. Night Shade uses his invisibility and desolidification in conjunction, waiting for his opponent to attack, and then on the end of his half phase, he resolidifies and attacks. If he is sure that his opponent can't see him, he will sneak up on the target and attack by surprise with a haymaker, putting levels in DCV. On the segment after an attack he likes to desolidify, aborting his next phase.

Powers: In addition to enhanced physical attributes, Night-shade has improved psycho-kinetic powers as well. His darkness related effects come from a deep-rooted subconscious belief that darkness is all-powerful. When his force field is up, he looks like a black silhouette of a man.

Scenario: Nightshade issues a challenge to the heroes, telling them that he will cause a city-wide blackout unless they stop him. It is up to the heroes to try to anticipate his actions (or stop looting if he succeeds).

Appearance: Night Shade's costume is a black masked jumpsuit (he likes dark colors). He stands 5'10", weighs 165 lbs, has black hair and brown eyes. Nightshade is in his mid-20s, but looks slightly older.





Origin: Dr. Kaiser was raised by ex-patriate Nazis who brutally brought him up in the ideals of superiority and believe in the supremacy of the "Aryan" race. Adolph didn't really believe it, but he knew when to say yes or — more appropriately — when not to say no. He was sent to university in America, where he earned his doctorate in rather unspectacular fashion. Kaiser was bright, but certainly not brilliant.

To prove himself, Kaiser tried to solve the "X-problem", tapping energy from an unknown source which some scientists call the "X-dimension". The people at Sunburst Technologies didn't want him to try. Four labs had been blown up by scientists trying the same experiment. Despite their disapproval, Kaiser worked on the project in secret.

BOOM!

When they found him amid the wreckage of Laboratory Number Five, they fired him and then they sent for the ambulance. But Kaiser had made a breakthrough — the biomesh module was a success! Kaiser was annoyed by his employer's unreasonable attitude and decided to use biomesh technology for personal gain. He did what every other self-respecting, discredited scientist does — he became a supervillain. The world would fear the power of Mentalax, he thought to reassure himself, as he first put on the costume.

Motivation: Mentalax soon learned that the world didn't fear the power of Mentalax, and that he was a match only for the weakest of heroes. He became obsessed with revenge against anyone who had ever defeated him, and this obsession is what guides Mentalax. He also wants to get rich and stages small scale crimes; he usually gets stopped by someone, which starts the circle of vengeance all over again.

Personality: Mentalax is a surprisingly confident individual; when he is obviously outmatched he remembers his father's words about his superiority, and this spurs him on to victory (except when his opponents manage a "fluke" victory, which is what usually happens). Mentalax is arrogant, and consumed with his own self-importance; he has no regard for human life other than his own.

Quote: "Your luck has run out fool! This time, the victory belongs to Mentalax! Do you hear me, fool? Do you?"

Tactics: Mentalax will usually try to fight a hero without special gimmicks the first time they fight. When he has been defeated, Mentalax brings out dirty tricks such as luring his opponent into an area where he can drop a building on him, attacking while the hero is fighting another villain, or making alliances with the hero's known enemies. Avenging his defeats is the only thing that matters to Mentalax.

Powers: Mentalax's focii allows him to channel "X-energy" from an unknown energy source which he uses to transform himself into a superhuman. The biomesh module has tiny external outputs that can be deactivated within a turn by someone with electrical engineering; it requires surgery to be removed. Mentalax is not a world-beater; he is designed as an opponent for novice heroes in low point campaigns.

Appearance: Mentalax is 33 years old, 5'9" tall, 155 pounds, and has black hair and brown eyes. His mask and shirt is purple with white trim, his boots are purple, and his pants are white.

MENTALAX					
Val	Char	Cost	100+ Disadvantages		
10	STR	0	10	1 1/2x STUN from Find	
20	DEX	30		Weakness attacks	
25	CON	30	15	Enraged when fighting someone	
10	BODY	0		who has defeated him 14-, 8-	
13	INT	3	20	Hunts anyone who has ever	
14	EGO	8		defeated him, 14-	
13	PRE	3	15	Overconfidence	
10	COM	0	20	Hunted by VIPER, 8-	
8	PD	5	10	2d6 Unluck	
11	ED	6	15	Secret ID (Adolph Kaiser)	
5	SPD	20	20	Villain Bonus	
7	REC	0			
50	END	0			
37	STUN	9			
Cost Powers			END		
50	Multipower (62 pt. reserve) (IIF Biomesh Implant)				
8 m	8d6 EB, 1/2 END				4
8 m	4d6 Ego Blast, 1/2 END				4
8 m	2 1/2d6 RKA, 1/2 END				2
10 m	Flight 25", 1/2 END				
7	Ego Defense (10 pts)				
	Skills				
3	Biotechnology 12-				
3	Physics 12-				
2	Electrical Engineering 11-				
2	KS: German Culture 11-				
4	Language: English fluent (German is native tongue)				
5	+1 Level w/Multipower				
COSTS:		Char.	Powers	Total	Disadv. Base
		115	+	110 = 225	= 125 + 100
OCV: 9+; DCV: 9+; ECV: 4+; Phases: 2, 4, 6, 8, 10, 12					

DARK PROWLER										
Val	Char	Cost	100+ Disadvantages							
10/20	STR	7*	10	Berserk when flashed 11-, 11-						
10/30	DEX	40*	20	Multiple Personalities						
25	CON	30	15	Kleptomania						
10/20	BODY	13*	8	Dislikes Daylight (x1/2)						
18	INT	8	15	DNPC (Linda Martin, reporter), comp., 14-						
12	EGO	4								
10/15	PRE	3*	20	DNPC (James Ellison, publisher), norm, 14-						
20	COM	0								
2/24	PD	13*	3	DNPC (Linda Martin, cat burglar), comp., 8- (x1/2)						
5/21	ED	10*								
2/7	SPD	20*	35	Hunted by Duchess Industries, 14-						
7/9	REC	0	25	Hunted by Genocide, 8-						
50	END	0	15	Secret ID (Alan Poole)						
28/53	STUN	7*	106	Villain Bonus						
Cost Powers			END							
30	Martial Arts (8d6 punch, 10d6 kick)									
15	Find Weakness w/Martial Punch 12-									
12	Half Damage Resistance (IIF Duchess Industries flexi-suit)									
12*	Ego Defense (24 pts)									
13*	+10" Running (16" total)				2					
13*	Clinging (20 STR)				4					
10*	1/8 END Cost on STR				0					
25	Danger Sense 16-									
10	UV Vision									
3	+1 Enhanced Vision (-1/4")									
3	+1 Enhanced Hearing (-1/4")									
Skills										
14	Acrobatics 17-									
5	Computer Programming 13-									
9	Stealth 17-									
3	Escape Artist 15-									
11	Security Systems 16-									
3	Streetwise 12-									
2	PS: Photography 11-									
20	+2 Overall Levels									
					*-1/2, only at night					
COSTS:		Char.	Powers	Total	Disadv.	Base				
		160	+	212	=	372	=	272	+	100
OCV: 10+; DCV: 10+; ECV: 4+; Phases: 2, 4, 6, 7, 9, 11, 12										

Origin: The man now known as Dark Prowler is a replicated human. When the Duchess Von Drotte (see Duchess Industries) required an heir, she commissioned a brilliant Irish geneticist to take her DNA samples and combine them with DNA from her dead husband, a prominent Nazi leader. The Irish geneticist substituted his own DNA for her husband (of course he did not tell the Duchess about the switch), and the mutant Dark Prowler was born.

Prowler was given a false set of memories and let loose into the world. The Duchess decided that if her son was to grow he would have to face adversity so she ordered her men to hunt him down and kill him. If he escaped he would prove himself a tough and capable heir.

Prowler found that he had many unique abilities, especially at night. He decided to become a cat burglar, and was soon legendary. His thefts prompted newspaper publisher James Ellison to call for his capture by offering a \$100,000 bounty to any who could deliver Prowler to justice. Finally, the government caught him; instead of sending him to Stronghold they made him one of their agents — Scavenger.

Scavenger was successful, but disliked serving others so he destroyed all records of his existence and journeyed to Ireland to track down his origin. What he learned was so traumatic that he suffered a mental disorder, splitting into three distinct personalities: the heroic Blue Phantom, defender of the innocent; Dark Prowler, stealthy and sneaky; and Scavenger, mercenary thief for hire.

During the day in his secret ID of Alan Poole, he works as a photographer for a large metropolitan newspaper.

Motivation: Prowler's motivations vary with his dominant personality. As Scavenger, he is purely concerned with acquiring money and living in luxury. As Blue Phantom, he is interested in helping the innocent and capturing those who pose a physical threat to society. As Dark Prowler, he is concerned with being the world's greatest thief and humiliating those heroes who are too self-righteous. Each of Prowler's personae are aware of the others' existences. As Dark Prowler, he leaves a silk glove embroidered with the initials 'DP' at the scene of all of his crimes.

Personality: Blue Phantom tries to portray himself as a larger-than-life figure, while Scavenger tries to keep a low profile. Dark Prowler, on the other hand, grandstands, and is given to mocking his opponents unmercifully.

Quote: "I'm not a criminal. I'm Dark Prowler. I'm sure there's a little kid you can beat up somewhere in this city, if you look hard enough. Go find him."

Tactics: None of Dark Prowler's personae likes to stand and fight. Typically, he will stay back and use Find Weakness twice, then try to use his martial arts to pound the opponent at one-quarter defenses. Otherwise, he will flee, running up walls and climbing ceilings at top speed, using stealth as soon as he's out of sight.

Powers: Dark Prowler's powers are active only at night, for reasons no one understands; during the day, he is quite normal. Genocide considers Prowler to be a mutant. His suit is made from a special material that interacts with skin and makes it hard as rock; this experimental material was stolen from Duchess Industries.

Appearance: Prowler and Scavenger's costumes are black, allowing him to blend into shadows. He carries various thieving tools sewn into the lining. As Blue Phantom he wears a blue suit with a short cape, with the initials 'BP' within a shield on his chest. Prowler is 5'11", 160 lbs, of average build, with brown eyes.



CITADEL					
Val	Char	Cost	100+ Disadvantages		
40/60	STR	20	25	Enraged if reminded of past scandals 14-, 8-	
29	DEX	57		Hatred of the Press	
40	CON	60	20	Must humiliate all superheroes	
20/28	BODY	20	20	Unusual Looks (reputation) 8-	
10	INT	0	5	DNPC (sister), normal, 8-	
10	EGO	0	10	Hunted by UNTIL, 11-	
20/40	PRE	10	30	Hunted by Superhero Group, 8-	
20	COM	5	30	Public ID (Robin Farnol)	
28/32	PD	20	10	1d6 Unluck	
23/27	ED	15	5	Villain Bonus	
6	SPD	21	195		
16	REC	0			
80	END	0			
60	STUN	0			
Cost Powers			END		
40	Martial Arts (12d6 punch, 16d6 kick)				
50	Multipower (50 pts)				
5 u	Growth, 4 levels, 1/2 END				4
5 u	Invisibility (to IR, UV, no fringe)				9
5 u	15" Combat Teleport, 1/2 END				3
25	Flight 10", 1/2 END				3
20	1/4 END Cost on STR				2
15	Half Damage Resistance				
5	Lack of Weakness (5 pts)				
5	Power Defense (5 pts)				
20	Life Support (20 pts)				
5	+1 Level w/Martial Arts				
9	+3 Levels w/Martial Punch				
3	+1 Level w/Flight				
COSTS:	Char.	Powers	Total	Disadv.	Base
	238	+	212	=	450 = 350 + 100
OCV: 10+; DCV: 10+; ECV: 3; Phases: 2, 4, 6, 8, 10, 12					

Origin: There was never anything special about Robin Farnol and he knew it. He tried karate, and while he was good in practice, he always choked in tournaments. Frustrated, Robin resigned himself to life as a nobody.

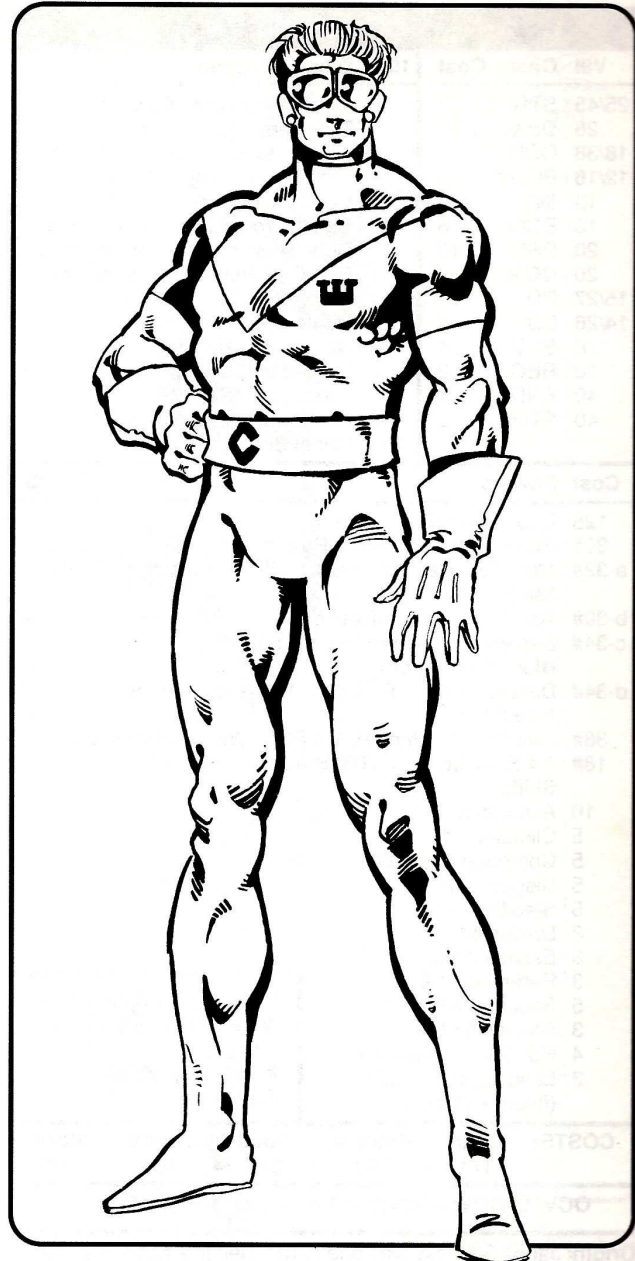
Then one day he was hit by lightning and emerged with powers well beyond those of mortal men. Robin was thrilled — he could become a somebody! He donned one of those embarrassing superhero costumes and called himself Citadel, the city's newest and most powerful superhero. Life was great! He had his own fan club! Every superhero group wanted him! People respected him and looked up to him!

Then his world fell crashing down.

Citadel was caught having an affair with the wife of the wealthy industrialist who sponsored the local superhero team. Her divorce hearing brought out everything, including Robin's secret identity. His fan club president committed suicide and Citadel was raked over the coals by the press; his life as a superhero was over. He developed a drinking problem and was in the gutter when VIPER found him. VIPER offered him the two things he needed most — self-respect, and vengeance against all the people who had rejected him.

Motivation: Citadel is an angry young man, and is out to relieve his anger by humiliating superheroes and terrorizing the press. Citadel isn't a killer; he'd rather hurt his enemies, since corpses don't suffer. He is absolutely loyal to VIPER, serving their every whim. VIPER has rarely had any servant as reliable — or as powerful, as Citadel.

Personality: Citadel is angry; his only joy in life is hurting people. He is extremely bitter about his past, and reminding him about the hero he used to be only makes him angrier. The PCs should be unsettled by Citadel; he represents something they might become — the warped reflection of a superhero.



Quote: "You turned your back on me! Turn your back on this!

Tactics: Citadel is not a great tactician. If he is in control of his emotions, he will use his martial punch, fighting invisibly or teleporting from surprise to confound his opponents, using levels defensively except against the most agile foes. If he is Enraged he will martial kick his opponents, or using Growth he will grab and squeeze them.

Powers: Citadel is a mutant whose mutations emerged after he was struck by lightning; although any powerful electrical shock would have done it.

Scenario: A dozen reporters from local newspapers have been attacked and hospitalized; Citadel is the prime suspect. Citadel claims that he is innocent and says he is willing to work with the heroes (under a flag of truce) to clear his name. But is Citadel sincere, or leading them into a trap?

Appearance: Citadel is 6'1" tall, and 230 lbs, except when he uses his growth powers. His costume, constructed of a special stretchable material, is red with a white belt and trim.

GEMINI										
Val	Char	Cost	100+	Disadvantages						
25/45	STR	15*	10	1 1/2x Effect from Power Drains, Transfers, etc.						
26	DEX	48								
18/38	CON	16*	15	Accidental Change: if he saves or takes lives 14-						
12/16	BODY	4								
13	INT	3	20	Code vs. Killing						
18	EGO	16	10	Steals From Rich, Gives to Poor						
20	PRE	10	10	Duplicates into two personalities						
20	COM	5	15	DNPC (daughter), incompetent, 8-						
15/27	PD	10*								
14/26	ED	10*	25	Hunted by Police, 14-						
6	SPD	24	20	Hunted by FBI, 11-						
10	REC	2	10	Hunted by San Francisco						
40	END	2		superhero, 8- (x 1/2)						
40	STUN	6	15	Secret ID (Janos Sikorsky)						
			317	Villain Bonus						
Cost Powers			END							
128	Duplication (2 duplicates)									
32#	EC — Split Personality Powers:									
a-32#	1d6 EGO Transfer to END, affects desolid, 1/4 END, 3seg. delay					1				
b-30#	4d6 Ego Attack, affects desolid, 1/2 END					4				
c-34#	Density Increase (4 levels), 1/16 END, Black Gemini only					0				
d-34#	Desolidification (8 BODY), White Gemini only , 1/16 END					0				
36#	Invisibility (no fringe), 1/4 END, White Gemini only					1				
18#	1/4 END Cost on STR, Black Gemini only					2				
Skills										
10	Acrobatics 14-									
5	Climbing 14-									
5	Computer Programming 12-									
5	Disguise 12-									
5	Stealth 14-									
3	Driving 14-									
3	Escape Artist 14-									
3	Paramedic 12-									
5	Security Systems 12-									
3	Streetwise 13-									
4	KS: San Francisco 13-									
3	Language: Spanish (fluent w/accnt)									
					* Density Increase bonus added in, Black Gemini only # -1/4, only when duplicated					
COSTS:		Char.	Powers	Total	Disadv.	Base				
		171	+	396	=	567	=	467	+	100
OCV: 9; DCV: 9; ECV: 6; Phases: 2, 4, 6, 8, 10, 12										

Origin: Janos Sikorsky was one of two identical twins; his brother James was stillborn. Throughout his life, he believed that his brother's spirit lived within him. As he grew, he had several blackouts and out-of-body experiences. Janos became a cat burglar in his early teens and an extremely good one; his natural abilities far exceeded those of normal men. He married at the age of twenty-two and his wife had a daughter, Anna. In the meantime, Janos continued his life of crime.

Then his wife was killed by a drunk driver.

Janos knew the man would receive a light sentence for killing his wife and his anger grew. By the time Janos caught up with the killer, the anger had built up to a wild, white-hot rage, a rage that allowed Janos to kill. Before he realized what he had done, he had split into two beings: White Gemini, himself; and Black Gemini, his brother's spirit. Black Gemini went on a crusade of vengeance and White Gemini tried to stop him. Eventually, White Gemini succeeded.

Now, Sikorsky has changed. He's still a cat burglar, but now he gives his wealth to the poor, making enough with a regular job to keep Anna happy and himself... together.

Motivation: Janos Sikorsky is a peaceful man who has seen the evil

in his soul. He uses burglary to make the world a better place. Black Gemini is thoroughly selfish, determined to make the world **his** place. He has had nothing all his life and now he wants everything. White Gemini will not allow this; the two are eternal, inplacable enemies. Neither will intentionally kill; Janos for fear of Gemini reappearing, and Black Gemini for fear of recombining.

Personality: Janos Sikorsky is easygoing, a good father and friend. Black Gemini is dignified and eloquent, a gracious host, but very self-centered. If forced into a fight, he becomes brash and violent. White Gemini is totally self-sacrificing, courteous, and caring — the antithesis of Black Gemini. All three are protective of Anna.

Tactics: Janos is not a fighter; he will be as unobtrusive as possible. Black Gemini will always guard against White Gemini, avoiding him at all costs. White Gemini wants to cancel out Black Gemini as quickly as possible, so he often stalks him invisibly, waiting to attack him mentally.

Powers: Janos Sikorsky is a mutant; the Geminis do not have access to his skills when they are split. Black Gemini's powers match his aggressive nature; White Gemini has powers that match his passive nature.

Scenario: Black Gemini obtains a device that allows him to control White Gemini at close range. White Gemini learns of this and seeks help from a hero team. Of course, Black Gemini learns of this and takes advantage of this, playing a game of mistaken identity with the hapless heroes.

Appearance: Janos Sikorsky is 6'1", 190 lbs, in superb physical condition. He has blond hair and pale blue eyes. As Gemini, his costume is black and white, while as Sikorsky, he wears basic black (good for thieving). Both Gemini selves have the same appearance as Sikorsky.



PRINCESS					
Val	Char	Cost	100+ Disadvantages		
8	STR	-2	10	Enraged when spurned or rejected 8-, 11-	
15	DEX	15	15	Obsessed with Romance Novels	
15	CON	10	15	DNPC (imaginary boyfriend), incomp, 8-	
9	BODY	-2	10	2d6 Unluck	
13	INT	3	10	Public ID	
18	EGO	16	228	Villainess Bonus	
13	PRE	3			
18	COM	4			
8+	PD	6			
14+	ED	11			
5	SPD	25			
5	REC	0			
50	END	10			
36	STUN	15			
Cost Powers			END		
55	EC — Alternate Persona Powers:				
a-140	12d6 Light Illusions, includes sound (+1/2), fully invisible, 1/8 END				2
b-37	40 STR Telekinesis, fully invisible, 1/8 END, depends on light illusions (-1/2)				1
c-55	Force Wall (10PD/10ED), fully invisible, 1/8 END, depends on light illusions (-1/2)				1
2	+1" Running (7" Total)				
5	KS: Romance Novels 14-				
18	+6 Levels w/TK				
COSTS: Char. Powers Total Disadv. Base					
114 + 313 = 426 = 326 + 100					
OCV: 5+; DCV: 5+; ECV: 6; Phases: 3, 5, 8, 10, 12					

Origin: Ann Reynolds had spent her entire life spoiled by her father. For most pampered children this is not a problem; eventually they grow up and learn to lead normal lives. But Ann was not one of these people. She wasn't able to break free of her dependence on others.

She took solace in the pages of romance novels, which contained ridiculously outdated attitudes. But while most people would laugh at these examples of chauvinism, Ann embraced them. She waited for a modern-day Prince Charming to sweep her off her feet and carry her off to a castle to live happily ever after. But reality doesn't work that way, and Ann seemed destined to live a life of disappointment.

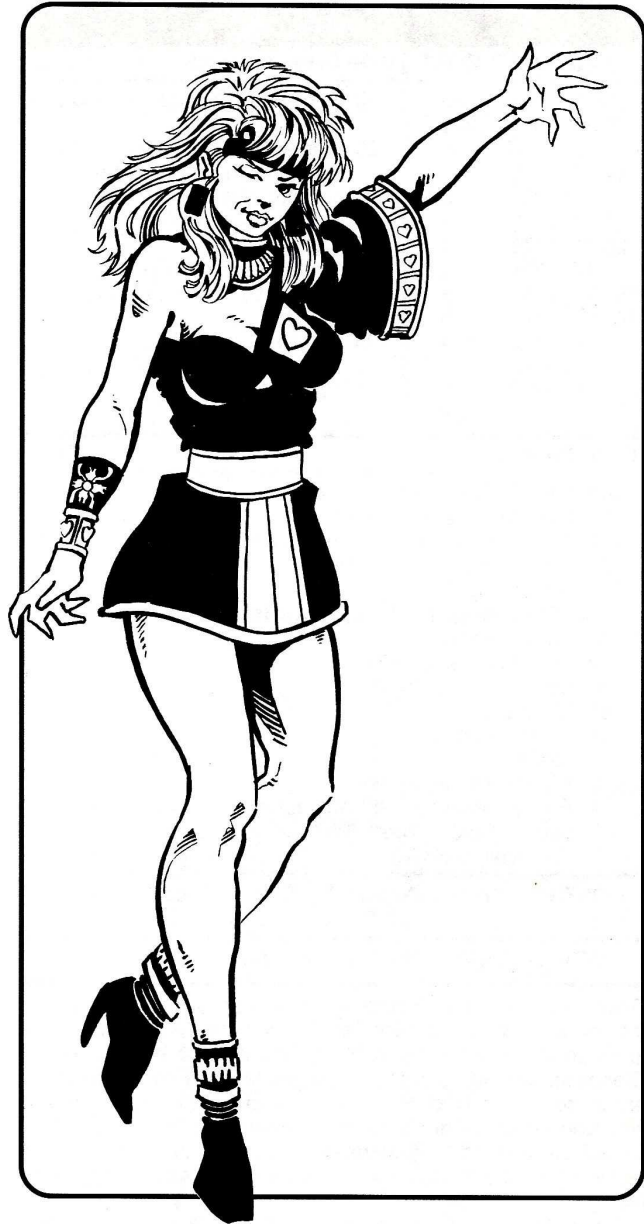
Then something happened. Weird creatures and costumed villains menaced her. Ann was frightened. She turned to the knights in shining armor of the modern age, superheroes, for assistance. Though she didn't know it, she was a mutant with the ability to create objects telekinetically. Her subconscious craved excitement and created objects which would force superheroes to save her. Perhaps she is a Princess, just like daddy always said, and her fate is to live happily ever after with a real hero.

Motivation: Ann is looking for security and excitement, love, and above all, attention. Princess does not mean any harm, but she deserves a good life. Love conquers all, and tomorrow is another day.

Personality: Princess is generally polite and courteous, though she clings very tightly to any would-be savior. She has been threatened by these menaces so often that she may eventually develop a sense of humor about them. ("Look mister, do you guys take a number to see who kidnaps me this week, or what?")

Tactics: Princess has no tactical sense whatsoever. Her alternate persona projections slug it out (via telekinesis) with the hero until Princess is sure that the hero loves her, in which case they soon go down.

Powers: Princess's powers are quite complex. She has light illusions with an extra quirk; they produce sound as well, and they are solid (telekinesis and force wall). The illusions are always of some physical threat to Princess's well-being, be it a steamroller



that is threatening to flatten her or a giant gorilla that will grab her and climb the highest building around, or a well-known supervillain. Fully invisible light illusions do not mean that the illusion is invisible, merely that it is impossible to identify Princess as the source of the illusion. The illusions disappear when her subconscious decides that they are beaten.

Scenario: There are two ways for a GM to handle Princess. Princess is not a normal, stable woman; she might be portrayed as someone who is pathetic, hopelessly dependent on others; perhaps she blames herself for her boredom and the telekinetic projections are a way for her subconscious to punish her. The other way is to have Princess's illusions be utterly ridiculous and use her for comic relief. ("Why do all these giant gorillas pick her?" "I dunno, maybe it's the perfume?") Eventually, the heroes should identify her problems as psychological; a superheroine could take Princess under her wing and teach her about life in the modern world, or the heroes could direct her to a psychiatrist to cure her neurosis.

Appearance: Princess is 5'5" tall and 115 lbs and quite attractive. She has short auburn hair, brown eyes, and a light skin tone.

FENRIS WOLF					
VAL	CHAR	COST	100+	Disadvantages	
35/45	STR	25	20	Accidental Change: Dusk/Dawn 14-	
10/26	DEX	38#			
28/33	CON	36	20	Berserk at the sight of living creatures in wolf-form 11-, 8-	
14/17	BODY	8			
13	INT	3	15	Vicious Killer	
14	EGO	8	15	No Hands in Wolf-form	
25/30	PRE	15	5	Color-blind	
14	COM	2	15	Unusual Looks (wolf-form) 14-	
15/19+	PD	8	30	Hunted by Norse superhero group, 8-	
14/18+	ED	8			
6	SPD	19#	25	Hunted by UNTIL, 8-	
13	REC	0	15	Secret ID (Viktor Glenov)	
56	END	0	62	Villain Bonus	
46/56	STUN	8#			
Cost Powers				END	
36#	2d6 HKA (4d6 w/STR), 1/4 END			1	
10	Find Weakness w/HKA 11-				
12#	Density Increase (1 level), 1/4 END			0	
12#	Growth (1 level), 1/4 END			0	
28#	Armor (11PD/10ED)				
8#	+5" Running (11" Total, 13" w/Growth)			1	
8#	Superleap (x2)				
7#	1/2 END Cost on STR			4	
2#	Discriminatory Smell				
8#	UV Vision				
12#	Tracking Scent				
	Skills				
3	KS: Old Norse Culture 12-				
4	PS: Historian 13-; PS: Archaeologist 11-				
4	Language: Old Norse (literate)			#-1/4, Only in wolf-form	
9	+3 Levels w/HKA				
COSTS: Char. Powers Total Disadv. Base					
157 + 165 = 322 = 222 + 100					
OCV: 9+; DCV: 9+; ECV: 5; Phases: 2, 4, 6, 8, 10, 12					

Origin: Forces beyond comprehension. Legends and myths from the shadows of time come to life. Archeologist Viktor Glenov used to laugh at these things. When he found the hidden chamber, Glenov knew it was going to be the greatest archeological discovery since Sutton Hoo. He saw the ancient warning runes and chuckled. Images from ancient myths entered his mind, and he smiled. He entered the Darkness smiling, but much more importantly, ignorant of the danger. Viktor Glenov was not paralyzed by fear.

The instant that he saw *It*, he ran, with long leaping strides over the half-frozen grass and pitted earth. He fell many times, rolling to his feet, oblivious to bruises, pain, or fatigue. Fatigue finally overwhelmed him, and he fell prostrate to the ground, clutching his ribs, feeling as though burning lungs would burst, while a fevered brain was wrestling with a split-second glance at *It*.

Then, he felt *It* call him. He resisted, unconsciously shouting Old Norse curses, and in that battle, a horrible change overwhelmed Glenov. *Its* name was Fenris, the cursed offspring of ancient gods. In the split-second that *It* glanced at Glenov, *It* had given a small portion of *Its* power to the doomed archeologist. Now Fenris is loose again, an Elemental force of great destructive power in the modern age despite the unbreakable bonds that held *It*. *It* was free to study the new world, and use this foolish pawn to release *It* into a world that would soon be ready for — Ragnarok.

Motivation: Fenris is hungry and bitter, the giant wolf offspring of the Norse gods. Viktor Glenov is a stubborn, hot-tempered and opinionated archeologist. Fenris-Wolf, the hybrid which is loose in today's world, is composed of the bitterness of Fenris and Glenov's fear and self-loathing of the curse. As a result Fenris-Wolf is an engine of destruction and rage with none of the subtlety that the



Great Fenris had intended. Glenov has considered suicide but is too stubborn to let a curse (as he considers it) beat him, so he wanders the world in search of a cure.

Personality: Fenris-Wolf is a blood-thirsty monster, death quick-running, hatred incarnate, the doom of rage. It knows no pity, no mercy, loving only the taste of warm blooded things. Glenov, on the other hand, is a proud, highly intelligent, basically good human being whose minor character flaws are being twisted by a Darkness from the edges of the imagination; it could happen to anyone. Fenris-Wolf is not a werewolf, he is something much more Evil; the GM should not forget this.

Tactics: Unless Fenris-Wolf is consumed by bloodlust he will use Presence attacks to try to paralyze his prey, giving him a chance to Find Weakness before leaping at the throat. Otherwise, he attacks immediately.

Powers: The relationship between Fenris-Wolf and Glenov is fairly complex. If Glenov is killed, Fenris-Wolf will still live; his life force is separate and will use Glenov's corpse as a host. If Fenris-Wolf is killed, Glenov has no such talents. Fenris-Wolf does not always appear; sometimes Glenov can fight him off and keep him from appearing. The transformation occurs at dusk and reverses at dawn; reversal is automatic when he has assumed Fenris-Wolf form. Glenov has a faint recollection of what he does as Fenris-Wolf: just enough to torment him. Glenov would never intentionally transform into Fenris-Wolf.

Appearance: Glenov is 53 years old, 5'10", nearly bald with brown hair and eyes. He is in very good physical condition. Fenris-Wolf is a giant wolf with red-brown fur, about the size of a large bear.

MONOPOLE				
Val	Char	Cost	100+	Disadvantages
30	STR	16*	15	Enraged when takes BODY
20	DEX	30		11-, 11-
20	CON	20	20	Loud-mouthed, cannot shut up
15	BODY	10	15	Fascinated by Supervillains
13	INT	3	10	DNPC (James Williams, father), normal, 8-
11	EGO	2		
13	PRE	3	25	Hunted by Small Superhero Group, 8-
12	COM	1		
15+	PD	7*	15	Hunted by Police, 8-
13+	ED	7*	5	1d6 Unluck
5	SPD	20	15	Secret ID (Wendell Williams)
10	REC	0	56	Villain Bonus
40	END	0		
40	STUN	0		
Cost Powers				
				END
36	Multipower (72 pt. reserve) (OAF Electro-Magnetic Batons)			
3 u	3d6 RKA, 1/4 END, no range			2
3 u	45 STR TK, 1/4 END, no range			2
1 u	+2d6 to STR Damage, 1/4 END			0
40#	+ 24" Running (30" Total), 1/2 END			2
7#	Clinging (20 STR)			
4	Flash Defense (8 pts), act 14- (OIF Helm)			
11*	Force Field (6PD/4ED), 1/4 END			0
5*	1/2 END Cost on STR			3
Skills				
4	Science: Magnetics 13-			
3	Science: Plastics 12-			
3	KS: Supervillains 12-			
2	KS: City Knowledge 11-			
15	+5 Levels w/Running			
9	+3 Levels w/Move-bys			
10	+2 Levels w/H-to-H Combat			
				*IIF Magnetic Suit #OIF Magnetic "Skates"
COSTS: Char. Powers Total Disadv. Base				
119 + 157 = 276 = 176 + 100				
OCV: 7+; DCV: 7+; ECV: 4; Phases: 3, 5, 8, 10, 12				

Origin: Wendell Williams was a normal kid, except that when he watched superhero cartoons on TV, he always rooted for the villains, and was always annoyed when they lost. It offended his sense of justice that these clever individuals should have their brilliant schemes foiled by some muscle-bound oaf. It became an obsession with Wendell. He loathed watching superheroes, real superheroes, on TV; he considered them to be a bunch of self-righteous, egotistic fools. Luckily he had a way of handling them — a rich dad who didn't mind giving him money and didn't bother to find out what he did with it.

Wendell built a battlesuit. It wasn't the greatest battlesuit on earth; actually, it was pretty wimpy, but Wendell liked it, and so he embarked on a criminal career as Monorail ... no, Monopole sounded better, even if it didn't have anything to do with his powers.

Finally, annoyed by his son's extravagance, his father refused to give him any more money. That was OK with Wendell; he could steal enough to support himself. In order to get on better terms with supervillains, he started two underground publications about super-villains: *Crimes of the Heartless* and *Villainy Unbound*, which became quite popular among the supervillain "cult" (people who idolize villains instead of heroes).

Motivation: Monopole commits crimes to support himself. He also likes to offer a helping hand to villains, coming to their aid in battles. He will not aid those villains who have a code of honor to fight their own battles, nor will he aid psychopaths who are likely to kill him regardless of his help.

Personality: Monopole acts crazy: in battle he cannot shut up, he

shouts war whoops, continuous cackling laughter, and spouts off a lot of silly insults, like: "Hey, hero, your shoe's untied! Ha! Ha! Ha! He looked! Ha! Ha! Whoa!" He treats supervillainy as a game, to the annoyance of most superheroes.

Quote: "What's the matter, stuperguy? You can take Dr. Destroyer, but you can't face the power of the press? What a wimp! Ha! Ha! Ha!"

Tactics: Monopole runs around looking as conspicuous as possible, trying to draw fire (usually dodging at full DCV). He serves as a great distraction to give villains a recovery, as he is so aggravating that heroes will often turn their attention away from deadlier foes just to shut him up.

Powers: Monopole's suit is based on magnetics, which gives him superstrength and a force field. His boots adhere to any solid surface, thus he can climb up skyscrapers, walls, etc.

Scenario: A service award is being given to a respected super-hero for years of public service. With the help of other villains, Monopole substitutes an exploding statue for the award and crashes the ceremony at the wrong moment, hoping to humiliate the heroes.

Appearance: Monopole wears a bulky (ie. not skin-tight) blue bodysuit with a huge black "M" slashed on his chest.



VILLAIN PSYCHOLOGY



Every villain tells a story. Shouldn't that be a 'picture'? Well in a sense, villains are pictures, pictures of the darker sides of ourselves. The darkness that must be restrained, a reason for heroes to exist. As long as we hold the capacity for darkness, we will need heroes. It is an eternal need. We dream about these heroes, and we explore this heroism when we play *Champions*.

And yet, the villains are appealing too. Seductive. We recognize ourselves in them; we too desire wealth, we seek to obtain the power to steer our fortunes, we desire excitement, and when wronged we feel rage and seek vengeance. These are fantasies, but fantasies about the most concrete of realities. If the struggle between heroes and villains weren't relevant to our lives then human literature would not have described that struggle, as it has done since stories have first been told.

All of these thoughts are very nice, but they're rather long-winded and not very relevant to the game at hand. We continue to describe this struggle in our gaming, and one of the ways we explore this conflict is by creating characters, especially villains. In *Champions*, every good campaign will develop their own villains at some point. Once new villains start coming out of the woodwork, then the gamemaster is free to put his own direction to the campaign. And there are many directions that a campaign can take.



One common mistake in villain design is to make every villain the same. They don't necessarily have the same powers, but they have much the same personality and react the same way when presented with a situation. For example, if every villain bargains with the heroes and then backstabs them, then the players are going to respond to the villains in the manner most appropriate to dealing with backstabbers. You may say, well, that they are villains and they are supposed to be nasty. Why shouldn't they backstab all the time? It's in the contract or something.

But of course, there isn't a contract.

Why do villains act the way they do? Because they are evil? Some of them undoubtedly are. Because they are misguided? Some are misguided. Because they are just out having fun? Some villains just want to have fun, and don't care about the effects of their actions on others. Villains have different motivations, just as people do when they do things that are nasty. Villains are usually people too.

Likewise, villains do not have a uniform code of beliefs or conduct; each villain believes what he believes or does what he does for different reasons. Some villains don't kill, and will have a stronger aversion to harming innocents than many heroes. Others enjoy killing. Some villains refuse to think of themselves as evil; the government is evil, the banks are evil, and they are just trying to get their fair share. Others enjoy being *evil*. Human beings have a habit of coming up with justifications for unjustifiable actions. Just look at history books. Villains don't have to think of themselves as evil to do horrible things.

One common cliché is that 'variety is the spice of life'. Cliches are clichés because they are often true. If you provide your group with a variety of villains with different motivations who react in different ways to the same situation, your players will be surprised more often. And it is the element of the unexpected that keeps a campaign going for a long time.

One thing that should be expected, though, is the eventual victory of the heroes. Heroes should win most of the time, foiling the "evil" plot and sending the villain to Stronghold. Some villains may be harder to snag than others, and sometimes the heroes will get thrashed, but the heroes should be victorious in the end. The biggest flaw in many of the *Champions* gamemasters is that they love their villains too much, can't bear to see them put down, and arrange matters so it is impossible for the heroes to score a clear victory ("well, if the heroes had gotten this neutron disintegrator in this underground lab that they knew nothing about, they could have won..."). Don't fall into this trap! If your players keep finding that they can't put a dent into the villains with an extended blast, sooner or later they will give up, probably sooner. All villains weren't meant to be tough. There is a difference between making the PCs sweat and making them fail. It's the difference between a great game and a waste of time.

Just as villains shouldn't have identical motivations, they shouldn't have identical powers. If your players keep fighting the Legion of Battlesuits or the Ninja of the Week Club, they are going to get bored. Look at published villains for ideas. Some Gamemasters are very fond of borrowing from other game systems, or even the comics for powers. Go ahead — this can stimulate your imagination. But try to put a creative twist on it or else your players will figure out what you are doing. A word of warning: some GMs enjoy creating humorous (often silly) villains. There is nothing

wrong with having fun, just be aware that your players may not share your taste in humor. And don't make your comic relief villains tougher than your normal villains. Please. No one enjoys being humiliated by a joke.

Good villains are memorable, and they are memorable because the gamemaster uses them to play on the characters' emotions. When you are creating your villain, ask yourself what emotion you want the characters to feel once they find out what makes the villain tick. Fear? ("I better retreat and figure out a new plan — he could kill me!") Disgust? ("I can't believe anyone would do anything like that!") Hate? ("I am going to get him for what he did to those people — the kid gloves are off!") Respect? ("I don't agree with you, and I'll give my life to stop you, but at least you are trying to help the world, in your own warped way.") Pity? ("It's not the poor creature's fault that he's the way he is.") Do you want your players to like the villain? Is the villain redeemable; can he be turned into an ally if approached properly? Anything should be possible. How about "heroes" who are very good at manipulating public opinion, but are actually scum? The best role-gaming sessions are those in which the players get emotionally involved; the best way to get that involvement is to create villains who will create the desired reaction.

An easy way to get that reaction is to use a nemesis, an arch-foe designed specifically to fight a single character, and a single character alone. The nemesis may be sympathetic ("there but for the grace of God go I"), or represent the exact opposite of the character. The nemesis can have powers that are similar to the hero (brick vs. brick), or the exact opposite (cold projector vs. flame user). The nemesis might be a relative of the character ("I never knew I had an evil twin sister!"), or someone closely tied to the hero's origin. When the nemesis appears in a scenario you immediately stimulate that character's interest. When the nemesis appears, the character should think: "All of a sudden things have gotten **personal!**"

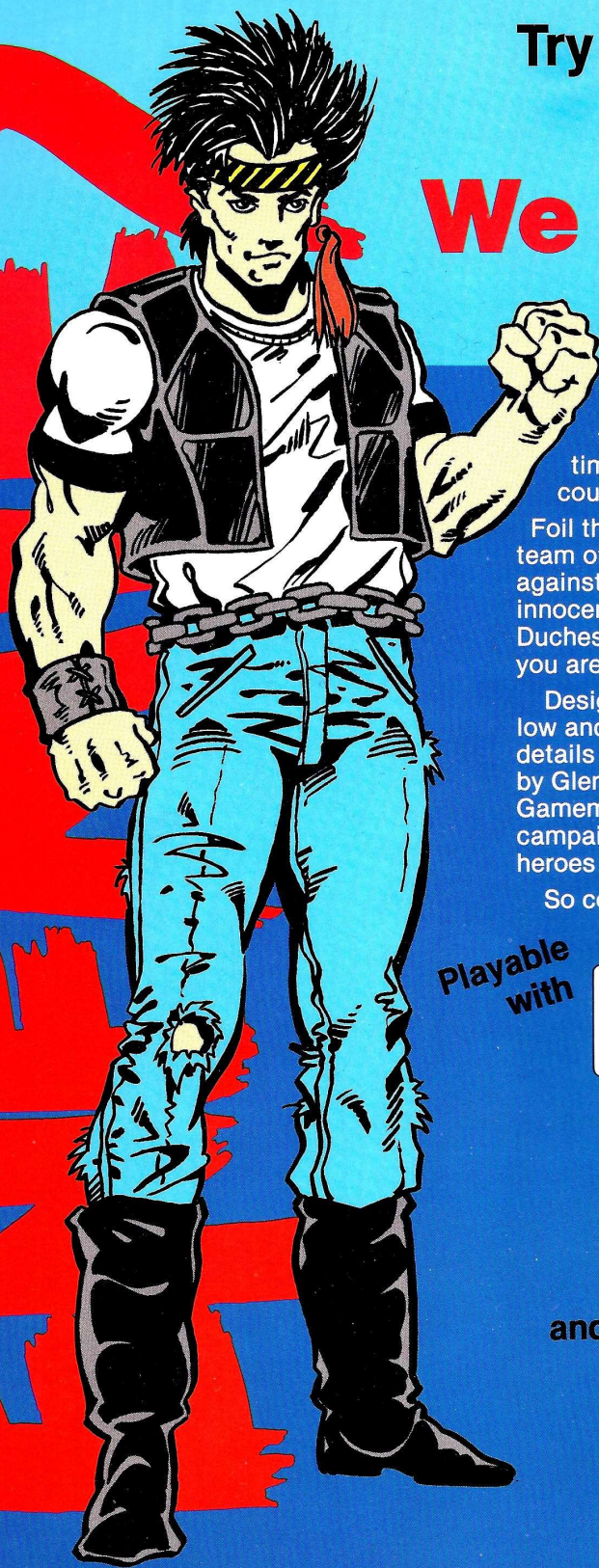
Combat is a staple of **Champions**; the threat of combat should be in nearly every scenario. But there is nothing more boring than a scenario which put the villains on one side and the heroes on the other as quickly as possible and has them duke it out. Tell stories. Look at the comics. Every single page isn't a fight scene.

Creating villains can be a lot of fun. Have fun, that's what this game is all about. Just don't forget about the stories; when you start telling them, you'll find yourself participating in one of mankind's oldest and most enjoyable activities.



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