

**MARVEL**



# CIVIL WAR

X-MEN

**HEROIC  
ROLEPLAYING**

EVENT SUPPLEMENT





## FIGHT FOR A WORLD THAT HATES AND FEARS YOU

Still reeling from the events of M-Day and a worldwide depowering of mutants, the X-Men stand as a neutral party in the ongoing conflict surrounding the Superhuman Registration Act. But when revolt against government control strikes at the heart of their tightly knit community, Marvel's mutant heroes are forced to choose a side or face extinction.

## STEP UP THE ACTION

MARVEL HEROIC ROLEPLAYING EVENT SUPPLEMENTS add new options, characters, and story content to the core MARVEL HEROIC ROLEPLAYING EVENT BOOKS. Expand your heroic roster, uncover new adventures, and unleash deadly new threats!

For two to eight players, ages 13 and up. Requires game dice and MARVEL HEROIC ROLEPLAYING OPERATIONS MANUAL (included in BASIC GAME or Premium Event Books).

## This Event Supplement includes:

- **X-Men:** Spinning out of the Civil War storyline, this supplement focuses on the mutant heroes and villains caught up in the superhuman conflict. Take a look inside the mutant refugee camp at the Xavier Institute, the Sentinels of the Office of National Emergency, and the members of X-Factor Investigations. Behold the children of the atom!
- **Hero Datafiles:** Game play sheets for many of the Marvel Universe's mutant super heroes, from the old and new X-Men to X-Factor Investigations!

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# HEROIC<sup>TM</sup> ROLEPLAYING

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To get the most out of this **CIVIL WAR EVENT SUPPLEMENT**, you need the **CIVIL WAR EVENT BOOK** and a copy of the **OPERATIONS MANUAL** (Included with the **MARVEL HEROIC ROLEPLAYING BASIC GAME** or Premium Edition Event Books).

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# EVENT SUPPLEMENT

XM04

House of M

XM12

Xavier Institute

XM12

X-Factor

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**M**ARVEL HEROIC ROLEPLAYING Event Supplements provide additional character datafiles, story content, and background material for Event Books. Each Supplement works in tandem with the core Event Book to broaden the play experience and give you, the Watcher, and your players even more options and ideas.

This Event Supplement for the **CIVIL WAR EVENT Book** focuses on many of the Marvel Universe's mutants. These superhumans have survived the event known as M-Day only to face the specter of oppression and bigotry manifesting once again within the US government. The **X-Men** continue to do what they can in a world that hates and fears them. **X-Factor Investigations** operates out of the once-thriving neighborhood of Mutant Town, a shadow of its former self following M-Day. The **Office of National Emergency (O\*N\*E)** is a government agency tasked with overseeing mutant affairs and—in this superhuman versus superhuman crisis—keeping the remaining mutants out of trouble. This Supplement builds primarily on the first and second Acts of the Civil War Event, offering a window into the mutant side of the conflict that runs parallel to the unfolding Civil War.

Even if your Civil War Event didn't turn out the same as the comic book storyline, this Event Supplement is packed with useful information and datafiles for you to incorporate into your game. From new hero datafiles to a large assortment of Watcher characters—both heroic and villainous—and dozens of story seeds and background, this book can be a springboard for an entirely original Event of your own, dealing with the mutant perspective of one of Marvel's most contentious crossovers!



# STRUCTURE OF THE EVENT SUPPLEMENT

This book presents various teams and organizations for you to use as you see fit. Each chapter serves as both an expansion of the *Civil War Sourcebook* chapter of the **CIVIL WAR EVENT BOOK** and as a supplement to the storyline presented in the three Acts of that book.

- ▶ **The Xavier Institute** is what remains of Professor X's dream, a safe-haven for mutants transformed after M-Day into a tent city guarded by Sentinels of the Office of National Emergency (O\*N\*E). The base of operations for the X-Men, it continues to serve as a school but also as refuge for the 198, including many former villains. This chapter includes a series of Scenes dealing with this tense environment.
- ▶ **X-Factor Investigations** is a detective agency serving a mutant-only clientele of Mutant Town, once a thriving neighborhood in New York City that has, since M-Day, experienced catastrophic loss. This chapter offers ways to play out Scenes in Mutant Town that tie into the Civil War.
- ▶ **Heroic Datafiles** includes thirty new characters ready to play, including full game statistics and Milestones. This list includes the members of the X-Men, X-Factor Investigations, and a number of other mutant survivors of M-Day ready to incorporate into your Civil War storyline.







TAN 08  
EB

# AFTER HOUSE OF M

**A**fter an off the cuff comment from the Wasp triggered a repressed memory of her lost children, Wanda Maximoff—the Scarlet Witch—had a nervous breakdown; this unleashed her Chaos Magic power upon the Avengers, resulting in the death of several team members and the breakup of the legendary team.

Magneto recovered his daughter and brought her to Genosha to have her shattered psyche rebuilt by the concerted efforts of Charles Xavier and Doctor Strange. Unfortunately, the combined skills of Xavier and Strange weren't enough to help her. The pair held a meeting with the Avengers and the X-Men to decide Wanda's fate.

Eavesdropping on the conversation, Wanda's brother Pietro, AKA Quicksilver, assumed such talks would result in Wanda's death. He sped to Genosha to urge Magneto to save her life. Magneto remained unsure of the best course of action. When the Avengers and X-Men came to Genosha to check in on Wanda, everything went white.











## HOUSE OF M

The Avengers and X-Men found themselves in a world where mutants were the dominant race, and Magneto's family—the House of Magnus—led mutantkind from Genosha. Only two people remembered the world as it was: Wolverine (now a S.H.I.E.L.D. Agent), and a teenaged girl named Layla Miller. In this new world, most of the heroes found themselves living their greatest dreams: Spider-Man was a media celebrity married to Gwen Stacy and Ms. Marvel was the world's most famous super hero.

Layla Miller realized what was wrong with this new reality and discovered she could unlock real-world memories by touching others. During a meeting of world leaders, a group of heroes awakened by Layla stormed the House of Magnus to subdue Magneto, thinking him responsible for breaking the world. In the fracas, Layla revealed that Quicksilver was to blame for the world-changing events. Horrified by what his son had done in his name, Magneto killed Pietro on the spot. Wanda's already fragile mind broke completely.

Wanda used her powers to resurrect her brother. In her hysteria the Scarlet Witch said three words: "No more mutants!"

And the world went white again.

## M-DAY

November 2nd. The world reverted back to how it had been before the first change with one significant difference: millions of mutants lost their X-gene in an instant. Magneto and Quicksilver were not among them. Very few people knew about the House of M events; the general populace never knew why nearly every mutant seemingly lost their powers at the same moment. Initial estimates claimed that only 198 mutants still retained their powers after M-Day. Even though the true number may actually be somewhat higher, this official statistic is now an identifying group. The 198 are, for better or worse, the public face of extinction.

## AFTERSHOCK

The shock of millions of mutants suddenly powerless caused widespread panic. Eventually, most of the remaining mutants were quarantined in a refugee camp on the grounds of the Xavier Institute. Many went there simply to escape renewed mutant persecution. Some mutants tried to find other methods of replicating or repairing their powers such as using stolen technology, villain weaponry, or other more complicated methods.

Those harbored at the Xavier Institute found "protection" in the guise of Sentinels from the Office of National Emergency (O\*N\*E) much to the dismay of the Institute's leadership. In spite of that, O\*N\*E's presence proved a boon in light of attacks from mutant hating groups like the Sapien League.

As the events that lead to the Civil War occurred, the mutants mostly shut themselves off from the outside world, dealing with their very survival and the constant threat of a hostile world.





# PLAYING MUTANTS IN THE CIVIL WAR

The rise of Homo Superior once appeared inevitable. However, the next stage in humanity's evolution took one large step backwards on M-Day, the day when the majority of mutants lost their powers. Millions became hundreds—O\*N\*E currently protects 198 documented fully powered mutants—and mutants are on the brink of extinction.

It seems justifiable then that most mutants choose to remain neutral in the Civil War, and those that don't tend to side with Pro-SHRA forces. Still, many mutants empathize with Anti-SHRA heroes. No one knows what it is to be feared, hated, and shunned more than mutants, but the few survivors of M-Day can't afford the bad publicity and physical risk. Fighting the rest of the world isn't an option a mutant takes lightly.

Or is it? Playing a mutant hero during the conflict means you decide what risks you take. Though most other mutants stay out of the fray, that doesn't mean your hero has to. If your entire group decides to play mutants, expect interesting debates between characters as you decide what to do.

Some heroes could choose to side actively with Pro-Registration forces to improve the image of mutants or to police their own. That principled stand that you take in the public might mean another mutant is targeted with a hate crime. A miscalculation means mutants could die, and there are too few left to risk that.

You don't need to play it too grim—fun is always the goal—but you should take note that the stakes for mutants in the Civil War are even higher than for everyone else. No matter which side wins, humanity will survive this war. Things are not as certain for mutants.

## MUTANT MILESTONES

Mutant heroes may choose from among these Milestones in addition to those on their datafiles or those related to the Event.

### Can I Join Yet?

*You try really hard to show your mentors that you have the stuff to be a contributing member of the team and hope someday to become a veteran.*

- 1 XP** when you ask if you're now a member of the X-Men or you take advice from a veteran currently on the team.
- 3 XP** when you either take stress alongside a veteran member of the team or create an asset they can use in battle.
- 10 XP** when you are either inducted as a full-fledged member of an X-team or walk away from the X-Men to form your own team of mutant freedom fighters.



## Genocidal Robots

*Your hatred of Sentinels transcends rational thought and maybe even parallel universes. Nothing brings you more joy than seeing one being turned into a useless pile of smoldering junk.*

- 1 XP** when you either discuss past battles with Sentinels or make plans to destroy one now.
- 3 XP** when you make an asset designed to destroy a Sentinel or destroy a means of producing Sentinels.
- 10 XP** when you either wipe out all O\*N\*E Sentinels or put yourself in mortal danger to save the life of a O\*N\*E Sentinel pilot.

## Disciple of X

*Even if Professor X no longer is present, you strive to live by his standards of tolerance and understanding as key to mutant survival.*

- 1 XP** when you discuss non-violent means of opposing oppression.
- 3 XP** when you create an asset that helps a mutant overcome human oppression.
- 10 XP** when you either pledge your life to non-violence as a means of mutant survival or publicly disavow Xavier's teachings and seek another way to serve mutant-kind.





### **X-Veteran**

*Never has being the paragon of mutanthood been so heavy a mantle to wear. You are tasked to make the hard decisions and choose difficult paths that will affect the future of your kind.*

**1 XP** when you discuss past mutant battles and how they relate to the conflict at hand.

**3 XP** when you create a battleplan as an asset for your fellow mutants to use during an Action Scene.

**10 XP** when you either leave the mutant team to join a team of predominantly non-mutant super heroes or gather a group of mutants for a new purpose.





## Academy Professor

*Though decimated, there are still many young mutants that need your help to understand and control their powers. You stand on the shoulders of past teachers, trying to keep Charles Xavier's legacy alive.*

- 1 XP** when you relate the current situation to the subject you teach at the Xavier Institute.
- 3 XP** when you create an asset or resource during a Transition Scene with some students.
- 10 XP** when you graduate one or more mutants, having prepared them to go out into the world or you resign your professorship and leave the academy.

## MUTANT UNLOCKABLES

Mutant heroes playing this Event can spend XP to unlock the following:

- ▶ **[5 XP/10 XP] Virtuous/Dangerous Mutant:** An action you've taken has made you a public face, giving you a reputation either for heroism or villainy. Any mutant can spend 5 XP to gain a fourth reputation-based Distinction until the end of the next Act. For 10 XP, this Distinction lasts for the entirety of the Event. Examples of such Distinctions are **ONE OF THE GOOD ONES** or **DANGEROUS MUTANT**.
- ▶ **[5 XP] Desperate Evolution:** For 5 XP any mutant can unlock a temporary surge of energy for survival. Until the end of the Scene the hero steps up any Stunt dice created with mutant powers. This can be unlocked again once the Scene ends.
- ▶ **[10 XP] Mutant Messiah:** 10 XP unlocks the hero's influence within the mutant community. Powerful mutant leaders know who the character is and consider the character crucial to mutant survival. The Watcher and player determine which mutants take note of the hero. Once in an upcoming Scene, the player can choose to either unlock one of those characters for immediate use or the player can choose to have the mutant arrive to take out one enemy and then leave the battle.
- ▶ **[10 XP] Agent of O\*N\*E:** You've gained the trust of the Office of National Emergency, who agree to let you "police your own." You gain access to the O\*N\*E informational network, personnel, and tech. Once per Act, you can call in a **D10** resource to assist you until the start of the next Transition Scene.



# THE XAVIER INSTITUTE

**X**avier Institute for Higher Learning could be the tomb of Professor X's dream. While the mansion remains unblemished, a **TENT CITY** now occupies the grounds. O\*N\*E Sentinels patrol the **WALLS**. Cyclops agreed to O\*N\*E's "protection," but the agency's involvement makes the institute **FEEL LIKE A PRISON** instead of a refuge and place of learning for mutants.

To make matters worse, the situation forces the Institute to take in all mutants, even those who would normally be disallowed, like villains. "Sanctuary for all" is a policy much better spoken and written than implemented. Many mutants showing up have been enemies of the X-Men at some point, while others are merely miscreants **LOOKING FOR TROUBLE**.

Few mutants believe O\*N\*E wants to help. Deputy director **Valerie Cooper** truly wants to protect the remaining mutants but her superiors wouldn't mind an incident to force the implementation of harsher controls or punishments.

Complicating matters further is how boring life in the tent city is for inhabitants. Mutants at Xavier Institute cannot leave voluntarily, so there seems to be little to do but find trouble. The Institute is no longer so much a place for mutant education as it is a **SOCIAL POWDER KEG**. You should emphasize tensions when introducing heroes to the school. Let them overhear arguments that get a little too heated, or witness unfriendly interactions between O\*N\*E and the 198. In this environment, the wrong words or actions can cause a conflagration that's hard to contain.

If the heroes play X-Men or Institute staff, they can expect to get pulled into mental and emotional conflicts regularly. Such conflicts can easily bloom into full-fledged Scenes with repercussions that go beyond the walls of the camp.







## THE X-MEN

The X-Men officially declared themselves neutral during the Civil War. They have agreed to let O\*N\*E protect and police the 198, which helps them protect mutants, but also leaves them vulnerable to attacks from mutants who view that arrangement as treacherous.

**Cyclops** deals with issues and problems from all angles. The leader of the X-Men is no stranger to hard choices, but he clearly dislikes compromising common sense for the sake of principle. Allowing criminals and miscreants to wander the grounds represents the start of a long list of distasteful necessities Scott Summers has approved.

Things aren't easy between him and his girlfriend **Emma Frost**. Emma pushes her team of New X-Men far too hard for Scott's liking. He's not happy with her setting up free-for-all battles to see which students will be included in the team or her attempts to sneak de-powered students away from the campus. Emma has never been one to go easy on students, but her maniacal need to push them is showing as many failures as successes. Emma remains undeterred, knowing how much hate and how many enemies her students must be prepared to fight.

**Bishop** is the team's only active supporter of O\*N\*E. Believing that mutants must police their own, he works most closely with Val Cooper and her agency, acting as a liaison with other mutants. If necessary, he'll consider being a soldier.

The other X-Men are following Scott's lead, making the best out of a horrible situation. **Beast**, **Archangel**, **Iceman**, **Shadowcat**, and **Colossus** each search for answers and ways to contribute to the overall survival of mutants.

### PLAYING AS AN X-MAN

Playing as a member of the X-Men means you start out being known to all the humans and mutants in the world. You represent your race, and everyone looks to you for answers and direction. Both sides in the Civil War want your support. How do you deal with O\*N\*E? How has M-Day changed you?



# STUDENTS AND TRAINEES: THE NEW X-MEN

Learn or die—those are the choices for students at the Xavier Institute. Enemies of mutants are only emboldened by the decimation of the race. Religious fanatics like **William Stryker** and his **Purifiers** look to finish “God’s work,” and the students of the X-Men are the best place to start, as these mutants can’t exploit or control their powers fully.

Emma’s **New X-Men** represent the best of the students, but even they aren’t fully prepared for what they must face. They’ve been raised in a world where mutants once thrived and existed in great numbers, and were trained at a school where everyone was like them. Their training assumed they had time to learn how to become one of the X-Men.

Emma pushes students to their limits and beyond because she knows there’s no time. She forces her pupils to the battlefield or the sidelines, with no middle ground. While Cyclops bristles at her approach, he must admit Emma’s methods are no more dangerous than those of their opposition.

The New X-Men aren’t necessarily the students with the highest potential, but those ready to fight right now. **Mercury**, **Rockslide**, **Hellion**, **Elixir**, **Surge**, and **X-23** grow up quickly in the face of events like the exploding bus (see No Escape) and Stryker’s assault on the school.

## PLAYING AS A STUDENT OR NEW X-MAN

Being one of the X-Men means having great power coupled with the burden of protecting both humanity and your kind from all dangers. Being a student or one of the New X-Men means having the same burden, but with less power. Moreover, you’re a constant target: the list of people looking to go head to head with the X-Men is very small, but there are many who would attack teenagers without full control of their powers. You have limited protection in the Institute, but the entire world knows where to find you. Maybe you need to escape the school to survive, or you could always join the Anti-SHRA forces...



# ARMOR

Affiliations

**SOLO** 4  
**BUDDY** 8  
**TEAM** 4

Distinctions

**DUTIFUL STUDENT**  
**HEROIC AMBITION**  
**TECHNOPHILE**

Power Sets

## PSYCHIC EXO-ARMOR

**SUPERHUMAN DURABILITY** 10 **SUPERHUMAN STRENGTH** 10

**SFX:** *Ancestral Boost.* Step up or double any PSYCHIC EXO-ARMOR power for one action. If the action fails, shutdown PSYCHIC EXO-ARMOR. Spend a doom die to recover that power.

**SFX:** *Invulnerability.* Spend a doom die to ignore physical stress or trauma unless caused by light-based attacks.

**SFX:** *Memory Surge.* Use Armor's current emotional stress die as her effect die, then step up her emotional stress.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown PSYCHIC EXO-ARMOR. Recover that stress or wake up to recover PSYCHIC EXO-ARMOR. If emotional trauma is received, shutdown PSYCHIC EXO-ARMOR until trauma is recovered.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8  
**TECH EXPERT** 8

**SCIENCE EXPERT** 8

## HISAKO ICHIKI (SECRET)

Hisako is a young mutant from Japan, joining Xavier's School in an effort to learn how to better master her powers. She is capable of generating incredible fields of energy to form a protective shell around her body. Her ability to keep calm under pressure has assisted the X-Men time and time again.



# ANOLE

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**FLEDGLING ACTOR**  
**ONE BIG ARM**  
**PUT ME ON THE TEAM!**

Power Sets

## REPTILIAN

**ENHANCED REFLEXES** 8 **ENHANCED SPEED** 8

**ENHANCED STAMINA** 8 **ENHANCED STRENGTH** 8

**INVISIBILITY** 6 **WALLCRAWLING** 8

**SFX:** *Claws.* Step back the highest die in an attack action pool to add a D6 and step up physical stress inflicted.

**SFX:** *Self-Healing.* Spend a doom die to recover Anole's physical stress or step back Anole's physical trauma.

**Limit:** *Exhausted.* Shutdown any REPTILIAN power to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**ACROBATIC EXPERT** 8  
**COVERT EXPERT** 8

**COMBAT EXPERT** 8

## VICTOR BORKOWSKI (SECRET)

Reptilian-looking Victor was quickly shipped off to Xavier Institute for his own safety when his mutation first manifested. There, he excelled and was chosen for Northstar's Alpha Squadron. As one of the few students remaining after M-Day, Anole was hoping to be placed as a member of the new X-Men. To his disappointment, Emma Frost didn't select him, and he continues to train at the school. One of his arms is much larger than the other after he lost it and his powers restored the limb.





# EMPATH

MANUEL ALFONSO RODRIGO DE LA ROCHA (SECRET)

Affiliations

**SOLO** 4  
**BUDDY** 8  
**TEAM** 6

Distinctions

**CASTILIAN HERITAGE**  
**COMMUNICATION EXPERT**  
**I KNOW ALREADY!**

Power Sets

## EMOTIONAL CONTROL

**MIND CONTROL** 10 **TELEPATHY** 8

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Versatile.* Replace MIND CONTROL die with 2D8 or 3D6 on your next roll.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown EMOTIONAL CONTROL. Recover that stress or wake up to recover EMOTIONAL CONTROL. If mental trauma received, shutdown EMOTIONAL CONTROL until trauma recovered.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**PSYCH MASTER** 10

Empath was one of the Hellions, Emma Frost's answer to the New Mutants. He was one of the few members of the team to survive the brutal attack by Trevor Fitzroy. He then affiliated himself with the New Mutants and began a romance with Magma. They both left the New Mutants for a time, and Empath resurfaced as a Communications Director for X-Corps. His powers survived the Decimation, but he left the X-Mansion because his relationship with Magma was on the rocks.



# GENTLE

NEZHNO ABIDEMI (SECRET)

Affiliations

**SOLO** 6  
**BUDDY** 4  
**TEAM** 8

Distinctions

**PROUD WAKANDAN**  
**SPIRITUAL**  
**THIS WILL KILL ME SOMEDAY**

Power Sets

## VIBRANIUM MIGHT

**GODLIKE STRENGTH** 12 **GROWTH** 8

**SUPERHUMAN DURABILITY** 10

**SFX:** *Unleashed.* Double a VIBRANIUM MIGHT power for one action. If the action fails, shutdown VIBRANIUM MIGHT. Spend a doom die to recover that power.

**SFX:** *Unstoppable Force.* Against a single target, double GODLIKE STRENGTH die. Remove the highest rolling die and use three dice for the total.

**SFX:** *Vibranium Tattoos.* Spend a doom die to ignore physical stress or trauma unless caused by mystical attacks.

**Limit:** *Deadly Power.* Step up physical stress or trauma to step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8

Nezhno is the son of a Russian father and a Wakandan mother. He was sent to the Xavier Institute in hopes of learning how to keep his powers in check. After his powers first emerged, his body was covered in Vibranium metal in hopes of containing his mutation. When his immense strength and muscle growth occur, the Vibranium stretches and strains beneath his skin. Someday, the Vibranium will fail, and he will likely die.

# PIXIE

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**EMOTIONAL**  
**FUTURE SORCERER SUPREME?**  
**MUTANT/FAIRY HYBRID**

Power Sets

## FAIRY TRAPPINGS

**EXPERT SORCERY** 8

**MIND CONTROL** 8

**SUBSONIC FLIGHT** 8

**SFX:** *Hallucinogenic Dust.* When using **MIND CONTROL** to create illusion-based assets, add a D6 and step up the effect die.

**Limit:** *Exhausted.* Shutdown any **FAIRY TRAPPINGS** power to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**MYSTIC EXPERT** 8

## MEGAN GWYNN (SECRET)

Raised by her grandparents in Wales, Megan Gwynn was sent off to Xavier Institute after her powers manifested during a car accident. Megan worked under Wolfsbane's instruction until she left the school. She now serves under Magma's watchful eye. When 42 students were killed during a terrorist attack, Megan's friend DJ was among the victims.



# PRODIGY

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**DEPOWERED MUTANT**  
**GENIUS STUDENT**  
**JUNIOR INSTRUCTOR**

Specs

**BUSINESS MASTER** 10

**COSMIC EXPERT** 8

**COVERT EXPERT** 8

**MEDICAL MASTER** 10

**PSYCH EXPERT** 8

**SCIENCE MASTER** 10

**TECH EXPERT** 8

**VEHICLE EXPERT** 8

When a vast majority of mutants lost their powers on M-Day, David was one of them. Formerly capable of taking knowledge of any subject from a nearby person's head, he lost this incredible ability. The knowledge he previously knew, however, remains within him, making him one of the greatest minds at the X-Men's disposal.

## DAVID ALLEYNE (SECRET)





# WOLF CUB

Affiliations

**SOLO** 8  
**BUDDY** 6  
**TEAM** 4

Distinctions

**DON'T MAKE FUN OF ME**  
**GRRRR!**  
**I'M NOT A KID!**

Power Sets

## WOLF-MAN

**ENHANCED REFLEXES** 8    **ENHANCED STAMINA** 8  
**ENHANCED STRENGTH** 8    **SUPERHUMAN SENSES** 10

**SFX:** *Berserk.* Add a doom die to your next attack action. After your action, step up the doom die and return it to the doom pool.

**SFX:** *Claws & Fangs.* Step back the highest die in your attack action pool to add a D6 and step up physical stress inflicted.

**Limit:** *Fit of Rage.* Change any WOLF-MAN power into a complication to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity or remove the complication to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

Specs

**COMBAT EXPERT** 8

## NICHOLAS GLEASON (SECRET)

While most mutants' powers develop at puberty, Nicholas's powers appeared shortly after birth. After his parents' deaths, anti-mutant assassins attempted to hunt him down. He found refuge in Xavier Institute, as well as a new purpose. He was urged to join a werewolf pack by Maximus Lobo, their leader, but instead chose to remain with the X-Men, to learn to control his abilities.



# THE 198



Not every mutant is Alpha or Omega class, ready to do battle with the world. 50% of the mutant population before M-Day were Delta class mutants with relatively minor powers and abilities. Furthermore, not every mutant wants to save the world. Many mutants are given to criminality just like humans are. Most of the 198 mutants tracked and documented by O\*N\*E fit into one of these categories, not to mention those that O\*N\*E isn't aware of yet.

As these mutants discover how hostile the outside world is, they seek sanctuary at Xavier Institute. Once there, they find they can't voluntarily leave. To some, this community is beginning to feel like an internment camp. Conditions aren't bad, but the mixture of strained relationships, boredom, and distrust makes the tent city a tense place to be.

## ALCHEMY

Affiliations

**SOLO** 8  
**BUDDY** 4  
**TEAM** 6

Distinctions

**DILIGENT STUDENT**  
**RELUCTANT HERO**  
**TROLL SLAYER**

Power Sets

### MUTANT ALCHEMIST

**TRANSMUTATION** 10

**SFX:** *Versatile.* Replace TRANSMUTATION die with 2D8 or 3D6 on your next roll.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown MUTANT ALCHEMIST. Recover that stress or wake up to recover MUTANT ALCHEMIST. If mental trauma is received, shutdown MUTANT ALCHEMIST until trauma recovered.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

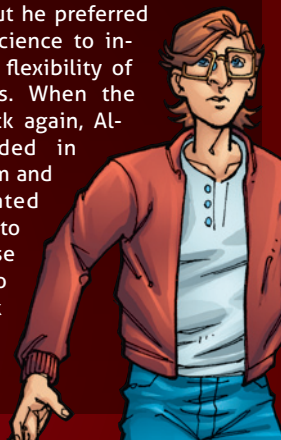
Specs

**MEDICAL EXPERT** 8

**SCIENCE EXPERT** 8

### THOMAS JONES (SECRET)

An international troll consortium forced Alchemy to create massive amounts of gold to destabilize Earth's economy and return the world to an age where trolls reigned supreme. X-Factor saved him and offered training, but he preferred to study science to increase the flexibility of his powers. When the trolls struck again, Alchemy aided in foiling them and demonstrated the ability to revert those turned to gold back to normal.





# ARCLIGHT

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**ANGER ISSUES**  
**CLONED MARAUDER**  
**FORMER SOLDIER**

Power Sets

## SEISMIC MUTANT

**ENHANCED STAMINA** 8 **SEISMIC BLAST** 10  
**SUPERHUMAN DURABILITY** 10 **SUPERHUMAN STRENGTH** 10

**SFX:** *Power Punch.* Include both SEISMIC MUTANT and SUPERHUMAN STRENGTH in the same attack action at no additional cost. Remove the highest rolling die and step up physical stress inflicted.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8 **COVERT EXPERT** 8  
**MENACE EXPERT** 8

## PHILIPPA SONTAG (SECRET)

Philippa Sontag was a U.S. Peacekeeper in Asia with a bodybuilding hobby. Her time in Asia enraged her and fueled her mutant powers. She joined Mr. Sinister's team of Mauraders responsible for the massacre of the Morlocks. Arclight died, but Mr. Sinister saved her DNA and brought back her clones again and again. She was last active as a part of the Femizons, a mercenary team comprised entirely of women, but has reunited with some of the Mauraders after the Decimation.



# BEAUTIFUL DREAMER

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**MORLOCK**  
**SMOKE & MIRRORS**  
**UNSCRUPULOUS**

Power Sets

## DREAM SMOKE

**MIND CONTROL** 10

**SFX:** *Hallucinations.* When inflicting an identity-based complication on a target, add a D6 and step up the effect die.

**SFX:** *Versatile.* Replace MIND CONTROL die with 2D8 or 3D6 on your next roll.

**Limit:** *Smoked Out.* Shutdown DREAM SMOKE to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover DREAM SMOKE.

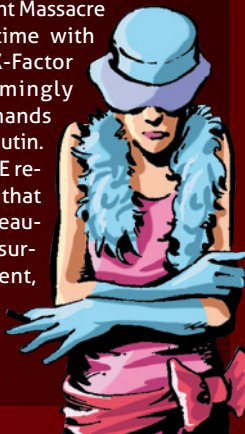
**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**PSYCH EXPERT** 8

## UNKNOWN

Beautiful Dreamer was an original Morlock. Her fellow Morlocks persuaded her to use her hallucinatory smoke powers to brainwash Power Pack into believing that the Morlocks were their parents. The X-Men interceded and stopped them. Dreamer survived the Mutant Massacre and spent a time with the original X-Factor before seemingly dying at the hands of Mikhail Rasputin. However, O\*N\*E reports indicate that not only did Beautiful Dreamer survive the incident, but she also retained her powers after M-Day.



# COLLECTIVE MAN

HAN, CHANG, LIN, SUN AND HO TAO-YU (PUBLIC)

Affiliations

**SOLO** 10 10 10  
**BUDDY** 6 6  
**TEAM** 8

Distinctions

**CHINA'S HERO**  
**FIVE BECOME ONE**  
**MIGHT OF A NATION**

Power Sets

## COLLECTIVE MUTANT

**ENHANCED DURABILITY** 8    **ENHANCED REFLEXES** 8  
**ENHANCED SPEED** 8    **ENHANCED STRENGTH** 8  
**TELEPORT** 8

**SFX:** *Collective Knowledge.* Spend a doom die to gain a Specialty at Expert level for the remainder of the Scene.

**SFX:** *Plenty More of Me.* Spend a doom die to ignore physical stress or trauma unless caused by an area attack.

**SFX:** *Strength of One Billion.* Step up or double **ENHANCED STRENGTH** for an action, then take the second-highest rolling die from that action as mental stress.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown **COLLECTIVE MUTANT**. Recover that stress or wake up to recover **COLLECTIVE MUTANT**. If mental trauma received, shutdown **COLLECTIVE MUTANT** until trauma recovered. When **COLLECTIVE MUTANT** is shutdown, Collective Man reverts to the five brothers and their Affiliations are all single dice.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Quintuplet.* Collective Man has Affiliations like a Large-Scale Threat and is treated as such. Each D10 or greater stress inflicted removes a die from **SOLO** Affiliation. He only uses his **BUDDY** or **TEAM** Affiliations when paired up with other Large-Scale Threats.

Specs

**COMBAT EXPERT** 8

Collective Man is actually a set of five brothers that can combine themselves. They have been subject to numerous plots because of their powers' unique collectivist nature. At times, they have demonstrated the ability to turn others into members of their collective and draw upon the strength and knowledge of all of China's people. They retained mutant powers after the Decimation, but have yet to make their intentions or aims known.





# DIAMOND LIL

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**CANADIAN HERO**  
**LIMITED SENSE OF TOUCH**  
**UNUSUAL MARRIAGE**

Power Sets

## DIAMOND BIO-FIELD

### SUPERHUMAN DURABILITY 10

**SFX:** *Invulnerability.* Spend a doom die to ignore physical stress or trauma unless caused by a laser.

**SFX:** *Versatile.* Replace SUPERHUMAN DURABILITY die with 2D8 or 3D6 on your next roll.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8

**CRIME EXPERT** 8

## LILLIAN CRAWLEY (SECRET)

Diamond Lil has a mutant power that protects her body. She has been a member of many Canadian super-teams. She met, fell in love, and eventually married the fellow Canadian operative and mutant inventor Madison Jeffries. They were an odd couple: Jeffries' mutant powers makes him eccentric and lack empathy, while Lil has trouble physically feeling anything.



# ERG

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**EYE PATCH**  
**MORLOCK**  
**TWO-BIT THUG**

Power Sets

## AMBIENT ENERGY MUTATION

**ELECTRIC BLAST** 8 **ENHANCED DURABILITY** 8

**SFX:** *Absorption.* On a successful reaction against an energy- or kinetic-based attack action, convert opponent's effect die into an AMBIENT ENERGY MUTATION stunt or step up an AMBIENT ENERGY MUTATION power until used in an action. If opponent's action succeeds, spend a doom die to use this SFX.

**SFX:** *Burst.* Against a single target, step up or double BLAST die. Remove the highest rolling die and use three dice for the total.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8

## UNKNOWN

Erg possesses the power to absorb energy around him and redirect it as a powerful attack through one of his eyes. He was a longtime member of the Morlocks and present for the Mutant Massacre. He survived and spent time as a member of various New York City gangs, where he developed a record of petty crimes. Erg's powers survived the M-Day Decimation.



# FEVER PITCH

Affiliations

**SOLO** 6  
**BUDDY** 4  
**TEAM** 8

Distinctions

**BODY OF FLAME**  
**NOTHING BUT BONES**  
**UNPREDICTABLE**

Power Sets

## ORGANIC FLAME COMPOSITION

**FIRE BLAST** 8

**FLIGHT** 6

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Immunity.* Spend a doom die to ignore stress, trauma, or complications from fire- and heat-based attacks.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Uncontrollable.* Change any ORGANIC FLAME COMPOSITION power into a complication to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity or remove the complication to recover that power.

Specs

**COMBAT EXPERT** 8

**MENACE EXPERT** 8

## UNKNOWN

When Fever Pitch's powers first manifested, they burned away all of his body, leaving him living flame held together by nothing but his bones. He was employed by the Dark Beast against Generation X and later clashed with X-Corps in Paris. His capture and subsequent mind control by a cell of mutants who wanted to strike fear in humanity led directly to X-Corps disbanding. Fever Pitch's powers survived the M-Day Decimation.



# JAZZ

Affiliations

**SOLO** 4  
**BUDDY** 8  
**TEAM** 6

Distinctions

**BAD RAPPER**  
**DRUG RUNNER**  
**JUST BLUE SKIN**

Specs

**CRIME EXPERT** 8

While his father enjoyed a mutation that made him impervious to harm, John Arthur Zander was a mutant with no discernable powers but for his blue skin. He made a living in Mutant Town as a small-time criminal dealing in the secretions of another mutant to the community. He pursued a hopeless rap career. His powers, meager as they may be, survived the Decimation.

## JOHN ARTHUR ZANDER (PUBLIC)





# JOHNNY DEE

Affiliations

**SOLO** 4  
**BUDDY** 8  
**TEAM** 6

Distinctions

**NO CONTROL**  
**NOT A MUTANT**  
**UNSETTLING APPEARANCE**

Power Sets

## THE FREAK MIND CONTROL 12

**SFX:** *Never Alone.* Johnny and his sentient maw count as two separate individuals, so when THE FREAK is active, Johnny always uses the Buddy Affiliation.

**SFX:** *Versatile.* Replace MIND CONTROL die with 2D10 or 3D8 on your next roll.

**Limit:** *Genetic Requirements.* Shutdown a THE FREAK power to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**MENACE MASTER** 10 **PSYCH MASTER** 10

## JOHN D.

Johnny Dee claims not to be a mutant, but that doesn't explain the hideous, sentient, tentacled maw in his chest. When given a person's genetic material, it creates a tiny doll-like homunculus that may be used to manipulate, maim, or even kill the doll's genetic inspiration. The maw, which Johnny calls the Freak, seems to exist separately from Johnny to the point that they do not feel each other's pains or know each other's thoughts.



# LEECH

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**CHILD**  
**LITTLE GREEN MORLOCK**  
**VULNERABLE**

Power Sets

## POWER SUPPRESSION LEECH 12

**SFX:** *Power Void.* When creating POWER Loss complications on multiple targets, add a D8 for each additional target, keep an additional effect die for each target, and step up each effect die used for a POWER Loss complication.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Innocent.* Step up emotional stress caused by preying on Leech's childish nature to step up the lowest die in the doom pool or add a D6 doom die.

Specs

**MYSTIC EXPERT** 8

## UNKNOWN

Leech's inhuman green appearance and unusual powers manifested in early childhood. His parents abandoned him; the Morlocks raised him. When Mr. Sinister's Marauders initiated the Mutant Massacre of his people, Leech was one of the few to escape. He lived alongside the original X-Factor for a time. His powers made him subject to numerous abduction attempts. Most recently Weapon X abused his unique powers, but at some point he escaped, his powers intact after the Decimation.



# LORELEI TRAVIS

Affiliations

**SOLO** 8  
**BUDDY** 6  
**TEAM** 4

Distinctions

**EXOTIC DANCER**  
**MUTANT TOWN REFUGEE**  
**STUBBORN SURVIVOR**

Power Sets

## PREHENSILE HAIR

**STRETCHING** 6

**SFX:** *Whiplash.* On a successful reaction against a close-combat attack action, inflict physical stress with the effect die. Spend a doom die to step it up.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown PREHENSILE HAIR. Recover that stress or wake up to recover PREHENSILE HAIR. If MENTA trauma received, shutdown PREHENSILE HAIR until trauma recovered.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**ACROBATICS EXPERT** 8

**PSYCH EXPERT** 8

## LORELEI TRAVIS (PUBLIC)

Lorelei Travis was a stripper at Wildkat Club in Mutant Town. She used her powers and looks to great effect for raucous crowds of rival gangs, bigots, and thugs. She survived a bombing at the club with minor injuries. Having kept her powers after M-Day, she was attacked by anti-mutant bigots, only to be saved and escorted by Toad to the safety of the Xavier Mansion.



# MAMMOMAX

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**ELEPHANT MAN**  
**EX-BAD GUY**  
**POWER BREEDS RESPECT**

Power Sets

## MAMMOTH MUTANT

**ACID BLAST** 8

**SUPERHUMAN DURABILITY** 10

**SUPERHUMAN STRENGTH** 10

**SFX:** *Berserk.* Add a doom die to an attack action. After that action, step back the doom die and return it to the doom pool.

**SFX:** *Tusks.* Step back the highest die in an attack action pool to add a D6 and step up physical stress inflicted.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8

**MENACE EXPERT** 8

## MAXIMUS JENSEN (SECRET)

Mammomax has the body of a human-elephant hybrid, granting him enhanced physical prowess. He was a member of the Exodus-led Brotherhood of Evil Mutants. The X-Men defeated the newest Brotherhood with little difficulty, but they escaped. A second attack on the Xavier Institute caused Mammomax to disappear into a black hole. The group's defeats prompted Mammomax to express disappointment in the power of his allies. He retained his powers after Decimation.





# MR. M

Affiliations

**SOLO** 8  
**BUDDY** 6  
**TEAM** 4

Distinctions

**BELGIAN HERITAGE**  
**LONER**  
**WARY**

Power Sets

## MOLECULAR MANIPULATION

**INTANGIBILITY** 12 **SUPERHUMAN DURABILITY** 10

**TRANSMUTATION** 12

**SFX: Healing.** Add TRANSMUTATION to a dice pool when helping others recover stress. Spend a doom die to recover Mr. M's or another's physical stress or step back Mr. M's own or another's physical trauma.

**SFX: Power Augmentation.** Spend a die from the doom pool to step up or double another character's power trait until the end of the Scene.

**SFX: Terrible Power.** When using TRANSMUTATION to create complications against multiple targets, replace Mr. M's Affiliation die with the doom pool and keep an additional effect die for each target.

**SFX: Wonderful Things.** When using TRANSMUTATION to create assets for multiple targets, add a D6 for each additional target, keep an additional effect die for each target, and step up each effect die used for an asset.

**Limit: Growing Dread.** If a pool includes a MOLECULAR MANIPULATION power, both 1s and 2s on those dice count as opportunities, but only 1s are excluded from being used for totals or effect dice.

**Limit: Mutant.** When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

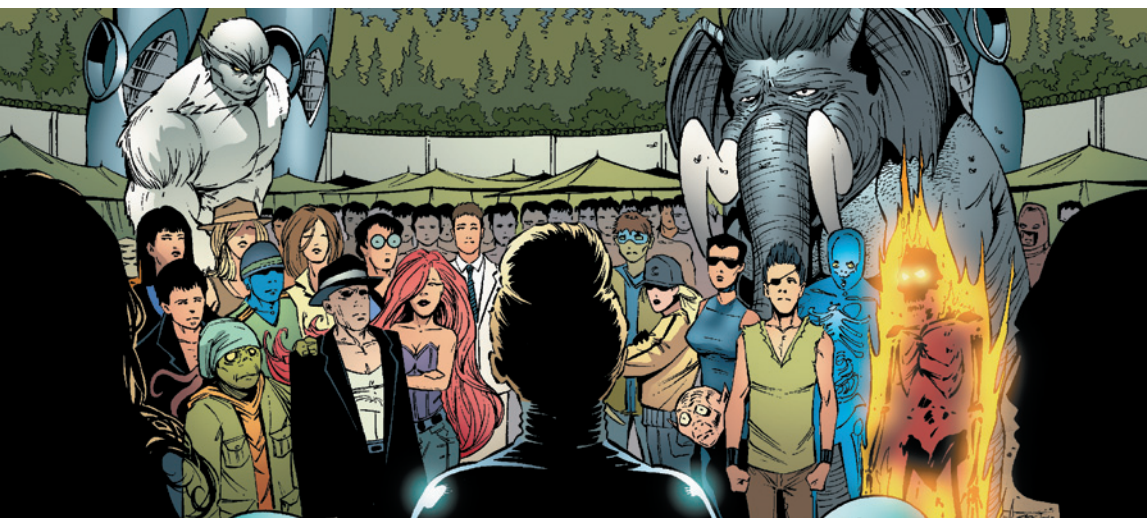
**MEDICAL MASTER** 10  
**SCIENCE MASTER** 10

**PSYCH EXPERT** 8  
**TECH MASTER** 10

## ABSLOM ZEBARDYN MERCATOR (SECRET)

Born in Belgium, Mr. M moved to Mutant Town where he used his Omega-level mutant powers sparingly to eke out a living. He had few friends and did not seek out human or mutant contact. His abilities allow him almost godlike control over ambient energy and matter. After being tangled up in the machinations of Mutant Town, Mr. M considered destroying the entire area. No one doubted he had the power to do so. His powers survived M-Day.

Note: Mr. M is exceptionally powerful, and relies heavily on the doom pool for many of his more extravagant uses of power. However, he should be played as a pacifist for the most part, only exercising his full strength when driven to it by aggressive heroes or authorities.



# OUTLAW

Affiliations	<b>SOLO</b>	4
	<b>BUDDY</b>	8
	<b>TEAM</b>	6
Distinctions	<b>AGENCY X ALUMNI</b>	
	<b>COWGIRL</b>	
	<b>MERC LOOKIN' FOR WORK</b>	

## COWGIRL ARSENAL

**GUNS** 6 **LASSO** 6

**SFX:** *Two-Guns.* Step back the highest die in an attack action pool including GUNS to add a D6 and step up physical stress inflicted.

**Limit:** *Gear.* Shutdown a COWGIRL ARSENAL power to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover that power.

## TOUGH MUTANT

**ENHANCED STRENGTH** 8 **SUPERHUMAN DURABILITY** 10

**SUPERHUMAN STAMINA** 10

**SFX:** *Second Wind.* Spend a doom die to recover physical stress of an equal die size.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**COMBAT EXPERT** 8 **COVERT EXPERT** 8

## INEZ TEMPLE (SECRET)

Outlaw grew up being teased for her mutant powers. Despite her powers, she often prefers to rely on her guns in a fight. She entered the mercenary world as a bodyguard and became acquainted with Deadpool. She believed him dead and worked alongside Agent X, whom she suspected was Deadpool, but was convinced otherwise. She aided in the founding of Agency X before fading out of the mercenary group. Her powers survived the Decimation.



# PEEPERS

Affiliations	<b>SOLO</b>	4
	<b>BUDDY</b>	6
	<b>TEAM</b>	8
Distinctions	<b>LOOKING FOR A HOME</b>	
	<b>STUTTERING SPEECH</b>	
	<b>UNUSUAL APPEARANCE</b>	

## MUTANT EYES

**ENHANCED SENSES** 10 **EYE BLASTS** 8

**SFX:** *Versatile.* Replace ENHANCED SENSES die with 2D8 or 3D6 on your next roll.

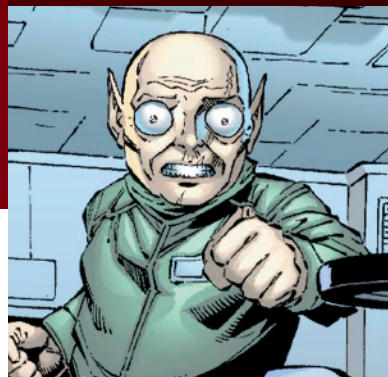
**Limit:** *Eyes Wide Shut.* Step up mental stress from overwhelming visual stimulus to step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**COMBAT EXPERT** 8 **COVERT EXPERT** 8

## PETER QUINN (SECRET)

Peepers was a member of a failed incarnation of the Brotherhood of Evil Mutants. Abandoned by Magneto, the team changed names and worked for different villainous employers, such as Mandril and Red Skull. Peepers served as team leader and planner until a replacement Captain America electrocuted and nearly killed him, diminishing his intellect and giving him a pronounced stutter. Peepers' powers persisted after M-Day.





# SACK

Affiliations

**SOLO** 4  
**BUDDY** 6  
**TEAM** 8

Distinctions

**BAG O' BONES**  
**MORLOCK**  
**REVENGE FOR THE MASSACRE**

Power Sets

## GELATINOUS MUTATION

**ENHANCED DURABILITY** 8 **MIND CONTROL** 8  
**STRETCHING** 8

**SFX:** *Immunity.* Spend a doom die to ignore stress, trauma, or complications from blunt trauma.

**Limit:** *Exhausted.* Shutdown any GELATINOUS MUTATION power to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

Specs

**COMBAT EXPERT** 8 **PSYCH EXPERT** 8

## UNKNOWN

Sack is a Morlock who survived the Mutant Massacre. He has a gelatinous body that surrounds a skeleton, and is able to control those with whom he is in physical contact. Russian mutant Mikhail Rasputin took Sack to an alternate dimension where time passed faster. Sack, along with many other next-generation Morlocks, returned as the group Gene Nation on the anniversary of the Mutant Massacre, to gain revenge on humanity for allowing it to occur. The X-Men thwarted his group's efforts. He retained his powers after M Day and is now one of the 198.



# SCALPHUNTER

Affiliations

**SOLO** 6  
**BUDDY** 4  
**TEAM** 8

Distinctions

**MARAUDER CLONE**  
**NATIVE AMERICAN HERITAGE**  
**OLDER THAN HE LOOKS**

Power Sets

## MUTANT PHYSIOLOGY

**SUPERHUMAN SENSES** 10 **SUPERHUMAN STAMINA** 10

**SFX:** *Healing Factor.* Spend a die from the doom pool to recover Scalphunter's physical stress and step back Scalphunter's physical trauma.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

## TECHNOFORMATION

**ADVANCED WEAPONRY** 8 **TECHNOLOGY MASTERY** 10

**SFX:** *Weapon Upgrades.* When using a TECHNOFORMATION power to create assets, add a D6 and step up the effect die.

**Limit:** *Jury-Rigged.* Shutdown a TECHNOFORMATION power to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover that power.

Specs

**COMBAT EXPERT** 8 **TECH MASTER** 10

## JOHN GREYCROW (SECRET)

John Greycrow was a U.S. soldier executed for war crimes during World War 2. He led the Marauders during the Mutant Massacre and has led each incarnation since then. When his potent healing factor lets him down, Mr. Sinister simply clones a new version of him. He also can reassemble and reconfigure technology into any manner he sees fit. Scalphunter's powers survived the Decimation, but considering his past, his loyalties always remain in question.



# SKIDS

Affiliations

**SOLO** 4  
**BUDDY** 8  
**TEAM** 6

Distinctions

**ABUSIVE UPBRINGING**  
**STRONG-WILLED**  
**TRAGEDY MAGNET**

Power Sets

## MUTANT ANTI-FRICTION FIELD

**ENHANCED SPEED** 6 **SUPERHUMAN DURABILITY** 10

**SFX:** *Reactive Power.* Spend a doom die to add a **MUTANT ANTI-FRICTION FIELD** power to another character's dice pool before they roll a reaction. If that character takes physical stress, take D6 mental stress.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown **MUTANT ANTI-FRICTION FIELD**. Recover that stress or wake up to recover **MUTANT ANTI-FRICTION FIELD**. If mental trauma received, shutdown **MUTANT ANTI-FRICTION FIELD** until trauma recovered.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

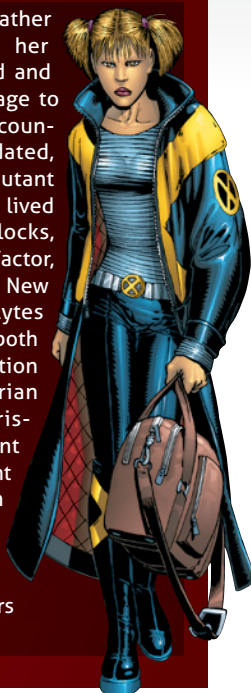
Specs

**COMBAT EXPERT** 8

**PSYCH EXPERT** 8

## SALLY BLEVINS (SECRET)

Sally Blevins' father abused her until her powers manifested and gave her the courage to run away. She encountered, and later dated, the pyrokinetic mutant Rusty Collins. Skids lived amongst the Morlocks, was tutored by X-Factor, and befriended the New Mutants. The Acolytes abducted her, and both the Mutant Liberation Front and Latverian sorceresses imprisoned her at different times. She has fought against the X-Men and their allies, but most recently she was part of X-Corporation. Her powers survived M-Day.



# TOAD

Affiliations

**SOLO** 6  
**BUDDY** 8  
**TEAM** 10

Distinctions

**CUNNING**  
**NOT A HERO**  
**REJECTED BY HUMANITY**

Power Sets

## TOAD MUTATION

**AMPHIBIAN CONTROL** 10 **ENHANCED REFLEXES** 8

**ENHANCED STRENGTH** 8 **LEAPING** 10

**STRETCHING** 6

**SFX:** *Tongue.* When inflicting a restraint complication on a target using **STRETCHING**, add a D6 and step up the effect die.

**SFX:** *Multipower.* Add more than one **TOAD MUTATION** power die to a pool. Step back each **TOAD MUTATION** power die in that pool once for each die beyond the first.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Vulnerability.* Step up emotional stress from low self-esteem to step up the lowest die in the doom pool or add a D6 doom die.

Specs

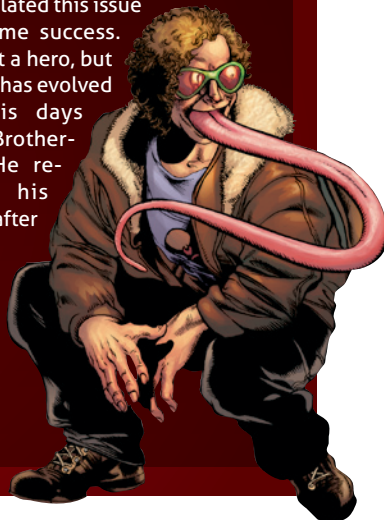
**ACROBATICS MASTER** 10

**TECH EXPERT** 8

**COMBAT EXPERT** 8

## MORTIMER TOYNBEE (SECRET)

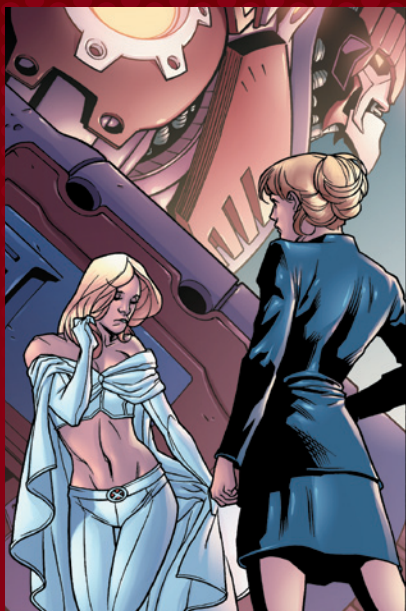
Toad's inhuman appearance has doomed him to abuse and neglect for as long as he can remember. He joined Magneto's Brotherhood of Evil Mutants as a sycophant and lapdog, but Magneto's increasingly poor treatment of Toad caused him to abandon Magneto. Toad's intellect grew and his dark personality traits were revealed to be a result of a chemical imbalance. He has regulated this issue with some success. He is not a hero, but his path has evolved from his days in the Brotherhood. He retained his powers after M-Day.







# OFFICE OF NATIONAL EMERGENCY (O\*N\*E)

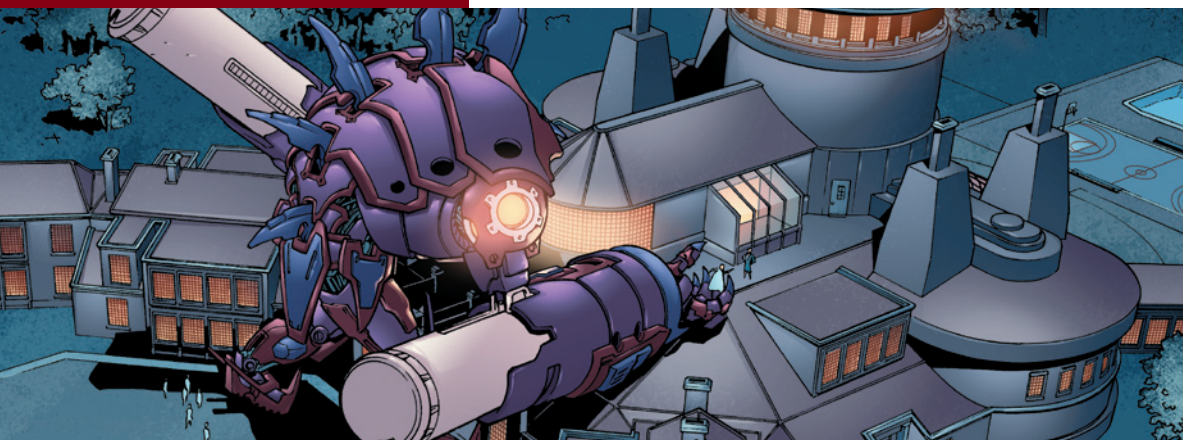


After years as a government liaison to the mutant race and believing that groups like the Fantastic Four, X-Men, and Avengers couldn't always be relied upon in a crisis, Valerie Cooper proposed a government initiative to deal with the mutant situation. Her strategy, the Office of National Emergency, retooled the mothballed Sentinel robots from the long defunct Project: Wideawake into manned Sentinels designed by Tony Stark and fashioned with a mix of Stark technology and S.H.I.E.L.D. weaponry.

Pilot candidates in the new O\*N\*E Sentinel Program were selected to have more sympathetic attitudes regarding mutantkind than their robotic predecessors. They all consisted of loyal American soldiers used to military structure. As part of her agreement with Tony Stark, Cooper hired James Rhodes, AKA **War Machine**, to act as both trainer and initial field commander. Rhodes staffed the Office of National Emergency with a mix of Sentinel pilots and regular military forces under the leadership of decorated 31-year veteran **General Demetrius Lazer**.

While missions often send O\*N\*E forces abroad, the enormous reduction in mutant numbers in the wake of M-Day has led to the stationing of O\*N\*E troops and Sentinels as semi-permanent guards outside the camp on the grounds of the Xavier Institute. As expected, the idea of Sentinels showing up on school grounds has met with substantial resistance from the X-Men.

Hostilities ceased when the X-Men's resident telepath, Emma Frost, discovered human pilots within the Sentinel frames. In the aftermath of the fight, Valerie Cooper convinced Cyclops that having O\*N\*E's assistance in protecting the remaining mutants from enemies is a wise decision, despite the presence of hated Sentinels. Of course, O\*N\*E is also stationed at the Xavier Institute to protect the world from the mutants in case they stage some kind of mutant revolt.





## SENTINEL SQUAD O\*N\*E

Sentinel Squad O\*N\*E was formed as the primary military division of the Office of National Emergency. Despite some setbacks in a skirmish against HYDRA that resulted in an injured senator, and a disastrous mission in the Savage Land that cost the lives of several pilots, Sentinel Squad O\*N\*E proved their mettle on missions such as combating Cassandra Nova and her Sentinels in Ecuador and even teaming up with the X-Men to face some of their more powerful foes.

Compared to previous Sentinel models, the O\*N\*E Sentinel Armor Suits are far larger, standing nearly 100 feet tall and weighing an average of 200 tons. Like earlier Sentinels, the Sentinel Armor Suits have pulsar blasters mounted in the hands, eyes, and chest, and can counteract powers displayed by their enemies. However, the new machines are constructed of a steel and fiberglass combination specially designed by Reed Richards and equipped with S.H.I.E.L.D. weapons like sonic blasters, missiles, non-lethal nets, and smoke bombs.

Stark designed a series of variant suits alongside the standard O\*N\*E Sentinel Armor Suit to serve specific field needs. The **Brawler Sentinel** has enhanced strength and Adamantium armor plating to make it more effective in close-quarter combat. The **Recon Sentinel** has an upgraded sensor suite and can hack into local public and private networks. The **Stealth Sentinel** has a cloaking device and sound dampeners that render it completely invisible and silent despite its immense size. And finally, the **Torch Sentinel** is armed with flamethrowers and a shoulder cannon to combat ground troops.

## PLAYING A SENTINEL SQUAD O\*N\*E PILOT

Playing as a member Sentinel Squad O\*N\*E—whether you're human or mutant—means you have substantial power at your fingertips. Your duty is to police and protect the mutants at the Xavier Institute from enemies within and without. Despite the expected separation between the mutants at the school and O\*N\*E, it's difficult to avoid forming alliances and even friendships with those you're charged to protect. In that case, what would you do if some of your friends decided to escape? What do you do if there are groups that want to make some of the less savory mutants at Xavier's pay for their crimes?



# WAR MACHINE

JAMES RHODES (PUBLIC)

Affiliations

SOLO 10  
BUDDY 6  
TEAM 8

Distinctions

ENFORCING A LITTLE COEXISTENCE  
NO-NONSENSE LEADER  
SEMPER FI



Power Sets

## STARK-TECH ENHANCED SUIT

AUTOCANNON 8 GROWTH 10  
SUPERHUMAN STRENGTH 10 SUPERHUMAN DURABILITY 10  
PULSAR BEAMS 10 ENHANCED SENSES 8  
SUPERSONIC FLIGHT 10

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Burst of Fire.* Against a single target, step up or double AUTOCANNON die. Remove the highest rolling die and use three dice for the total.

**SFX:** *Siphoning Power.* On a successful reaction against an energy-based attack action, convert your opponent's effect die into a STARK-TECH ENHANCED SUIT stunt or step up a STARK-TECH ENHANCED SUIT power until used in an action. If your opponent's action succeeds, spend 1 PP to use this SFX.

**Limit:** *Huge.* Change GROWTH into a size-related complication to step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Overheat.* Shutdown a STARK-TECH ENHANCED SUIT power to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover.

**Limit:** *Electronic Systems.* On an electromagnetic attack, shutdown STARK-TECH ENHANCED SUIT and add D6 to the doom pool. Spend a doom die to recover that power.

Specs

BUSINESS EXPERT 8 COMBAT EXPERT 8  
COVERT EXPERT 8 TECH MASTER 10  
VEHICLE MASTER 10

James Rhodes was given the chance to hang up the War Machine armor for a while and take on the role of direct commanding officer and combat instructor for Sentinel Squad O\*N\*E. As leader of O\*N\*E, he defends the surviving mutants after the reality-altering powers of Scarlet Witch depowered nearly all homo superior in the world. While he can be a serious military commander, Rhodes has a quick wit and sharp sense of humor to calm tensions.



# DR. VALERIE COOPER

Affiliations

SOLO 4  
BUDDY 6  
TEAM 8

Distinctions

GOVERNMENT VETERAN  
MUTANT ALLY  
NO-NONSENSE DIRECTOR



Specs

COVERT EXPERT 8 CRIME EXPERT 8  
PSYCH EXPERT 8 TECH EXPERT 8

Dr. Valerie Cooper spent years in Washington D.C. working with various agencies and commissions to halt the oncoming mutant and superhuman threat. Over time, working with mutants and super heroes as a liaison and representative, she grew sympathetic to their interests. She set up the Office of National Emergency but was passed over for the Director's position by General Lazer. She now acts as the voice of reason, an ally to the X-Men but unwilling to put up with opposition to O\*N\*E.



# GENERAL DEMETRIUS LAZER

Affiliations

**SOLO** 6  
**BUDDY** 4  
**TEAM** 8

Distinctions

**DECORATED GENERAL**  
**MUTANT HATER**  
**ZERO TOLERANCE**



Power Sets

## O\*N\*E TECH

**BODY ARMOR** 6

**SIDEARM** 6

SFX: *Shake It Off*. Spend a doom die to recover physical stress of equal size or step back physical trauma.

SFX: *West Point Honors*. Spend a doom die to step up a COMBAT or MENACE stunt or resource and recover emotional or mental stress.

Limit: *Budget Shortfall*. Shutdown a O\*N\*E TECH power to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover.

Specs

**COMBAT EXPERT** 8

**COVERT EXPERT** 8

**MENACE EXPERT** 8

**PSYCH EXPERT** 8

The President handpicked General Demetrius Lazer to head up the new Office of National Emergency. A graduate with honors from West Point, General Lazer demonstrates a critical sense of long-term strategies involving mutants and other super-powered threats, but this knowledge stems ultimately from his bigoted view of mutantkind. General Lazer plays favors among his government sponsors to get what he wants, and hates being shown up by mutants—or other government officials.



# O\*N\*E SENTINELS

Affiliations  
**SOLO** 6  
**BUDDY** 8  
**TEAM** 10

Distinctions  
**DOING MY DUTY**  
**SOLDIER**

Specs  
**COMBAT EXPERT** 8  
**TECH EXPERT** 8

**MENACE EXPERT** 8  
**VEHICLE EXPERT** 8

## Power Sets **STARK-TECH**

**ENHANCED SENSES** 8  
**PULSAR BEAMS** 10  
**SUPERHUMAN STRENGTH** 10  
**GROWTH** 10  
**SUPERHUMAN DURABILITY** 10  
**SUBSONIC FLIGHT** 8

**SFX:** *Learn to Adapt.* Add D6 to the Sentinel's dice pool for each failed action against a specific superhuman opponent.

**Limit:** *Huge.* Change GROWTH into a size-related complication to step up the lowest die in the doom pool or add a D6 doom die.

**Limit:** *Electronic Systems.* When targeted by an electromagnetic attack, shutdown STARK-TECH to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover STARK-TECH.

IN ADDITION, CHOOSE 1 OF THE FOLLOWING POWER SETS FOR EACH SENTINEL

Tony Stark himself designed and created the newest squad of Sentinels. However, rather than mindless automatons designed for killing or capturing mutants, these were created as gigantic suits for humans to pilot. Intended to deal with threats to the United States and the world, the team has battled HYDRA, Savage Land mutants, and rogue Sentinels created by Cassandra Nova. The team was officially commissioned to help protect and monitor the remaining mutants who survived M-Day, and is led by Colonel James Rhodes himself.





## BRAWLER PACKAGE

**SUPERHUMAN STRENGTH** 10 **SUPERHUMAN DURABILITY** 10

**SFX:** *Auto-Reactive Systems.* On a successful reaction against a close-combat attack action, inflict physical stress with the effect die. Spend a doom die to step it up.

**SFX:** *One-Two-Crash.* Step back the highest die in an attack action pool to add a D6 and step up physical stress inflicted.

**Limit:** *System Reboot.* Shutdown any BRAWLER PACKAGE power to step up the lowest die in the doom pool or add a D6 doom die. Activate an opportunity to recover that power.

## RECON PACKAGE

**SUPERHUMAN REFLEXES** 10 **SUPERHUMAN SENSES** 10

**SFX:** *Focus All Sensors.* If a pool includes a RECON PACKAGE power, replace two dice of equal size with one stepped-up die.

**SFX:** *Boost the Signal.* Shutdown your highest-rated RECON PACKAGE power to step up another RECON PACKAGE power. Spend a doom die to recover that power.

**Limit:** *Vulnerability.* Step up mental stress from electric attack actions to step up the lowest die in the doom pool or add a D6 doom die.

## STEALTH PACKAGE

**INVISIBILITY** 10

**SFX:** *Hide in Plain Sight.* If you do not have SUPERHUMAN STRENGTH or PULSAR BEAMS in your dice pool, double INVISIBILITY.

**Limit:** *They've Spotted Us.* If you use SUPERHUMAN STRENGTH or PULSAR BEAMS in your dice pool, shutdown STEALTH PACKAGE. Spend a doom die to recover STEALTH PACKAGE.

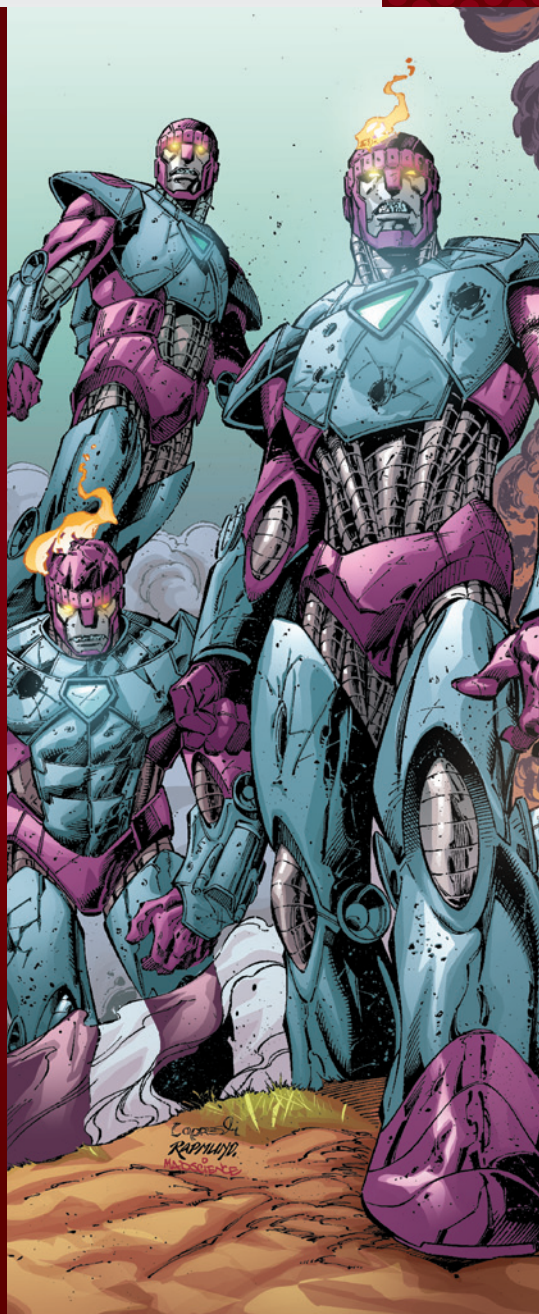
## TORCH PACKAGE

**AUTOCANNON** 8 **FLAMETHROWERS** 10

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Burst of Fire.* Against a single target, step up or double AUTOCANNON die. Remove the highest rolling die and use three dice for the total.

**Limit:** *Overheat.* Shutdown TORCH PACKAGE to step up the lowest die in the doom pool or add a D6 doom die. Spend a doom die to recover TORCH PACKAGE.



# EXPANDING CIVIL WAR: SCENES WITH THE XAVIER INSTITUTE



The following Scenes allow you to explore some of the mutant-centric elements of the Civil War. They can be used to integrate mutants to the overall Event, act as a Mini-Event by itself, or serve as the starting point of a home-brewed game featuring Civil War-era mutants.

During Act One, tempers flare in the mutant refugee camp on the grounds of the Xavier Institute. The mutants chafe under the restriction of being locked up. After a small riot nearly breaks out, O\*N\*E agrees to a field trip.

In Act Two, some of the mutants at the Institute break out of the walls of the facility, which leads to a tense confrontation at a bunker in Nevada.

## NOTABLE SENTINEL SQUAD O\*N\*E PILOTS

Along with James Rhodes, the Office of National Emergency employs a number of highly trained military pilots to control its Sentinels. They are mentioned here, along with the names of their Sentinels and a bonus Distinction to add to those provided in the O\*N\*E Sentinel datafiles.

- ▶ Alexander "Lex" Lexington, pilot of **Megaton**, a Brawler: **Ex-MUTANT**
- ▶ Rajani Dhama, pilot of **Ogre**, a Brawler: **TEMPERAMENTAL TECHNICIAN**
- ▶ Jake Slayton, pilot of **Shrapnel**, a Recon: **SYMPATHETIC**

## O\*N\*E AGENT UNIT

Affiliations

### TEAM



Distinctions

### EMERGENCY RESPONSE TRAINING

JUMPY AS HECK



Power Sets

### O\*N\*E TECH

BODY ARMOR 6

COMMS 6

GUNS 8

SFX: *Anti-Mutant Response*. When targeting mutants with an attack action, step back the largest die in the pool and keep three dice for the total.

SFX: *Area Attack*. Against multiple targets, for each additional target add a D6 and keep an additional effect die.

Limit: *Unit Cohesion*. Defeat TEAM dice (with D10 stress) to reduce mob.

This is a unit of blue-and-silver armored O\*N\*E Agents, soldiers equipped with anti-mutant technology and superior armaments. They have hair-trigger tempers or are growing increasingly paranoid around so many mutants.



# ACTION: FIELD TRIP WITH O\*N\*E

*You can play this Scene as an introduction to playing mutants in the Civil War Event. The heroes can either be chaperoning X-Men and New X-Men, mutant members of O\*N\*E, or some of the 198.*

In this Scene, O\*N\*E agrees to allow some of the 198 to go on a field trip to Salem Center on the condition that each hero agrees to be fitted with a tracker. No tracker, no trip. Director Cooper won't bend on this rule.

These devices put a **TRACKED** Scene Distinction in play. The true use of such trackers (not revealed to Valerie Cooper) is to control mutants. The trackers can transmit a powerful shock to any mutant who gets out of control. The Watcher can spend a **D8** or more from the doom pool to inflict a **STUNNED** complication to any hero who gets out of line. A hero can attempt a **TECH** roll against the doom pool to remove the device.

This may be the first time the heroes have been out in a while, so they may want to explore and have fun. As the heroes walk around, they notice that Salem Center is **NO PLACE FOR MUTANTS**. **EMBOLDENED BIGOTS** reinforce this feeling and pester the heroes with nasty slurs and racist comments.

That's when they find one of the 198 dead in an alley, surrounded by O\*N\*E agents. The truth is that Johnny Dee has killed him with his abilities, but what it may look like to the heroes is that some O\*N\*E guards and a Sentinel took him out in the alley. If the heroes don't start a conflict, another mutant of your choice does.

The agents won't use the trackers to shock at first, trying to argue that it this is all a big misunderstanding, but if the fight turns against them, they definitely will.

When the fight starts, it's the heroes versus a O\*N\*E Sentinel and a large group of agents. **RIOTING MUTANTS** and **INNOCENT BYSTANDERS** replace previous Scene Distinctions.

The Scene ends when the heroes are subdued by the O\*N\*E agents, manage to calm down a likely mutant riot, or manage to escape. If the heroes escape, they'll be tracked by the government agency, but the X-Men themselves may also look for the heroes to convince them to come back to the school.

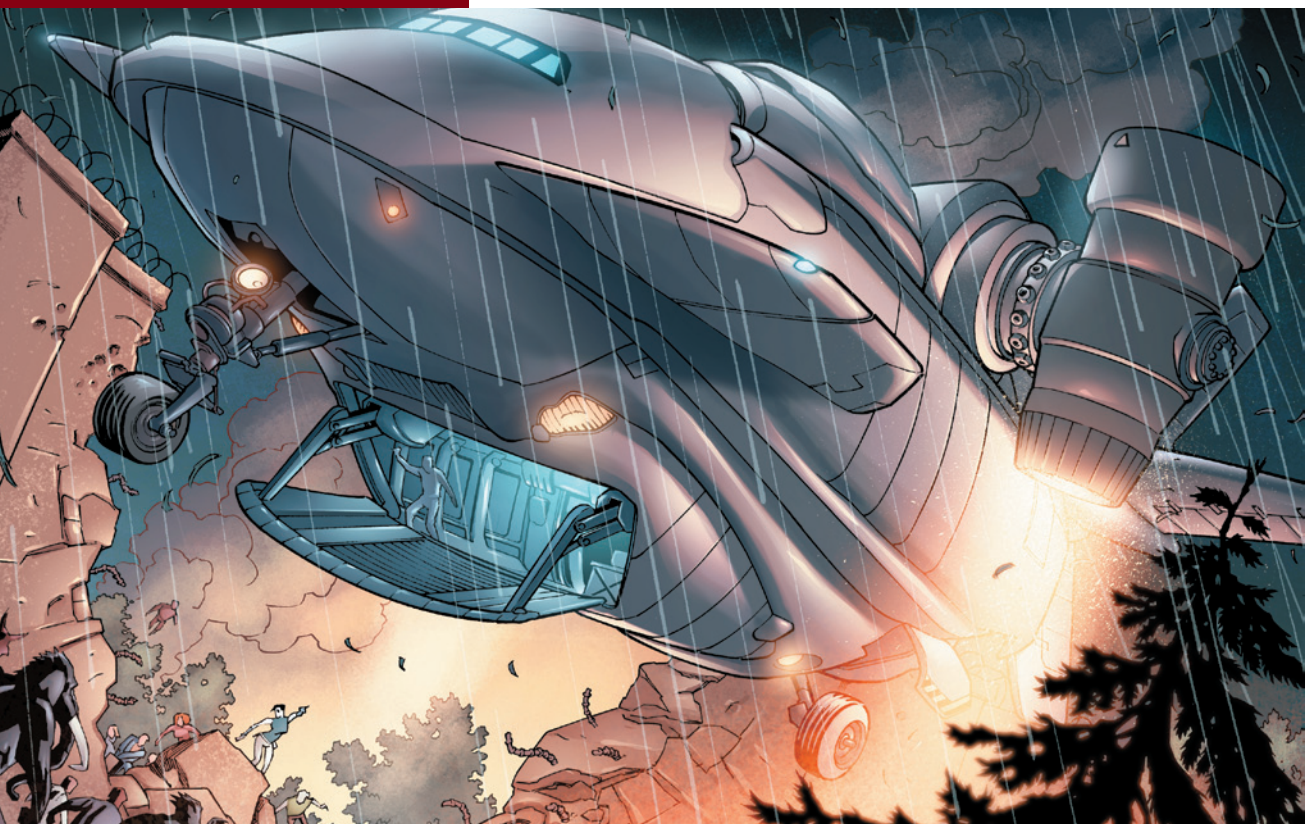


## AFTERMATH

If the fight isn't quickly contained, the news could make mutants look like more of a threat to humanity everywhere. Inside the Institute, there's a meeting held to discuss the incident. The 198 blames O\*N\*E for the death because no one knows about Johnny Dee's power yet, and O\*N\*E isn't sure who to blame. They're just concerned with keeping control of the angry mob of mutants under their "protection."

## OPTIONS FOR FIELD TRIP WITH O\*N\*E

- ▶ Play up the chaos of the Scene. You can add in complications and diversions tangential to the fight that heroes become aware of. Maybe a few mutants are going too far with a pair of humans, or vice-versa. You can give the heroes opportunities to deal with environmental problems that occur, like a **BROKEN WATER MAIN** or **LIVE POWER LINES**.
- ▶ Heroes who haven't neutralized their trackers are subject to having the shocks used on them during the fight or afterwards. Heroes can spend a Plot Point in a Transition Scene afterwards to remove a tracker.
- ▶ If you use **2D12** to end the Scene, describe massive shocks delivered by the tracking device to bring the rioting mutants down. Some of the 198 may even die from malfunctioning or miscalibrated trackers.





# ACTION: 198

## BREAKOUT

*You can play this Scene after the heroes play through the Field Trip with O\*N\*E Scene or are made familiar with the aftermath of it. For heroes playing the X-Men, you can use this as an example of the mess they must deal with.*

None of the mutants feel safe where they are. It's bad enough that they're locked up, but it's even worse that all enemies of homo superior know exactly where they can be found.

That's why X-Force—Domino, Shatterstar, and Caliban—decides to break them out. The trio creates **TOTAL CHAOS** and helps the 198 escape in the confusion. They attack their jailers and call other mutants to action. The members of X-Force have stolen a plane and set up a rendezvous at the edge of the wall. Heroes can find themselves on either side of the battle. Take a second to get the heroes' thoughts on how they want to get involved before framing the Scene.

Some heroes may see the importance of keeping all mutants together. The outside world is too dangerous and there are far too few mutants. Heroes who feel this way are going to need to stop X-Force, the leaders of the rebellion.

Heroes who join X-Force's "rescue" first need to get to the nearby plane while helping as many mutants as possible. During this Scene, players can use an effect die to eliminate the **GET ON THAT PLANE NOW D12** Scene Distinction. When the Distinction has been reduced below **D6**, the plane is full and ready for lift off. Heroes can attempt to convince X-Force to leave with a less than full plane if they want to leave earlier.

The guards start with using **NON-LETHAL FORCE** which hampers their efforts. The fight starts out with the members of X-Force, a few O\*N\*E agents, and possibly some minor mutants who decide to cause additional trouble. If the heroes aren't quick, they could find themselves facing X-Men or a Sentinel; see options below.

The Scene ends when the plane has left the school or when the uprising has been quelled.

## AFTERMATH

No matter how this ends, there are bound to be hurt feelings and strained relationships. Conflicts that emerged during the Scene will boil over in a Transition Scene, and O\*N\*E is definitely not pleased. Dr. Cooper is very upset because a perceived loss of control will cause her superiors to send in someone who doesn't have the mutants' best interests at heart. Any mutant that wants to help Cooper rein in the situation will get some support from the agency.



## OPTIONS FOR 198 BREAKOUT

- The Watcher may spend one or several **D10** from the doom pool to bring X-Men as reinforcement. Consider starting with Bishop or Cyclops, add Beast, Iceman, and Emma Frost as required. If they defeat the heroes, they ask them to come back. Any hero who frames this as life-or-death situation—“kill us or let us go”—may force Cyclops to look the other way and let them leave.
- Maybe O\*N\*E’s higher command is waiting for just such an event to teach the mutants a lesson once and for all. General Lazer may call for the Sentinels to intervene and allow the use of lethal force, without informing director Cooper. The Watcher may spend **D12** to bring one of the O\*N\*E Sentinels to the fight.
- Heroes who played the previous Scene and haven’t neutralized their trackers are subject to having the shocks used on them during the breakout. Heroes can spend a Plot Point in a Transition Scene afterwards to remove a tracker.





# ACTION: BATTLE IN NEVADA

*Use this Scene as a continuation of the 198 Breakout. This Scene represents those mutants being found and the chaos that follows as O\*N\*E and the X-Men converge on the location.*

The members of X-Force and the escaped mutants have found one of Nick Fury's secret safehouses: a **STARK TECH FORTIFIED** long-abandoned military bunker deep in the desert. Both the X-Men and O\*N\*E will eventually find the refugees. If not among the refugees themselves, feel free to have your heroes roll against the doom pool to establish if they arrive ahead of the opposition. Failure means they get there at the same time or slightly later.

Unless already among the heroes, **Cyclops, Beast, Iceman,** and **Angel** are likely to show up for the X-Men while **Bishop, Sabra, and Micromax** may appear with a O\*N\*E Sentinel and several agents. Tensions are high and conflict between these two groups over the fate of the mutant escapees could explode at any moment. Unless you or the heroes frame it otherwise, the X-Men want to ensure the mutants are safe and convince them to come back voluntarily. O\*N\*E wants to bring the wayward mutants back through coercion and force if need be. If the heroes are part of either group, they can try to avoid escalating the conflict—but hot heads abound everywhere; somewhere, somehow, someone may go off and trigger an all-out desert slugfest. If the heroes are part of X-Force, they find themselves in the middle of the confrontation and will most likely have to become involved in the mediation.

If things go south, Watcher characters start by **PULLING PUNCHES**, but this **BATTLE ROYALE** will be **OVERWHELMING** and **CONFUSING**.

The 198 and X-Force start in the closed bunker. The bunker can be opened from the inside via computer controls should any mutant want to leave or join the fray. All someone needs to do is overcome its **STARK TECH SECURITY** routines.





When one side has half or more of its members stressed out or the sides are about to make peace with each other, General Lazer (see age XM38, Notable Characters of O\*N\*E) makes his move. The General realizes he can kill half the Earth's remaining mutant population, so he remotely initiates a **SELF-DESTRUCT SEQUENCE** at the bunker. The bunker door closes (if open) and locks shut, trapping any mutants who are still inside. This puts an end to any physical conflict.

The bunker door is **HIGH-INDESTRUCTIBLE D12**. Heroes must remove this trait to open the bunker. Striking it with an effect die that is lower than its die rating has no effect. A successful attack with an effect die of equal size or more steps the door back one step. Any hero attempting to open or destroy the door gets a free support **D8** from a Watcher hero as everyone rallies to prevent such a massacre. Once opened, everyone inside the bunker can escape to safety.

The bunker explodes when **2D12** are removed from the doom pool. This kills everyone inside unless the door was opened, in which case, all those trapped within make it to safety in the nick of time.

If you want to go for a less gruesome Scene ender, you can rule that all those stuck in the bunker when it explodes are severely wounded, giving them **D12** physical trauma.

The Scene ends when the bunker blows up or all the heroes escape.

## AFTERMATH

When the Scene ends, regardless of the outcome, Lazer is captured at O\*N\*E headquarters. The death of mutants, especially if killed in the bunker, eventually leads to the complete shutdown of O\*N\*E; the X-Men will be mandated to take over protection of the remaining mutants. If the massacre is avoided, O\*N\*E adjusts its mission statement, allowing more freedom to the mutants under its charge. Heroes need to decide what their relationship with the agency will be going forward.

## OPTIONS FOR BATTLE IN NEVADA

- Adjust the battle depending on the size of your group. Pair each hero off with a Watcher character from an opposing side. You might also pair players up if they are on opposing sides.
- **Iron Man** can show up after General Lazer starts the self-destruct sequence. He's drawn to the big battle, but definitely will cooperate with heroes to get the door open.
- **Johnny Dee** can use his abilities to implant malevolent compulsions in some key heroes of the Scene. Spend a **D8** or more from the doom pool to give a hero one of the mind-control complications like **URGE TO BETRAY**, **OUT FOR BLOOD**, or **STOP ARGUING WITH ME!**







# X - F A C T O R INVESTIGATIONS

**S**oon after leaving the X-Corporation, Jamie Madrox, AKA the Multiple Man, sent out long term duplicates around the world to learn new skills before coming home to be reabsorbed. While these dupes were out and about, he formed X-Factor Investigations with his former X-Factor teammates **Guido "Strong Guy" Carosella** and **Rahne "Wolfsbane" Sinclair**. Madrox's first case was the murder of one of his own duplicates by another duplicator. The case brought him to Chicago and one of his many ill-advised romantic entanglements. When he returned to M-Town, Madrox, Guido, and Rahne agreed to rename the investigation firm after their old government sponsored team, X-Factor.

When Jamie's duplicate-earned knowledge made it possible for him to win a televised game show, he had the money to round out X-Factor Investigation's roster with former friends from his X-Corporation days, **Theresa "Siryn" Cassidy**, **Julio "Rictor" Richter**, and **Monet "M" St. Croix**. In the wake of M-Day, Rictor found himself without powers. The mysterious little girl from House of M, Layla Miller, began to hang around with the group.

Madrox tried to use X-Factor Investigations to help former mutants living in Mutant Town deal with a post M-Day world and find the cause of the massive power loss. His investigations almost immediately brought X-Factor into a rivalry with the mysterious Singularity Investigations and its CEO, Damian Tryp. This rivalry came to a head very early on when Tryp's "son," Damian Tryp Junior, attacked and savagely beat Siryn with a baseball bat while she was investigating the death of a client's sibling.

But even as X-Factor Investigations concentrated on their rivalry with SI, Layla Miller was trying to protect them from what was coming—the SHRA was setting its sights on M-Town.





## PLAYING AS MEMBERS OF X-FACTOR INVESTIGATIONS

X-Factor is a group of professionals. Not that they're superior in any way to teams like the Avengers or X-Men, it's just that they're paid by their clients to do what they do. As a member of X-Factor Investigations, your clients need you to do all sorts of classic detective work—looking for cheating spouses, uncovering money laundering, proving a person responsible for or innocent of a crime. But first and foremost, Mutant Town is your home. Every depowered mutant that gets beat up or cheated simply for being a mutant is an opportunity. But where do you draw the line? There are plenty of charlatans claiming to end the decimation. What if it's true? And how do you find out what caused M-Day in the first place? That's the most important investigation you have going.

### LAYLA MILLER

Affiliations

**SOLO** 6  
**BUDDY** 8  
**TEAM** 10

Distinctions

**CREEPY ORPHAN**  
**FILE CLERK**  
**I KNOW STUFF**

Power Sets

#### KNOWS TOO MUCH

**ENHANCED REFLEXES** 8

**GODLIKE SENSES** 12

**SFX:** *Butterfly Effect.* Add **GODLIKE SENSES** to a dice pool when helping others recover physical stress. Spend a doom die to recover Layla's or another's physical stress or step back Layla's or another's physical trauma. Step up a character's emotional stress or trauma when this is used on them.

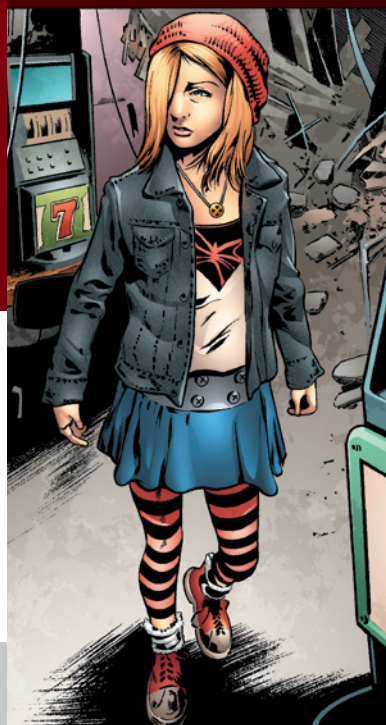
**SFX:** *Constructs.* When using a **KNOWS TOO MUCH** power to create assets, add a D6 and step up the effect die.

**SFX:** *Nostradamus Reborn.* If a pool includes a **KNOWS TOO MUCH** power or an asset created by **KNOWS TOO MUCH**, spend a doom die to reroll.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown **KNOWS TOO MUCH**. Recover that stress or wake up to recover **KNOWS TOO MUCH**. If mental trauma received, shutdown **KNOWS TOO MUCH** until trauma recovered.

#### LAYLA ROSE MILLER (PUBLIC)

Layla Miller was one of the few people that realized that the House of M universe was not a true reality. When it reverted to normal, she still recalled her experiences, but found in this universe her parents were dead and she was an orphan. Armed with knowledge she should not have, Layla has attached herself to X-Factor as a "file clerk" to assist them. Relying on eerie premonitions and arranged conditions, Layla advanced her own objectives regarding X-Factor's investigation of the Decimation.







## RICTOR

Affiliations

**SOLO** 8  
**BUDDY** 10  
**TEAM** 6

Distinctions

**DEPOWERED**  
**DEPRESSED**  
**UNRESOLVED RELATIONSHIPS**

Specs

**COMBAT EXPERT** 8

**PSYCH EXPERT** 8

Rictor once possessed the mutant power to create seismic shockwaves and sense the earth itself. After M-Day, Rictor lost his powers. Depressed and unable to sense the earth, Rictor contemplated suicide, but was talked out of it by Jamie Madrox, AKA Multiple Man. He joined the newly formed X-Factor Investigations, although is wary of being considered a charity case. He has a close relationship with Rahne Sinclair, AKA Wolfsbane, and the other-dimensional mutant Shatterstar.

**JULIO ESTEBAN RICTOR (SECRET)**



# QUICKSILVER

Affiliations

**SOLO** 10  
**BUDDY** 8  
**TEAM** 6

Distinctions

**CREEPY MUTANT SAVIOR**  
**HOUSE OF M GUILT**  
**SMUGLY ARROGANT**

Power Sets

## MUTANT KICKSTARTER

**MIMIC** 12

**SFX:** *Your Power, Restored.* MIMIC may be used to target POWER Loss complications or restore the powers of depowered mutants. In the latter case, spend a doom die equal to the largest of the mutant's lost power traits to restore a POWER SET.

**Limit:** *Explosive Denial.* Any characters whose powers are restored by MIMIC gain the *Growing Dread* Limit. Any action or reaction they take including a restored power counts both 1s and 2s on those dice as opportunities, but only 1s are excluded from being used for totals or effect dice. Any opportunity activated inflicts physical stress to the character equal to the size of the die that generated the opportunity, and multiple opportunities step up the stress inflicted. Stressed-out Watcher characters explode, rather than take trauma.

**Limit:** *Former Mutants Only.* Quicksilver may only target former mutants, he may only mimic powers they used to have, and they are the only ones that may benefit from the power.

## TIME MANIPULATION

**ENHANCED REFLEXES** 8

**ENHANCED SENSES** 8

**ENHANCED SPEED** 8

**TIME MASTERY** 10

**SFX:** *I Saw It Coming.* On a successful reaction against a physical attack action, inflict physical stress with the effect die. Spend a doom die to step it up.

**SFX:** *I Told Myself.* If a pool includes a TIME MANIPULATION power, spend a doom die to reroll.

**SFX:** *Terrigen Surge.* Step up or double any TIME MANIPULATION power for one action. If the action fails, step back that power. Spend a doom die to recover that power.

**Limit:** *Stolen Powers.* If a pool includes a TIME MANIPULATION power, both 1s and 2s on those dice count as opportunities, but only 1s are excluded from being used for totals or effect dice.

Specs

**ACROBATICS EXPERT** 8

**COMBAT EXPERT** 8

**PSYCH MASTER** 10

**MENACE EXPERT** 8

PIETRO DJANGO MAXIMOFF (PUBLIC)

Quicksilver is the son of Magneto and brother to the Scarlet Witch. Initially part of the Brotherhood of Evil Mutants, he reformed his ways, serving as an Avenger and member of X-Factor. He married Crystal, a member of the Royal Family of the Inhumans, and had a daughter, Luna. When his sister's powers spiraled out of control, it was he who suggested the House of M universe that ultimately led to M-Day. Depowered and suicidal, Quicksilver hijacked the Inhuman's Terrigen Mists to restore his powers. Drawing their effects into himself, he is now able to spontaneously restore mutant powers in those who have lost them.





# M-TOWN AFTER M-DAY

Much like other minority ghettos developed in New York City, M-Town was a community of mutants in Alphabet City north of the Lower East Side of Manhattan. As Manhattan's mutant population rose, racism from Sapiens increased at an exponential rate. It was only a matter of time before mutants began banding together in their own community, similar to Chinatown, Harlem, and Little Italy. Mutant Town, or District X as it was officially designated, was overcrowded with poor, often unemployed mutants and baseline humans trying to get through their day-to-day lives amid rampant crime, prostitution, drug trade, and mutant gang warfare. It even boasted the largest unemployment, illiteracy, and crime rates anywhere outside of Los Angeles.

In this shadow of poverty and crime, Mutant Town became a cultural center and population hub for mutantkind equaled only by Genosha before its demise. The city even took to employing some of the mutants in District X to help police the area, giving rise to private groups like X-Factor Investigations.

Needless to say, the events of M-Day hit Mutant Town harder than anywhere else in the United States. More than 99% of mutants in Mutant Town lost their abilities instantly, and most remaining powered mutants left the ghetto for the safety and security of the refugee camp forming on the grounds of the Xavier Institute.

A clinic was opened to try to help depowered mutants cope and help them adapt to life after M-Day. New human gangs like "The Reals" rose up out of the ashes of mutant gangs to harass and punish depowered mutants. As time passed, even the moniker Mutant Town left the area and was replaced with the name "Middle East Side." Yet X-Factor Investigations remained open to protect and help the remaining former mutants deal with the effects of M-Day and investigate the cause of the massive depowering.



# EXPANDING CIVIL WAR: SCENES WITH X-FACTOR INVESTIGATIONS



The following hooks and story ideas tie the X-Factor team or mutant heroes like them into the ongoing Civil War plot, often more closely than the X-Men or 198. Use them as a guide for bringing in the themes and issues surrounding those mutants who have lost their powers after M-Day and the aftermath of that widespread effect.

## ACT ONE OPTIONS

In *Act One: Road to Civil War*, the players have several opportunities to involve X-Factor Investigations.

- ▶ In **Action: Crusader Hijacks an Airplane** (page CW54), X-Factor can plant a Madrox dupe on the plane as a military pilot or prisoner. If Crusader is attacking a passenger plane instead of a military vessel, one of Madrox's dupes could be making his way home from learning new skills. Since Madrox's dupes can also multiply, this allows for a small army aboard. This could give Madrox the chance to contact people like Siryn or M to assist him in saving the plane and the target city from Crusader's wrath.
- ▶ As a possible **Opening Scene**, the Reals, a humans-only gang, starts a riot in the streets of M-Town. They're attacking depowered mutants wherever they find them. It's up to the heroes to stop the mob. With super heroes fighting the normal people, this could lead to lawsuits and property damage regardless of whether the heroes were in the right. This should be handled in a similar way to **Action: The Rally** (page CW63).
- ▶ In **Action: Appear Before Congress** (page CW56), Madrox could be among those called to testify thanks to his newfound qualifications. Jamie would think nothing of bringing Siryn or Rictor to act as his conscience, or even better, bring M, capitalizing on her fame to bring some attention to the proceedings. Plus, having a telepath in the room is always a good idea.
- ▶ **Action: Confronted by S.H.I.E.L.D.** (page CW66) would be slightly modified from its original version when dealing with X-Factor. Unbeknownst to Madrox, one of his dupes—Jamie Madrox, Agent of S.H.I.E.L.D.—has worked for the government agency for years. Rather than bringing the heroes aboard the Helicarrier, Maria Hill could send Agent Madrox to X-Factor headquarters to handle signing X-Factor Investigations up. This may give S.H.I.E.L.D. an advantage simply by catching X-Factor off guard by Agent Madrox's existence.





## ACT TWO OPTIONS

In *Act Two: Registration*, the players have several ways to involve X-Factor Investigations, including an additional Action Scene that can be added into the overall Civil War Event.

- ▶ In **Action: Midnight Registration Day Roundup** (page CW74), it's possible that S.H.I.E.L.D. might set its sights on X-Factor—especially if Agent Madrox wasn't able to get them to sign up. However, X-Factor knows the nooks and crannies of Mutant Town better than the city planners and can use the **M-TOWN UNDERGROUND TUNNELS** to easily evade capture.
- ▶ In **Action: Hunt Down or Elude a Friend** (page CW80), a Pro-SHRA person or group could hire X-Factor Investigations to help find someone hiding in Mutant Town since they know the area far better than anyone else. On the flipside, that same knowledge can be used to help another hero escape Cape-Killer squads. For example, using some of Layla's **UNCANNY FORESIGHT**, the heroes could find themselves in the right place with the right disguise to hide an escaping hero, possibly among Madrox's dupes, while the rest of the heroes further distract SHRA forces.



# ACTION: YOU LIED TO US!

*This Scene happens when players are playing members of the X-Factor team. They seek to confront those who've been hiding the truth behind the depowering of most mutants on the planet.*

You should frame this Scene with either someone from X-Factor or one of their clients seeking to solve the mystery of the recent widespread loss of mutant powers. There are a few ways to get the ball rolling here. X-Factor has been trying to solve the mystery of the Decimation pretty much since M-Day, so they could take it upon themselves to investigate.

Alternatively, a depowered mutant could hire X-Factor to try to discover the reason mutant powers disappeared. But this ex-mutant comes with a solid lead—a journal from a precognitive mutant, like **Destiny**. The journal has this cryptic entry: "The downfall of the Children of the Atom began when blood-red vengeance struck the avengers."

X-Factor also has a hanger-on in their midst—someone whose shtick it is that she "knows things." If asked about the Decimation, Layla Miller initially shrugs and says they'd do better to ask the X-Men or the Avengers. That should, of course, raise more questions, but she cannily tries to avoid answering them unless confronted more insistently by the heroes, saying she could die if she talked. If she's pressed to reveal what she knows, chances are that someone from the Avengers or the X-Men intent on keeping the secret under wraps intervenes on her behalf. Things may devolve into a shouting match if not handled diplomatically and may lead to an outright conflict.

Finding Pro-SHRA Avengers in New York isn't too hard a task—the heroes can join any of them while they operate somewhere in town. Finding Anti-SHRA ones may involve tapping into some of the heroes' resources to **FIND A LEAD** and then infiltrate a **HIDDEN HIDEOUT**. The heroes need to overcome these two Scene Distinctions to find them. Convincing them to cooperate is a whole other issue. Furthermore, X-Factor is also mutant friendly, so members can lure old friends like Wolverine, Rogue, or Gambit into M-Town to chat.

However a meeting is arranged, the investigation should focus on questioning heroes who know what happened on M-Day, something none of the witnesses initially want to discuss. The situation may turn into an interrogation or devolve into good old-fashioned arguing. Stressing the opposition out reveals the information X-Factor seeks and the conviction to take the next step.

If the discussion escalates into combat, feel free to add appropriate Scene Distinctions based on which heroes are involved. The Scene ends when one of the hero groups stands down and leaves or is defeated.





## AFTERMATH

At this point, if members of X-Factor still haven't taken a stand regarding SHRA, you can ask them what their position is, possibly leading to an intra-team conflict. You may ask if they side with the X-Men who have declared their neutrality—unless established otherwise in your version of events. Finally, as M-Town is more or less under the protection of X-Factor, ask if they wish to apply their SHRA stance to the whole neighborhood. Further Scenes could focus on the impact of such decisions.

## OPTIONS FOR YOU LIED TO US!

- ▶ This is a chance for X-Factor to take on any team out there and stake their claim to their home turf. Despite the few mutant hating gangs, the people of Mutant Town stand behind whatever decisions X-Factor makes regarding the SHRA. This could be a good chance to take on Pro-SHRA Avengers, the "neutral" X-Men, or even Harry Osborn's Thunderbolts. The most important thing is that X-Factor claims Mutant Town as a haven for their chosen side.
- ▶ Anyone that was involved in House of M is fair game. The X-Men, Iron Man, Captain America, Ms. Marvel, Luke Cage, Spider-Man, and many others were involved in House of M and remember everything that happened. So in some way, they're all responsible for keeping M-Day a secret—not only from the public, but also from groups like X-Factor who are trying to make things better for victims of the Decimation.



# HERO DATA

XM58	Archangel
XM60	Beast
XM62	Bishop
XM64	Caliban
XM66	Cannonball
XM68	Colossus
XM70	Cyclops
XM72	Domino
XM74	Dust
XM76	Elixir
XM78	Emma Frost
XM80	Forge
XM82	Hellion
XM84	Iceman
XM86	M
XM88	Magma
XM90	Marvel Girl
XM92	Mercury
XM94	Micromax
XM96	Multiple Man
XM98	Mystique
XM100	Nightcrawler
XM102	Omega Sentinel
XM104	Psylocke
XM106	Rockslide
XM108	Rogue
XM110	Sabra
XM112	Sabretooth
XM114	Shadowcat
XM116	Shatterstar
XM118	Siryn
XM120	Strong Guy
XM122	Surge
XM124	Wolfsbane
XM126	X-23







The **CIVIL WAR EVENT BOOK** included dozens of playable Marvel characters complete with Milestones and background information. This Event Supplement includes even more heroes ready to play. The lineup covers the X-Men, the members of X-Factor Investigations, and several other active mutant heroes and anti-heroes available during the Civil War storyline.

Note that for the sake of continuity, most of these datafiles reflect the characters as they are at the start of the Civil War, shortly before the passage of the Superhuman Registration Act. They may be chosen as player heroes from the beginning of Act One or used for new adventures after the main Civil War Event. As always, each hero datafile may be tweaked or adjusted to suit the needs of your players. Refer to Chapter Four of the **OPERATIONS MANUAL** for definitions, guidelines, and rules for doing so.

Hero datafiles that are not chosen by players may be converted into Watcher characters for use as antagonists or occasional allies. Remember to switch their SFX and Limits to reflect using doom dice instead of Plot Points. Even if the players don't use them, these heroes remain major characters and should keep their Affiliations at their listed ratings.

# ARCHANGEL

## Affiliations

SOLO 


BUDDY 

TEAM 

PP  


## Distinctions

APOCALYPTIC LEGACY  
ASTUTE BUSINESSMAN  
MUTANT SPOKESPERSON

 4 or   
+1 PP

STRESS / TRAUMA

## Power Sets

### WINGED MUTANT

ENHANCED REFLEXES 

ENHANCED SENSES 

SUPERHUMAN STAMINA 

SUBSONIC FLIGHT 

**SFX:** *Healing Blood.* Add SUPERHUMAN STAMINA to your dice pool when helping others recover stress. Spend 1 PP to recover your own or another's physical stress or step back your own or another's physical trauma.

**SFX:** *Winged Charge.* Against a single target, step up or double SUBSONIC FLIGHT. Remove the highest rolling die and use three dice for your total.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Legacy of Apocalypse.* Step up emotional stress inflicted by issues with your history as Archangel to gain 1 PP.

## Specialties

ACROBATIC MASTER 

BUSINESS MASTER 

COMBAT EXPERT 

PSYCH EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### GOLDEN BOY

- 1 XP when you talk to the media on behalf of mutantkind.
- 3 XP when you use BUSINESS MASTER to create an asset to benefit mutants.
- 10 XP when you either create a corporation to benefit all mutants, or buy out a corporation that is seeking the destruction of mutantkind.

### HORSEMAN

- 1 XP when you discuss your link to Apocalypse.
- 3 XP when you deny the pull Apocalypse has on your will.
- 10 XP when you either accept leadership of Apocalypse's empire, dedicating yourself to his vision of the world, or declare your link to Apocalypse's legacy finished and take direct action to sever it forever.

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 12

XP  




## Warren Worthington III [public]

### History

Life changed for Warren Worthington III, heir to the Worthington Industries fortune, when angel wings sprouted from his back. After a brief solo career, he joined the original class of X-Men as Angel. He returned home to discover his father murdered at the hands of his villainous uncle, Dazzler, who had schemed to marry and murder Warren's mother; the plan was thwarted, but not before Warren's mother succumbed to Dazzler's poison. Warren left the X-Men, first joining the Los Angeles-based Champions, and then becoming a member and financier of the Defenders. Warren later joined the rest of the original X-Men on the new X-Factor team.

Angel's wings were mutilated while defending the Morlocks from the Mutant Massacre. The ancient and powerful mutant Apocalypse struck a deal with Warren, replacing Angel's amputated feathery wings with deadly techno-organic steel, turning Angel's skin blue, and transforming him into Archangel—Horseman of Death. Under Apocalypse's thrall, Warren fought against his friends until he was tricked into believing he had killed Iceman. Warren regained control and worked hard to deprogram himself. After suffering an attack at the hands of Sabretooth, Archangel took time off to recuperate, ultimately shedding his metallic wings and revealing his original, feathered wings underneath. During a battle with Black Tom, Warren's skin reverted to normal color and he discovered a secondary mutation that gave his blood healing properties.

### Personality

As a child of wealth, Angel lived an indulgent, carefree existence as a playboy. During his original tenure at Xavier Institute of Higher Learning, Angel was an inattentive student more interested in Jean Grey's attentions than his lessons. Though he hid his mutation from the public, he felt less of an outcast than many of his teammates, reveling in adventuring and super heroics.

After being transformed into Archangel, Warren became dark and brooding, lamenting his transformation and mourning his loss of innocence. Warren's shifting back and forth between his Angel and Archangel forms did not hamper his romantic relationships, though, which included teammates Husk and Psylocke.

As he matured, Archangel became a public spokesperson for mutantkind and took an active hand running Worthington Industries. Recently, his appearance has returned to his original form, but the scars on his soul remain unhealed.

### Abilities & Resources

Warren's natural abilities included increased muscle mass, hollow bones, the ability to withstand the rigors of high-atmosphere flight, and incredible stamina. After his transformation by Apocalypse, his wings became dangerously sharp weapons, capable of firing deadly quills, and his physical abilities were increased. When he regained his original form, it triggered a secondary mutation that allows his blood to heal himself and others.

In addition to his mutant powers, Warren is the primary shareholder of Worthington Industries. He is an original member of the X-Men, and has connections with other heroes from his stints on other super teams. Between his wealth, his business and a lifetime of heroics, Warren can call upon great resources and contacts throughout the super hero community.



# BEAST

## Affiliations

SOLO 

BUDDY 

TEAM 

PP  


## Distinctions

GENETIC ACTIVIST  
RENAISSANCE BEAST  
SMARTEST MAN IN THE ROOM

 **4** or  **8**  
+1 PP

STRESS / TRAUMA

## Power Sets

### BESTIAL MUTANT

ENHANCED DURABILITY 

ENHANCED SENSES 

ENHANCED STAMINA 

SUPERHUMAN REFLEXES 

SUPERHUMAN STRENGTH 

WALLCRAWLING 

**SFX:** *Claws & Fangs.* Step back the highest die in your attack action pool to add a d6 and step up physical stress inflicted.

**SFX:** *Healing Factor.* Spend 1 PP to recover your physical stress or step back your physical trauma.

**SFX:** *Oh My Stars and Garters!* Spend 1 PP to add a doom die to your next attack action. After your action, step back the doom die and return it to the doom pool.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

ACROBATIC MASTER 

COMBAT EXPERT 

COSMIC EXPERT 

MEDICAL EXPERT 

SCIENCE MASTER 

TECH MASTER 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### A BEAST FOR ALL SEASONS

1 XP when you discuss the history of the Mutant Registration Act as it relates to the Superhuman Registration Act.

3 XP when you help another hero avoid some aspect of the SHRA.

10 XP when you denounce the SHRA in a public forum, or throw in your full support for its enforcement as a S.H.I.E.L.D. or O\*N\*E agent.

### ONCE AN X-MAN, ALWAYS AN X-MAN

1 XP when you point out how little the original X-Men have changed over the years.

3 XP when you lament to a teammate how much the world the X-Men sought to improve has changed for the worse.

10 XP when you invite a younger mutant to join the team, or leave the X-Men for the good of the team.

P

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M

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E

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 8

 10

 12

XP





## Dr. Henry “Hank” Phillip McCoy [public]

### History

Born a mutant with ape-like features and limbs, Henry “Hank” McCoy was the founding member of the X-Men codenamed Beast. Already mentally gifted, he studied biochemistry and genetics under Professor Xavier and eventually became the X-Men’s resident science expert.

Eventually, Hank left the X-Men to work in the private sector. Employed by the Brand Corporation, he made great strides in understanding the nature of human mutation. This changed when Hank discovered his boss was stealing classified government documents. Determined to stop the espionage himself, he took an experimental formula to augment his abilities and mask his appearance. His heroics succeeded, but the formula permanently changed him.

Now a blue, furry, simian-like mutant, Hank left the private sector and returned to super heroics. First a member of the Avengers, then the Defenders, he eventually rejoined his original X-Men teammates in X-Factor. During this time he briefly regained his more human appearance, though his body suffered frequent mutations, with effects such as a temporary decrease in intellect and increase in strength. Finally, Beast returned to his blue, furry form and his original home with the X-Men. Beast eventually mutated again into his current form—one larger, stronger, and more cat-like. He serves as primary physician, research scientist, and technician for the X-Men, roles for which he is ideally suited.

### Personality

Beast’s personality has changed wildly based on his current state of mutation. In his more human-looking guise, he tended to be bookish and fairly serious. After he turned himself into a blue-furred creature, he started to joke and wisecrack more, to cover up his insecurity about looking less human. In his current furry blue feline form he’s a combination of the two—prone to academic musings as well as self-deprecating witticisms and bon mots. In any form, Hank McCoy is a dedicated scientist and a loyal friend.

### Abilities & Resources

Beast possesses superhuman strength, durability, endurance, speed, and agility. He is an amazing acrobat and able to use his clawed hands and feet to cling to surfaces and climb walls, though his current cat-like state doesn’t possess the same heightened dexterity as his other forms. Beast heals somewhat faster than normal and can emit pheromones attractive to the opposite sex. Beast is also a trained

geneticist and biochemist and considered one of the greatest scientific minds in the world.

With the possible exception of Wolverine, no mutant has as diverse a collection of allies as Beast. A founding and long-time member of the X-Men, Beast can count most members of that team as close friends, especially the other founders and their mentor, Professor X. As an Avenger, Beast often found public acceptance even during various periods of anti-mutant hysteria and worked alongside Captain America, Hawkeye, Ms. Marvel, and others. As a Defender, he befriended mystical heroes such as Dr. Strange and the Valkyrie.

Hank’s scientific reputation, expertise, and connections allow him access to some of the most advanced laboratories in the world.



# BISHOP

## Affiliations

SOLO 

BUDDY 

TEAM 

PP  


## Distinctions

DARK FUTURE SURVIVOR  
MAKE A DIFFERENCE  
MUTANT POLICEMAN

  
+1 PP

or



STRESS / TRAUMA

P











M











E













XP  


## Power Sets

### ENERGY BATTERY

ENERGY BLAST 

ENHANCED STAMINA 

ENHANCED STRENGTH 

GUNS 

SUPERHUMAN DURABILITY 

**SFX:** *Energy Absorption.* On a successful reaction against an energy-based attack, convert your opponent's effect die into an ENERGY BATTERY stunt or step up an ENERGY BATTERY power until the next Transition Scene. If your opponent's action succeeds, spend 1 PP to use this SFX.

**SFX:** *Everything I've Got.* Step up or double any ENERGY BATTERY power for one action. If that action fails, add a die to doom pool equal to the normal rating of that power die and then step back that power. Recover the power during a Transition Scene.

**SFX:** *Invulnerability.* Step back an ENERGY BATTERY power to ignore physical stress or trauma unless caused by a non-energy attack. Recover the power during a Transition Scene.

**SFX:** *Self-Healing.* Step back an ENERGY BATTERY power to recover your own physical stress or step back your own physical trauma. Recover the power during a Transition Scene.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Overloaded.* Shutdown any ENERGY BATTERY power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.

## Specialties

COMBAT EXPERT 

CRIME EXPERT 

MENACE EXPERT 

TECH EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### COP FROM THE FUTURE

1 XP when you talk to a mutant as a police officer would speak to a citizen.

3 XP when you lead an investigation into a mutant-related crime.

10 XP when you either found a law enforcement agency for mutantkind, or join S.H.I.E.L.D. as a mutant liaison officer.

### M

1 XP when you discuss parallels between your timeline and the present.

3 XP when you speak out against mutant bigotry to the press or to a government.

10 XP when you gather a team to destroy any possibility of your timeline coming true, or go back to your own timeline with a team of mutants in order to liberate it.



## Lucas Bishop [secret]

### History

Lucas Bishop was born into a reality in which the original X-Men team was slain by the Sentinels. With no organized force to stop them, the Sentinels rounded up all mutants and imprisoned them in Mutant Relocation Camps. Each mutant was given a large M-shaped tattoo above their eyes to identify them. Human and mutant alike rose up against the Sentinels, overthrowing them. Bishop eventually became a member of the Xavier Security Forces, charged with capturing and punishing criminal mutants. Bishop and his two partners followed and killed the escaped mutant criminals that had opened a portal back to the X-Men's timeline, but Bishop's friends were killed in the process, stranding Bishop in a world he had difficulty adapting to.

When Onslaught, a psychic merging of Xavier and Magneto, attempted to destroy the X-Men, Bishop absorbed the massive energy, saving all of their lives. He stepped back into a familiar role, becoming a protection officer in District X, a neighborhood in Manhattan set aside for mutants. He worked closely with government forces to ensure the protection of its citizens. Lately, he has maintained strong ties with the Office of National Emergency, or O\*N\*E, helping them manage the survivors of M-Day.

### Personality

Bishop is a stern and serious man dedicated to doing what he believes is right, no matter what anyone else thinks. This frequently leads him to confrontations with others, as his actions can turn lethal if he believes it necessary. Coming as he does from a nightmarish future, Bishop constantly fears that the events of his own timeline's history are taking place in the present he now inhabits, and does anything he can to prevent their recurrence.

### Abilities & Resources

Lucas Bishop has the mutant ability to absorb almost any kind of energy directed against him, building it up within himself, and then discharging it at magnified levels. He is able to direct the power out of his body through his hands or through the weapons he carries. He is also able to use this power to heal himself and increase his strength to immense levels. In addition, Bishop is an accomplished police officer, having worked as a member of the XSF in the future and as a cop in Mutant Town in the present, before M-Day stripped most of that district's mutants of their powers. His knowledge of future events sometimes relates to events in the present.



# CALIBAN

## Affiliations

SOLO 


BUDDY 

TEAM 

PP  


## Distinctions

COMPETING NATURES  
LOYAL FRIEND  
MORLOCK SURVIVOR

 **4** or  **8**  
+1 PP

STRESS / TRAUMA

P

 **4**

 **6**

 **8**

 **10**

 **12**

M

 **4**

 **6**

 **8**

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 **4**

 **6**

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 **10**

 **12**

XP  


## Power Sets

### APOCALYPSE AUGMENTATION

ENHANCED DURABILITY 

ENHANCED SPEED 

LEAPING 

SUPERHUMAN STRENGTH 

**SFX:** *Berserk.* Add a doom die to your next attack action. After your action, step up the doom die and return it to the doom pool.

**Limit:** *Uncontrollable.* Change any APOCALYPSE AUGMENTATION power into a complication to gain 1 PP. Activate an opportunity or remove the complication to recover that power.

### MUTANT BLOODHOUND

ENHANCED REFLEXES 

ENHANCED SENSES 

**SFX:** *Psychoactive Virus.* Add a die equal to your opponent's current emotional stress to any attacks made against them at no additional cost. If successful, spend 1 PP to step up their emotional stress in addition to any effect you create against them.

**SFX:** *X-Factor Sense.* Against a single mutant target, step up or double an ENHANCED SENSES die. Remove the highest rolling die and use three dice for your total.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

COMBAT EXPERT 

COVERT EXPERT 

MENACE EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### OCCASIONAL VILLAIN

1 XP when you openly discuss your villainous past.

3 XP when you create an asset for a villain to use, or for a hero to use in a way that is morally objectionable.

10 XP when you either seek penitence for your past villainy, or denounce mutant heroes as hypocrites and start your own team.

### REMEMBER THE MORLOCKS

1 XP when you discuss the genocidal slaughter in the Morlock Tunnels.

3 XP when you do emotional stress to a fellow mutant, so that they grow stronger and do not forget the many mutants who have been killed.

10 XP when you either find vengeance for what was done to the Morlocks, or go back into the tunnels with a team of mutants and seek to settle the tunnels as a mutant haven once again.



## Unknown

### History

Caliban was one of the original Morlocks to inhabit the sewers of New York City. Like his adopted kin, his unusual appearance made living a normal life among humans impossible. His mutant tracking ability allowed their leader, Callisto, to find other potential recruits and strengthen the Morlocks' numbers.

One evening, Caliban sensed mutants above in a nightclub and confronted them. Entranced with a young Kitty Pride, he attempted to "befriend" and kidnap her. Kitty's companions prevented her capture and the misunderstanding between Caliban and the X-Men was cleared up. When the X-Men were threatened by the Morlocks, Kitty offered Caliban her hand in marriage in exchange for his help. He assisted her and the X-Men, but she reneged on her offer. Caliban later came to realize he did not want to win anyone's affections through coercion.

Caliban was one of the lucky survivors of the Mutant Massacre, but the loss of friends and his own powerlessness to stop the slaughter prompted him to ask Apocalypse for help getting revenge on those that killed the Morlocks. Apocalypse obliged, beginning an on and off relationship with Caliban. Caliban's new powers came with extra aggression and a wildly varying intellect. He fought the X-Men as Apocalypse's Hellhound and the Horseman Death, as a dupe for Mr. Sinister, and as the Horseman Pestilence. He once kidnapped Jubilee to force a confrontation with the seemingly reformed Sabretooth, but these days, Caliban works with X-Force as a hero.

### Personality

Caliban was a simple soul fond of speaking in the third person. As a lonely outcast Morlock, he did not understand social norms. His limited combat prowess made him feel small and useless, powerless against the Marauders that slaughtered his friends. Under Apocalypse's genetic augmentation, Caliban's personality shifted back and forth between his original demeanor and an angry, threatening nature. Despite the changes, Caliban's good and heroic nature usually shines through. His personality has become less aggressive and more heroic, but with Apocalypse's treatments, it's unclear whether Caliban will ever truly be free of what was done to him.

### Abilities & Resources

Caliban's natural mutant powers let him track other mutants and increase his strength by drawing on their fear. His augmentations increased his speed, reflexes, strength, durability, and leaping ability, and gave him natural weapons. His fear-based powers were enhanced, letting him attack opponents with their own fear, or infect them with a psychoactive fear virus. Caliban was once a Morlock and often-times an ally of the X-Men, as well as a member of X-Force. The heroes that know Caliban believe him to be a good-natured at heart and work hard to undo Apocalypse's changes. Caliban has friends and allies throughout the mutant community, most of who know and love his natural gentle demeanor and would assist him should he need it.



# CANNONBALL

## Affiliations

SOLO 


BUDDY 

TEAM 

PP  


## Distinctions

KENTUCKY COALMINER  
OFF LIKE A ROCKET  
TACTICAL LEADER

 **4** or  **8**  
+1 PP

## Power Sets

### THERMO-CHEMICAL PROPULSION

ENERGY BLAST 

SUPERHUMAN DURABILITY 

SUPERSONIC FLIGHT 

**SFX:** *Blasting.* When making an action that includes SUPERSONIC FLIGHT, you may add an additional THERMO-CHEMICAL PROPULSION power die to your pool. If the action fails, add a die to the doom pool equal to the smaller of the two power dice.

**SFX:** *Invulnerability.* If your reaction dice pool includes SUPERHUMAN DURABILITY, spend 1 PP to ignore physical stress or trauma.

**SFX:** *Reactive Power.* Spend 1 PP to add a THERMO-CHEMICAL PROPULSION power to another character's dice pool before rolling. If that character takes physical stress, take D6 mental stress.

**Limit:** *Explosive Propulsion.* In order to use any other THERMO-CHEMICAL PROPULSION power, you must use SUPERSONIC FLIGHT in the same dice pool.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

COMBAT EXPERT 

PSYCH EXPERT 

VEHICLES EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### MUTANT LEADER

1 XP when you give an order to a fellow mutant.

3 XP when you take an order from a mutant you look up to.

10 XP when you either take up leadership of the X-Men, or join a different mutant team.

### ONE OF THE MOST POWERFUL MUTANTS

1 XP when you discuss past victories.

3 XP when you discuss past defeats.

10 XP when you either defeat a worldwide threat to mutantkind, or use your powers to create an asset so that a teammate can defeat that threat.

STRESS / TRAUMA

P











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XP  




## Samuel Guthrie [secret]

### History

Sam Guthrie was born and raised in Kentucky, the firstborn in a large family. His father died after succumbing to black-lung from the mines, and Sam became the family's support system. On his first day in the mines, he and another man became trapped; Sam's powers manifested, blasting a way out of the cave-in. This caught the eye of Donald Pierce, who was forming a team to combat the X-Men. Sam joined him, but quickly rejected his plan and turned to Xavier, who placed him in the first class of New Mutants.

As co-leader of the team with Danielle Moonstar, the newly dubbed Cannonball and the New Mutants gathered new teammates, including Magik, Domino, Rictor and several others, during their adventures. Sam began dating Tabitha, also known as Boom Boom around this time.

Sam then joined X-Force, a secret team of deadly heroes charged with dealing with threats in a far more lethal manner than the X-Men engage in. After battling Apocalypse, Sam joined the X-Men, working alongside Wolverine; he defeated Gladiator, a powerful Shi'ar warrior, in single combat—a feat only Hulk and Thor were able to accomplish before.

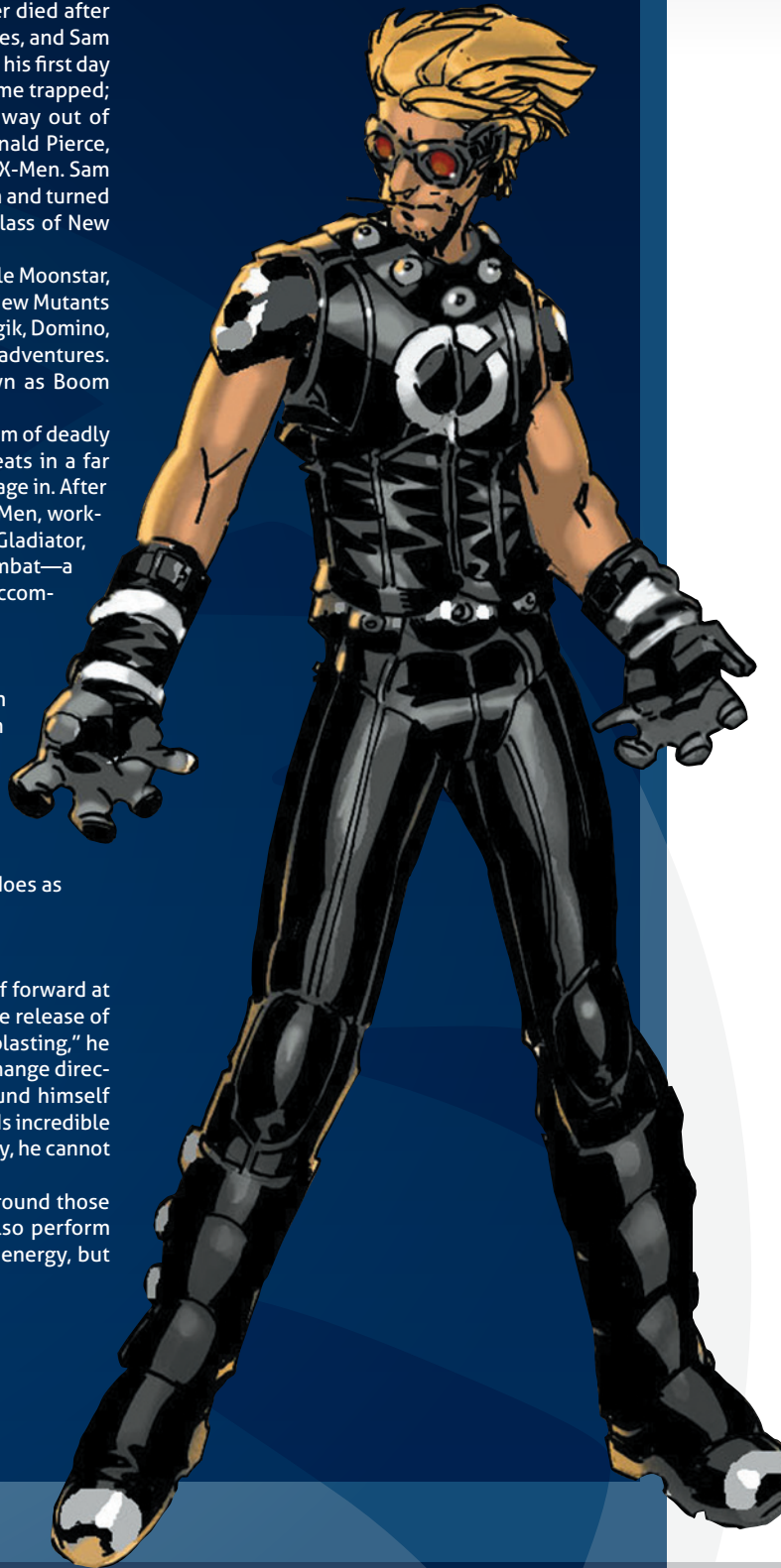
### Personality

Sam is the quintessential southern gentleman, with a quick wit and warm smile. As the eldest child, he feels responsible for his family's well-being and sees himself as a bit of a father figure to his younger siblings. Responsibility weighs heavily on his shoulders, and he takes everything he does as a member of the X-Men very seriously.

### Abilities & Resources

Sam has the ability to propel himself forward at incredible speeds through the explosive release of thermo-chemical energy. While he is "blasting," he is surprisingly maneuverable, able to change direction at will, and can create a field around himself that is virtually impenetrable. Flying adds incredible might behind his punch, but if he can't fly, he cannot use any of his other powers.

Sam can extend his blasting field around those who he carries while flying. He can also perform other stunts with this field of blasting energy, but generally focuses on flight.



# COLOSSUS

## Affiliations

SOLO 


BUDDY 

TEAM 

PP  


## Distinctions

IRONCLAD LOYALTY  
QUICK TO ANGER  
RUSSIAN FARMBOY

 or   
+1 PP

STRESS / TRAUMA

## Power Sets

### ORGANIC STEEL TRANSFORMATION

GODLIKE DURABILITY  SUPERHUMAN STAMINA   
GODLIKE STRENGTH 

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Invulnerability.* Spend 1 PP to ignore physical stress or trauma unless caused by electromagnetic attacks.

**SFX:** *Take the Hit.* Spend 1 PP to take physical stress intended for an ally or friend nearby.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown ORGANIC STEEL TRANSFORMATION. Recover ORGANIC STEEL TRANSFORMATION when you recover that stress or wake up. If you take physical trauma, shutdown ORGANIC STEEL TRANSFORMATION until you recover that trauma.

**Limit:** *Heavy Metal.* When attacked by magnetism, Anti-Metal, or when submerged in water, change any ORGANIC STEEL TRANSFORMATION power into a complication and gain 1 PP.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

COMBAT EXPERT  MENACE EXPERT   
PSYCH EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### FROM RUSSIA WITH LOVE

1 XP when you declare your affection for another hero.

3 XP when you spurn the romantic advances of another hero.

10 XP when you abandon your team to save your loved one, or break off your relationship for the good of the team.

### HEROIC SELF-SACRIFICE

1 XP when you first Take the Hit for an ally.

3 XP when you allow another hero to talk you out of a dangerous situation.

10 XP when you choose to either sacrifice yourself for your allies, or you're the last man standing.

P  










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XP





## Piotr "Peter" Nikolaievitch Rasputin [secret]

### History

Born on the Ust-Ordynski Collective in Soviet Russia, Piotr Rasputin grew up a dutiful son and a responsible worker on his family's farm. His mutant abilities manifested when he rescued his younger sister Illyana from a runaway tractor. Soon after, Charles Xavier recruited him to join the second generation of X-Men, whose first mission was rescuing the previous team from the living island of Krakoa.

His tenure with the X-Men taught Rasputin how to control his powers and introduced him to many good friends and his long-time love, Kitty Pryde. It also pushed him into a life where he has lost many loved ones and discovered uncomfortable truths about his family, his brother, and his homeland.

After his sister died from the mutant-targeted Legacy Virus, Colossus sacrificed his own life in order to disseminate the cure. Denizens of the alien Breakworld secretly stole his body and resurrected him during their experimentation. His friends have only recently discovered that he is alive, after spending the last couple of years believing him dead.

### Personality

Piotr Rasputin is a simple and caring soul often forced into violent situations. He is shy, trusting, and somewhat guileless, though capable of tremendous rage when he sees his friends hurt or innocents suffer. He is also selfless, bravely putting himself in harm's way time and time again to protect those weaker than himself. He prefers to hide his deeper emotions behind a stoic exterior, although his artistic talents provide an outlet for his friends to appreciate.

Given the tumultuous events of the past few years, particularly his death and resurrection, he has an even greater appreciation for the fragile joys of love and the living. Whether he continues his relationship with Kitty Pryde or reunites with his sister Illyana are open questions at this point in his life.

### Abilities & Resources

Colossus possesses the ability to transform his body into a form of organic steel of immense density and toughness. This adds height to his already prodigious frame and more than doubles his weight. While in metal form he has tremendous

superhuman strength and is almost invulnerable. Environmental conditions seem to have little effect in this form, though rapid shifts between extreme heat and cold can harm him. He neither appreciably tires nor needs to breathe, eat, or drink, until he returns to mere flesh. The presence of the "Anti-Metal" variation of Vibranium causes Colossus to revert to his human form.

As a member of the X-Men, Rasputin has received significant training in combat and teamwork. He normally takes a front-line position in any team action and works especially well alongside Wolverine, with whom he has mastered the "Fastball Special," which involves bodily throwing Wolverine at an opponent. Of course, he also has access to the vehicles, extensive facilities and other resources of the team.



# CYCLOPS

## Affiliations

SOLO 

BUDDY 

TEAM 

PP  


## Distinctions

I DON'T HAVE TIME FOR THIS  
TACTICAL GENIUS  
UNCOMPROMISING

  
+1 PP

or



STRESS / TRAUMA

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XP  


## Power Sets

### OPTIC BEAM

#### FORCE BLAST

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Energy Absorption.* On a successful reaction against an energy attack, convert your opponent's effect die into an OPTIC BEAM stunt or step up FORCE BLAST until used in an action. If your opponent's action succeeds, spend 1 PP to use this SFX.

**SFX:** *Ricochet.* Against a single target, step up or double FORCE BLAST. Remove the highest rolling die and use three dice for your total.

**SFX:** *Versatile.* Replace FORCE BLAST die with 2D8 or 3D6 on your next roll.

**Limit:** *Ruby-Red Visor.* Change FORCE BLAST into a complication or shutdown FORCE BLAST to gain 1 PP. Spend an action vs. doom pool to recover FORCE BLAST.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

COMBAT EXPERT 

COSMIC EXPERT 

COVERT EXPERT 

TECH EXPERT 

VEHICLE MASTER 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### ONE OF THE 198

1 XP when you talk about the responsibilities of being one of the few mutants left on the planet.

3 XP when you confess to another hero that you wish you had lost your powers and could lay down your burdens.

10 XP when you either abandon your responsibilities, to search for a way to give up your mutant power, or defy a large organization in your defense of the remaining mutants.

### TO ME, MY X-MEN

1 XP when you first lead a team including more mutants than non-mutants.

3 XP when you defeat a foe without any team member ending the scene with stress.

10 XP when you either lead the X-Men to victory over mutant issues, or disband them in the face of persecution.



## Scott Summers [public]

### History

Oldest son of USAF Major Christopher Summers, young Scott Summers barely survived the Shi'ar attack that took his parents from him. Attempting to save his life, his mother strapped him into the only parachute onboard and pushed him and his younger brother Alex from their father's burning plane. Orphaned and hospitalized, Scott became a ward of the state, which separated him from his brother and shuttled him from home to home. As he grew older, Summers' mutant abilities emerged and caused him trouble until Professor Charles Xavier rescued him and became the boy's teacher and father figure.

As "Cyclops," Scott Summers was a member of the first class of X-Men trained by Xavier. He has remained loyal to Xavier's dream, if not the man himself, at great cost over the years, through two marriages and a revolving roster of X-Men. Eventually he emerged from Xavier's shadow to take a leadership position, in charge not only of the X-Men but also of the school bearing Xavier's name.

### Personality

Cyclops behaves like the stern and no-nonsense leader he believes he needs to be. He has no real life outside of his responsibilities, sacrificing his personal needs to his perceived duties time and again. Selfless, he is devoted to safeguarding mutantkind from all threats and proving they can coexist with mankind.

Summers has lost the love of his life, Jean Grey, more than once, he has developed an antagonistic relationship with his former mentor, and he's seen enemies become friends and friends become enemies. Even his current girlfriend, Emma Frost, used to be a mortal foe. Fostering his sense of self-reliance has left him with serious trust issues, and on an emotional level, he is very, very alone. Worse, he sees even this condition as necessary for his situation.

### Abilities & Resources

Scott Summers is an alpha-level mutant whose eyes act as apertures to an extra-dimensional source of energy. This energy emits in beam form whenever his eyes are open and can only be filtered safely by ruby quartz lenses. Powerful enough to blast easily through reinforced materials and knock aside heavy vehicles, the beam manifests as concussive force rather than heat or radiation. The visor Summers wears gives him precise control over the beam's size, intensity, and scatter—and he is an expert marksman with his innate attack. Cyclops is immune to the effects of his own blast—even his closed eyelids are sufficient to block its release—and the energy powers of his brother Alex. The only thing he cannot do is control the energy itself, preventing it from spilling from his eyes, although whether this is due to physiological or psychological trauma is unclear.

In addition to his mutant power, Cyclops is a gifted tactician, hand-to-hand combatant, and pilot with extensive training in a variety of subjects, including telepathically implanted languages. He has access to all of the X-Men's tech, vehicles, and facility resources.

Finally, Summers can call on any number of teams and personal allies, including a telepathic girlfriend, an equally powerful mutant brother, and a father with a spaceship and his own team. Cyclops is essentially the leader and public spokesman of mutants, at least in the eyes of the public and the government, and this gives him certain political clout and cultural standing.



# DOMINO

Affiliations	SOLO 		BUDDY 	TEAM 
Distinctions	CHECKERED PAST FEMME FATALE HARDENED MERCENARY		 +1 PP	or 
Power Sets	DOMINO'S ARSENAL			
	GUNS 		STAFF 	
	SFX: <i>Full Auto.</i> Against a single target, step up or double a GUNS die. Remove the highest rolling die and use three dice for your total.			
	SFX: <i>Room sweeper.</i> Against multiple targets in an action including STAFF, for each additional target add a D6 and keep an additional effect die.			
	Limit: <i>Gear.</i> Shutdown a DOMINO'S ARSENAL power to gain 1 PP. Take an action vs. the doom pool to recover that power.			
	PROBABILITY MANIPULATION			
	SUPERHUMAN REFLEXES 			
	SFX: <i>Domino Effect.</i> On a successful reaction against a physical stress attack action, inflict physical stress with your effect die. Spend 1 PP to step it up.			
	SFX: <i>Second Chance.</i> If your pool includes a PROBABILITY MANIPULATION power, spend 1 PP to reroll.			
	Limit: <i>Exhausted.</i> Shutdown SUPERHUMAN REFLEXES to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.			
	Limit: <i>Mutant.</i> When affected by mutant-specific complications or tech, earn 1 PP.			
Specialties	COMBAT MASTER 		COVERT MASTER 	
	MENACE EXPERT 		PSYCH EXPERT 	
	[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]			
Milestones	MUTANT MERC			
	1 XP when you discuss payment for a deed.			
	3 XP when you put aside money and safety to do something noble.			
	10 XP when you either take up a high paying position no matter the morality behind what you are paid to do, or find a calling that benefits others besides just yourself.			
	MYSTERIOUS PAST			
	1 XP when you discuss a mysterious past with an ally.			
	3 XP when you use COVERT MASTER, PSYCH EXPERT, or COMBAT MASTER to help a teammate uncover details of their mysterious past.			
	10 XP when you either put the ghosts and mysteries of an ally's mysterious past to bed, or decide that the truth is far too dangerous and work to cover up a mysterious past.			

PP

STRESS / TRAUMA

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XP



## Neena Thurman [secret]

### History

Neena was bred from a precognitive mutant by the government's Project Armageddon program. She was stolen by devotees of her mother's cult and placed in the care of a priest. After her powers developed, she engaged in espionage, mercenary work, and became Dr. Milo Thurman's bodyguard. They fell in love, married, and he coined her nickname, Domino. Milo could predict the future by analyzing world events, making him a prime target; an attack by A.I.M. separated them, each believing the other dead.

Domino joined the mercenary group Six Pack and met her longtime ally, Cable. The two began an on-again off-again romantic relationship. Six Pack clashed with Stryfe and the enigmatic Tolliver before the group split up. Around that time, Neena was replaced with the shapeshifter Copycat, who rejoined Cable when he transformed the New Mutants into X-Force. After a year, Cable unmasked the deception and together Cable and Domino defeated and seemingly killed Tolliver.

The real Domino then joined X-Force. She uncovered a plot by Donald Pierce and Lady Deathstrike to download Milo's brain into a predictive computer and stopped it, but not before Milo died. During Operation: Zero Tolerance, an old foe installed a block that shorted out Domino's powers. Domino, believing herself of no use without her powers, left X-Force. Her powers eventually came back and she drifted between teams for a while. She worked alongside Cable, ultimately leaving him when he took over the nation of Rumekistan. She has since rejoined her old X-Force companions, Shatterstar and Caliban.

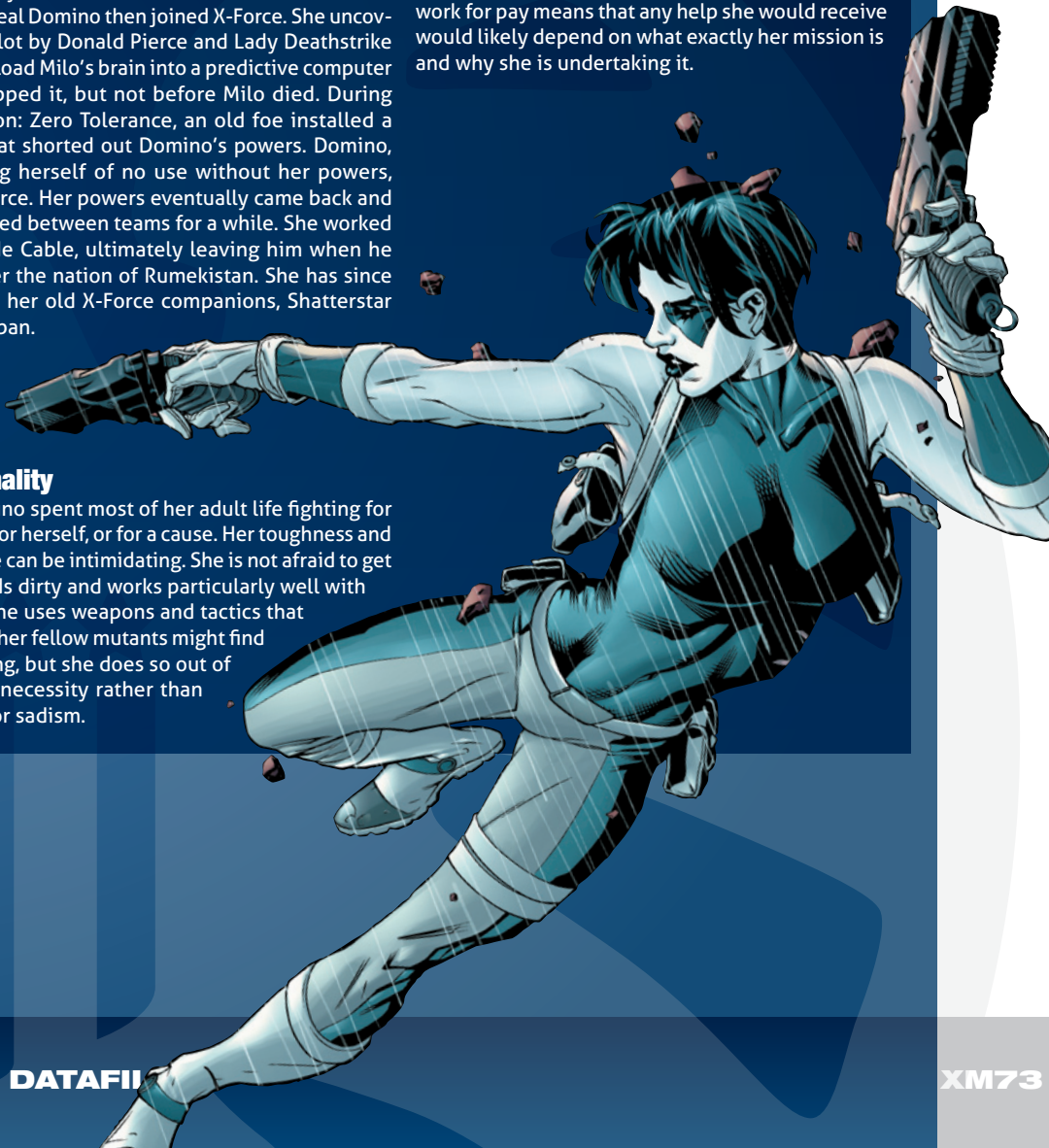
### Personality

Domino spent most of her adult life fighting for money, for herself, or for a cause. Her toughness and fortitude can be intimidating. She is not afraid to get her hands dirty and works particularly well with Cable. She uses weapons and tactics that some of her fellow mutants might find unsettling, but she does so out of mission necessity rather than cruelty or sadism.

Domino's luck has not extended to her relationships. Her first marriage was cut short, and her relationship with Cable is volatile, with the unstable nature of their romance and their equally strong personalities. Cable is a radical visionary and Domino is not afraid to point out the flaws in his logic or question his methods.

### Abilities & Resources

Domino's mutant power allows her to manipulate probability by telekinetically affecting objects around her on a subconscious level. She can weave through debris with precision and luck, weapons jam when fired against her, and things just happen in her favor. She has to actively engage in the events around her to trigger her power—it will not passively protect her. Domino is a highly trained covert operative and combatant and has access to an arsenal of weaponry. She maintains relationships throughout the mercenary world and her former unit, Six Pack. Her tenure with X-Force has given her ties to the rest of the X-Men community, but her willingness to work for pay means that any help she would receive would likely depend on what exactly her mission is and why she is undertaking it.



# DUST

## Affiliations

Solo 8

Buddy 6

Team 10

PP  
[ ]

## Distinctions

DEVOUT ADHERENT  
VILLAGE HERO  
VOICE IN THE WIND

4  
+1 PP

 or 

8

STRESS / TRAUMA

## Power Sets

### SAND FORM

Enhanced Durability

8

Growth

8

Intangibility

10

Magical Resistance

6

Psychic Resistance

8

Sand Blast

8

Sand Mastery

10

Stretching

8

Subsonic Flight

8

**SFX:** *All Is Dust.* When inflicting a sand- or dust-based complication on a target, add a D6 and step up your effect die.

**SFX:** *Sandstorm.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Versatile.* Replace SAND MASTERY die with 2D8 or 3D6 on your next roll.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Turned to Glass.* Step up physical stress from fire or heat to gain 1 PP, then replace physical stress with a TURNED TO GLASS complication equal to your new physical stress.

**Limit:** *Wind and Water.* Step up physical stress from wind and water-based effects to gain 1 PP.

## Specialties

Combat Expert 8

Covert Expert 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### FLESH FROM BONE

1 XP when you discuss using lethal force.

3 XP when you inflict physical stress on an enemy with the intent to kill them.

10 XP when you train someone else to kill, or decide that killing is wrong and vow to use your powers in non-lethal ways in the future.

### SHY

1 XP when you close down a conversation with terse answers.

3 XP when you open up to one of your teammates.

10 XP when you decide that your teammates are not worth your trust and counsel, or vow to speak your mind and offer your thoughts.

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## Sooraya Qadir [secret]

### History

Born in western Afghanistan, Sooraya Qadir had been forced into a slave-trading ring as a teen. Lashing out against her captors, she turned into a vicious sandstorm, killing every one of them. It was there that Fantomex discovered her, handing her over to Wolverine. Logan took her to the X-Corps base in India before she was eventually taken to the Xavier Institute. At the school, she came under Xorn's tutelage, becoming indoctrinated as he worked to undermine Xavier. She resisted Xorn's teaching, but Xorn convinced Xavier that she was out of control, and she was contained before she had a chance to give warning. Xavier realized his mistake too late, and was paralyzed by Xorn.

Sooraya was one of the few mutants who retained their powers after Scarlet Witch de-powered the majority of the mutant population. Only 27 students remained, and all were teamed with X-23.

Reverend William Stryker waged a crusade against the X-Men, seeking to kill Dust and Wallflower, mutants Nimrod claimed would destroy Stryker's forces. Stryker failed; Dust managed to disable his forces and Elixir killed the Reverend.

### Personality

Sooraya is a quiet and reserved young woman, preferring to let others take charge. Extremely introverted, she is uncomfortable around other people, humans and mutants alike. While she prefers less deadly methods, she can and will strip flesh from bone with her power to take down increasingly dangerous enemies. Sooraya is an observant Sunni, wearing the traditional abaya and niqab seen in the Middle East to cover her face and body.

### Abilities & Resources

Sooraya can turn her whole body into a swirling mass of sand and silicon. She can propel this sand in all directions, creating sand storms at terrifying speeds. The power behind the blasts can tear a human body apart with its incredible velocity, even ripping steel to pieces. While in her sand form, magic has little effect on her. When she transforms, her clothing transforms as well. Sooraya is fluent in both Arabic and English.



# ELIXIR

Affiliations	Solo 6BUDDY 8TEAM 10		
Distinctions	FORMER REAVER IMPULSIVE HERO POWER OVER LIFE & DEATH4+1 PP or 8		
Power Sets	BIOKINESIS TRANSMUTATION 10  SFX: <i>Blackened Touch</i> . Against a single target, step up or double TRANSMUTATION. Remove the highest rolling die and use three dice for your total. SFX: <i>Golden Healing</i> . Add TRANSMUTATION to your dice pool when helping others recover physical stress. Spend 1 PP to recover your own or another's physical stress, step back your own or another's physical trauma, or recover another's shutdown power. SFX: <i>Omega-Level Mutant</i> . Step up or double any BIOKINESIS power for one action. If that action fails, add a die to doom pool equal to the normal rating of that power die. SFX: <i>Versatile</i> . Replace TRANSMUTATION die with 2D8 or 3D6 on your next roll. Limit: <i>Conscious Activation</i> . While stressed out, asleep, or unconscious, shutdown BIOKINESIS. Recover BIOKINESIS when you recover that stress or wake up. If you take physical trauma, shutdown BIOKINESIS until another character steps back or recovers your trauma. Limit: <i>Mutant</i> . When affected by mutant-specific complications or tech, earn 1 PP. Limit: <i>100% Organic</i> . TRANSMUTATION only affects organic targets.		
Specialties	MEDICAL MASTER 10PSYCH EXPERT 8 [You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	FORMER REAVER 1 XP when you discuss anti-mutant hysteria. 3 XP when you open up about your time as a Reaver. 10 XP when you either seek forgiveness for the terrible things you did as a Reaver, or seek revenge and gather a team in order to kill all surviving Reavers. HEALER/KILLER 1 XP when you discuss someone's affliction and how you can help them. 3 XP when you cause physical stress against an enemy with your mutant power. 10 XP when you either vow to never use your powers to kill, or vow to kill anyone who threatens mutantkind.		

PP

STRESS / TRAUMA

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## Joshua Foley [secret]

### History

Joshua Foley was once a member of the terrorist anti-mutant group, the Reavers; when his group battled against heroic mutants Danielle Moonstar and Karma, his X-gene activated. Suddenly able to heal anyone, including those mortally wounded, he was rejected and attacked by the Reavers, and his parents disowned him. Cast adrift, he joined Xavier's school and Moonstar became his legal guardian. Wallflower developed a crush on him, but Joshua found himself attracted to Rahne Sinclair, also known as Wolfsbane. Joshua healed the recently de-powered Rahne when he kissed her, unleashing her wolf aspect. She attacked Joshua before fleeing and he was rushed to the X-Mansion by Wallflower. When he awoke after healing himself, his skin had become golden.

Joshua was placed on the New Mutants squad and was given his codename, becoming an invaluable member of the team. He and Wallflower began dating soon after. After M-Day, Elixir was one of the few mutants to remain empowered. When the mutants were gathered at the mansion to protect themselves, William Stryker, an anti-mutant zealot, attacked the school and killed Wallflower. Enraged, Elixir hunted down Stryker and unleashed his power in a deadly manner, subjecting Stryker to lethal boils and tumors. Although he was in a coma for some time afterward, Joshua has since recovered and seeks to balance his ability to give life and take it away.

### Personality

Joshua is a very passionate and friendly young man that thinks with his heart rather than his head. This leads him to make some fairly rash decisions, much to the chagrin of his instructors and fellow students. His previous involvement with the Reavers has left some students unsure of his loyalties, and his flip-flopping interest between Wallflower and Wolfsbane left neither woman happy. Joshua is a dedicated team player, constantly seeking to prove himself around much more powerful team members. The destructive side of his powers causes him distress; when his golden skin turns coal-black, he sees it as a badge of shame for all to see.

### Abilities & Resources

Joshua has the ability to manipulate the biological configuration of himself or those around him on a molecular level. He can heal simple cuts and bruises, cancer, and even bring someone back from the brink of death. His power has a dark side, however; he is capable of causing great pain, tearing apart skin or inflicting tumors and welts. His power has proven effective against humans and mutants alike, even those with a healing factor such as Wolverine. No one knows the full extent of his abilities, and whether healing and causing harm are just the beginning of his potential.



# EMMA FROST

Affiliations	Solo 6	Buddy 8	Team 10
Distinctions	CRIMINAL PAST ICY CONFIDENCE No SECRETS FROM ME		
Power Sets	DIAMOND BODY		
	Enhanced Strength 8		
	Godlike Stamina 12		
	Superhuman Durability 10		
	SFX: <i>Invulnerability</i> . Spend 1 PP to ignore physical stress or trauma unless caused by mystical attacks.		
	Limit: <i>Mutually Exclusive</i> . Shutdown DIAMOND BODY to activate OMEGA-CLASS TELEPATH. Shutdown OMEGA-CLASS TELEPATH to recover DIAMOND BODY.		
	OMEGA-CLASS TELEPATH		
	Enhanced Senses 8		
	Mind Control 10		
	Psychic Blast 10		
	Psychic Resistance 10		
	Telepathy 12		
	SFX: <i>Area Attack</i> . Against multiple targets, for each additional target add a D6 and keep an additional effect die.		
	SFX: <i>Multipower</i> . Add more than one OMEGA-CLASS TELEPATH power die to your pool. Step back each OMEGA-CLASS TELEPATH power die in your pool once for each die beyond the first.		
	SFX: <i>Psychic Healing</i> . When helping others recover stress, add TELEPATHY to your dice pool. Spend 1 PP to recover your own or another's mental or emotional stress or step back your own or another's mental or emotional trauma.		
	Limit: <i>Mutant</i> . When affected by mutant-specific complications or tech, earn 1 PP.		
Specialties	Business Master 10		
	Crime Expert 8		
	Psych Master 10		
	Science Expert 8		
	Tech Expert 8		
	[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	HELLFIRE LEGACY		
	1 XP when you use your powers to assert your will.		
	3 XP when your CRIMINAL PAST gets you in trouble with allies.		
	10 XP when you reveal a major betrayal—real or staged—that either costs you greatly or leads to the ruination of an ally.		
	ICE QUEEN		
	1 XP when you point out something noble you've done for others.		
	3 XP when you use extreme or wicked means to a good end.		
	10 XP when you ask a teammate for forgiveness, or demonstrate that the ends you've achieved justify your means.		



STRESS / TRAUMA

P



M



E





## Emma Grace Frost [public]

### History

The Frost family does not reward weaklings. Emma Frost's father raised strong-willed and ruthless daughters, but a disappointingly fragile son. Seeing the brother she loved cruelly used as yet another of her father's object lessons, Emma finally walked away from her family, determined to make her way alone. On her own she learned hard lessons about life that honed her native aggression and ruthlessness even further. Combined with her mutant telepathic abilities, her brutal and ambitious nature eventually earned her a seat as the White Queen, helping Sebastian Shaw seize control of the Hellfire Club from their murderously anti-mutant predecessors. As a member of the Club's ruling council, she fought against the X-Men on numerous occasions.

Emma also channeled her ambition into molding and teaching new generations of mutants. After watching too many of her charges die, first in her own school and later on Genosha, she experienced a change in her attitudes and eventually came to Xavier Institute for a second chance and emotional sanctuary. In her time teaching at Xavier Institute, she's proven a valuable asset to the X-Men; she's also developed a strong romantic relationship with the widowed Scott Summers (Cyclops).

After M-Day, Emma lost a number of her depowered students when William Stryker's Purifiers blew up a school bus with them on board. She is still haunted by this and even more protective of her charges now than ever.

### Personality

Emma Frost is not a nice person. She is domineering, manipulative, ruthless, sometimes cruel, and far less encumbered by the moral scruples she perceives as hampering her teammates. Frost carries a monumental case of survivor's guilt—not only has she watched most of the students she's been responsible for die, she also helplessly witnessed first-hand the death of millions in Genosha. This changed her in ways she doesn't yet have the emotional tools to accept fully. While she has come a lot closer to the side of the angels while working with the X-Men, she retains most of the ice queen persona that helped her survive in her life before Xavier's school. She is still trying to find a stable equilibrium between her own nature and the role she's chosen to play in her new environment, and there have been a few stumbles along the way.

The deep love she has developed for Summers is a new feeling for her, and one she's exploring with great caution. Emma is not a woman to accept second place gracefully, and living in the shadow of the (currently) deceased Jean Grey rankles her

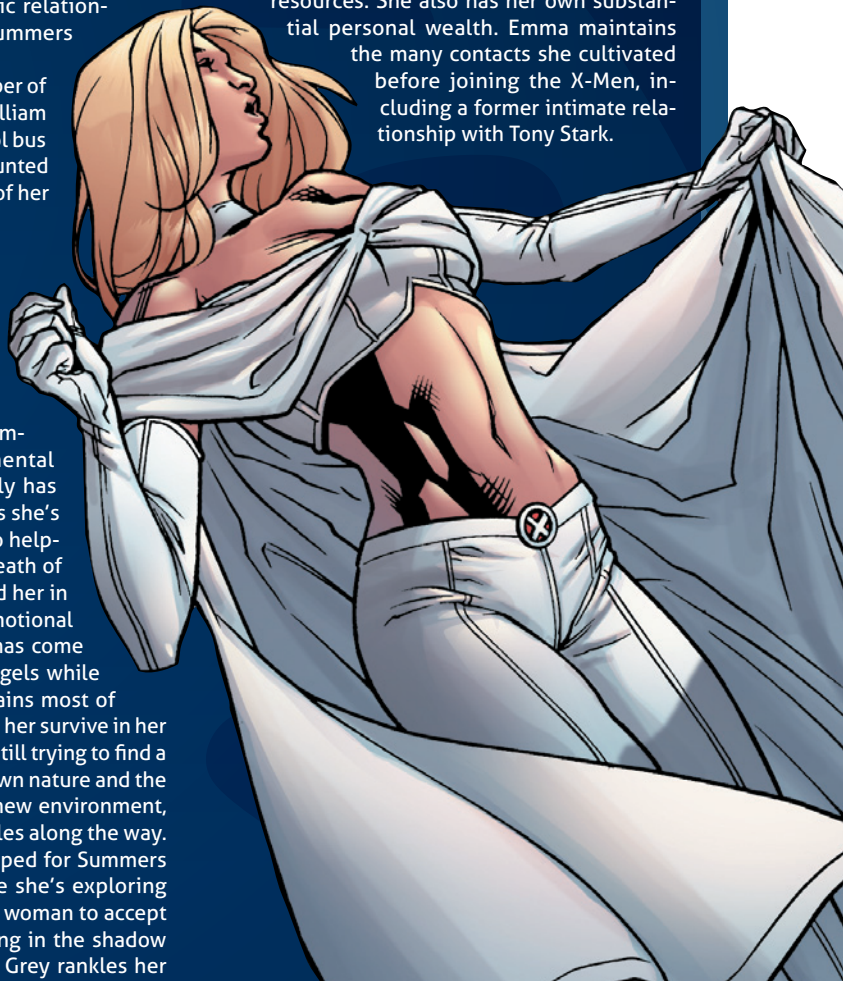
tremendously. Frost also remains quite aware that Kitty Pryde and a number of her other teammates are a long way from trusting her, regardless of her bond with Summers or her actions with the team thus far.

### Abilities & Resources

Frost is a powerful and highly skilled telepath. She can read minds, project her own thoughts, manipulate perceptions, induce pain, control thoughts and actions, and so on. She developed a secondary mutation during the annihilation of Genosha: the ability to transform her body mass into organic diamond. In her diamond form, she gains immense strength and durability with no loss in mobility or flexibility, but she loses access to her telepathic powers while in that form.

Even without her mutant abilities, Emma is a master manipulator. She's fully aware of her great beauty and shameless in exploiting it and any emotional weaknesses her insight into human psychology might reveal. Emma is also an electronics expert and capable businesswoman.

As a member of the X-Men, and one in a leadership position, she has full access to all of the team's resources. She also has her own substantial personal wealth. Emma maintains the many contacts she cultivated before joining the X-Men, including a former intimate relationship with Tony Stark.



# FORGE

## Affiliations

SOLO 

BUDDY 

TEAM 

PP  


## Distinctions

CRACK SHOT  
INTUITIVE INVENTOR  
WEIGHT OF THE WORLD

 **4** or  **8**  
+1 PP

STRESS / TRAUMA

## Power Sets

### MUTANT TECHNO-SHAMAN

ENHANCED SENSES 

EXPERT SORCERY 

MIMIC 

MYSTIC RESISTANCE 

**SFX:** *Built to Spec.* When you activate an opportunity to create a COMBAT or TECH resource, step up that resource die. If another player gives you 1 PP, their hero may also use this resource.

**SFX:** *Technological Intuition.* When using MIMIC to create technology-based assets or complications, add a D6 and step up your effect die.

**SFX:** *We Can Rebuild Him.* When helping robots, synthetics, or cyborgs recover stress, add ENHANCED SENSES to your dice pool. Spend 1 PP to recover your own or another cybernetic or robotic character's physical stress or step back your own or another cybernetic or robotic character's physical trauma.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Prototype.* When you create an asset or complication with MIMIC, shutdown MIMIC until the asset or complication is eliminated, removed, or recovered.

**Limit:** *Reluctant Medicine Man.* If your dice pool includes EXPERT SORCERY, both 1s and 2s on your dice count as opportunities, but only 1s are excluded from being used for totals or effect dice.

## Specialties

COMBAT EXPERT 

MYSTIC EXPERT 

SCIENCE MASTER 

TECH MASTER 

VEHICLES EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### MODERN MEDICINE MAN

1 XP when you discuss how technology could help a situation or how magic could make it worse.

3 XP when you use SCIENCE MASTER or TECH MASTER to create an asset.

10 XP when you either destroy something dangerous that you helped create or realize that your technology is causing trouble because it has no soul and begin to use magic in your technological efforts.

### S.H.I.E.L.D. OPERATIVE

1 XP when you discuss past work you have done for S.H.I.E.L.D.

3 XP when you help a mutant evade S.H.I.E.L.D. or other governmental forces.

10 XP when you either take a high ranking position with S.H.I.E.L.D., so that you can make the world a better place, or vow to never work with S.H.I.E.L.D. again, considering the organization an enemy to mutantkind.

P  










M











E











XP  




## ID: Unrevealed (secret)

### History

Forge was raised from an early age in the traditions of Cheyenne medicine men, but when his mutant power to intuitively invent things manifested, he chose to pursue military service instead. During one of his tours of duty, enemy forces wiped out his entire squad. Seeking to use his shamanistic training for revenge, he gathered the spirits of his fallen comrades together and opened a mystic gateway. A horde of demons poured forth before Forge realized his error in judgment. He called in an air strike to eliminate the demons, but lost his leg and hand in the process. Afterward, Forge swore to never again use magic to solve his problems.

Recruited by S.H.I.E.L.D. as an inventor and engineer, Forge contributed to the Helicarrier's design, as well as various other technological marvels. One such device, a power neutralizer, was used by Henry Peter Gyrich to strip away the mutant powers of Ororo Munroe, AKA Storm. This complicated relations between Forge and the X-Men, though ultimately Storm regained her powers and Forge became one of the X-Men himself. During his tenure with the X-Men, Forge confronted the Adversary, a being he had unwittingly released years ago when he opened the mystic gateway. Forced once again to use his magic, Forge used the spirits of the X-Men to seal the gateway shut permanently.

He later spent time acting as a government operative before returning to Xavier's team as their chief technician. After M-Day, Forge retained his mutant powers, and has used them to inquire into the cause of the Decimation, to no avail. Most recently he assisted the New X-Men in battling the future sentinel Nimrod, a threat he only now realizes he had a part in creating.

### Personality

Forge possesses a grim responsibility toward mutants, feeling that he owes them his service, much as he once owed the government. His approach to his work is one centered on gut feeling and instinct, and as such he can often make terrible mistakes or become caught up in his feelings toward his friends and allies. Most of the time, Forge masks his guilt or cynicism with a mask of maturity and even-temperament, helping others without raising a fuss. When the situation is dire, his military training kicks in, and he rarely remains on the sidelines. At other times, however, he is content to let his colleagues lead the way.

### Abilities & Resources

Forge's mutant talents offer him a way of understanding and using technology in an entirely intuitive manner. He doesn't necessarily have the kind of scientific or technological training that many others have, but he doesn't need it; he understands weapons, equipment, machines, electronics, and other inventions on a subconscious level, allowing him to literally build anything. Given ample resources, he can come up with a gadget or device for any situation.

Forge is also trained in Cheyenne mystic ritual, allowing him to open and seal mystic portals, summon or gather together spirits, and commune with nature. He rarely falls back on these talents, however, preferring to use technology as a solution.

As well as the X-Men and related teams, Forge maintains many high-level government contacts, including some within S.H.I.E.L.D. and international peacekeeping forces. His patents and past successes continue to keep him well stocked in tech supplies and tools.



# HELLION

## Affiliations

Solo

6

Buddy

8

Team

10

PP



## Distinctions

**BRASH & BOLD**  
**SHORT-TEMPERED**  
**WE ARE THE FUTURE**

4  
+1 PP

or

8

## Power Sets

### TK FIELD

**SUPERHUMAN DURABILITY** 10

**SUPERSONIC FLIGHT** 10

**TELEKINETIC BLAST** 8

**TELEKINETIC MASTERY** 10

**SFX:** *Absorb the Blow.* When using **SUPERHUMAN DURABILITY** in your dice pool, redirect physical stress to mental stress at no cost. Spend 1 PP to step back redirected stress.

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Multipower.* Add more than one **TK FIELD** power die to your pool. Step back each **TK FIELD** power die in your pool once for each die beyond the first.

**SFX:** *Telekinetic Constructs.* When using a **TK FIELD** power to create assets, add a D6 and step up your effect die.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown **TK FIELD**. Recover **TK FIELD** when you recover that stress or wake up. If you take mental trauma, shutdown **TK FIELD** until you recover that trauma.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

**BUSINESS EXPERT** 8

**COMBAT EXPERT** 8

**MENACE EXPERT** 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### FROST'S DISCIPLE

1 XP when you put down an ally, or seek out advice from Emma Frost.

3 XP when you let someone know that you are better than him or her.

10 XP when you form a mutant team for Frost to lead, or find the flaws in Frost's philosophy and seek out another mutant leader.

### LADY'S MAN

1 XP when you flirt with a woman.

3 XP when you help an ally with romantic troubles.

10 XP when you either dedicate yourself to one relationship, or break off a relationship, ending a romance.

STRESS / TRAUMA

P

4

6

8

10

12

M

4

6

8

10

12

E

4

6

8

10

12

XP





## Julian Keller [public]

### History

Julian Keller was born with a silver spoon in his mouth. His parents tried to keep his mutant powers quiet, but when Julian refused, he was sent to join Xavier's School for Gifted Youngsters. There, he quickly earned a place leading Emma Frost's team of students known as the Hellions, showing creativity and skill in the use of his telekinetic powers. Hellion often found himself in trouble, fighting not only super villains, but the FBI and the New Mutants as well. He caused an incident at the airport in an attempt to take some of his friends to his home in California, causing his parents to disown him.

Following the devastating M-Day incident, Julian competed with remaining powered students for positions on the new team Emma was assembling. He was ordered to eliminate X-23 from the competition, but when he refused, Surge was made leader as his punishment.

### Personality

Julian is a loose cannon, often going against orders he doesn't agree with. This can lead to clashes not only with those in command over him, but also those under him. He has a remarkable talent for leadership in spite of his arrogance and bold attitude. When those who oppose him push him, he often finds ways of punishing them through passive aggressive means. Julian's romantic interests have ranged from Wind Dancer, to the Stepford Cuckoos, to X-23.

### Abilities & Resources

Julian can create fantastic surges of telekinetic energy, which cause his hands and eyes to glow green. He has mastered his ability, able to create fields of energy, fly at incredible speeds, and even affect multiple objects from a great distance away. As a member of the New X-Men, Julian has the resources of the Xavier Institute at his disposal, including the Blackbird, medical facilities and multiple other supplies the school provides.



# ICEMAN

## Affiliations

Solo

6

Buddy

10

Team

8

PP  
[ ]

## Distinctions

HAPLESS ROMANTIC  
HEROIC PRANKSTER  
TERRIFYING POTENTIAL

4  
+1 PP

or

8

STRESS / TRAUMA

P  
4

6

8

10

12

M

4

6

8

10

12

E

4

6

8

10

12

XP  
[ ]

## Power Sets

### CRYOKINESIS

ENHANCED DURABILITY

8

ENHANCED SENSES

8

ENHANCED SPEED

8

ENHANCED STAMINA

8

ICE BLAST

8

ICE MASTERY

10

INTANGIBILITY

6

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Constructs.* When using a CRYOKINESIS power to create assets, add a D6 and step up your effect die.

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from cold-based attacks.

**SFX:** *Multipower.* Add more than one CRYOKINESIS power die to your pool. Step back each CRYOKINESIS power die in your pool once for each die beyond the first.

**SFX:** *Omega-Level Mutant.* Step up or double any CRYOKINESIS power for one action. If that action fails, add a die to doom pool equal to the normal rating of that power die.

**Limit:** *Exhausted.* Shutdown any CRYOKINESIS power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

BUSINESS EXPERT

8

PSYCH EXPERT

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### LIVING UP TO THE ICE

1 XP when you discuss how you can use your powers.

3 XP when you take stress when using your powers.

10 XP when you either seek out a mentor to help you unlock your full mutant potential, or abandon your friends and teammates in your quest to reach your limits.

### ORIGINAL X-MAN

1 XP when you discuss your adventures during your first years with Xavier.

3 XP when you rebel against Xavier's philosophy.

10 XP when you either join a team of mutants who are not the X-Men, or join a non-mutant superhuman team.

## Robert "Bobby" Louis Drake [secret]

### History

Bobby's powers first manifested when he froze a bully solid. Cyclops was sent to recruit him, but a mob closed in on both young mutants. Professor Xavier saved them from the angry crowd and Bobby joined the X-Men as Iceman, where he quickly became best friends with Beast. Iceman was involved in their early encounters against numerous foes and was one of the original X-Men captured by the island of Krakoa. After that incident he left the team to join the Champions, and later the Defenders, at times alongside fellow original X-Men comrades Beast and Angel. Eventually, the original X-Men all reunited as X-Factor.

Bobby was kidnapped by Loki to use in a plan alongside Frost Giants. Iceman was rescued, but not before his powers were augmented to such an extent that he needed a dampening belt to safely use them. His powers stabilized and he rejoined the X-Men, where a confrontation with the mutant Mikhail made Bobby realize he had not yet tapped the full extent of his powers. When a comatose Emma Frost hijacked Iceman's body and demonstrated even further abilities he had never thought to use, Iceman's confidence was shaken. He fought Black Tom, triggering his secondary mutation, which left him a being of pure ice. Iceman resolved to embrace his powers and explore their full potential. After M-Day, it appeared that Iceman's powers had been stripped from him, but it turned out to be a self-imposed mental block.

### Personality

As the youngest of the original team, he was unsure of himself and adapted by becoming the team's resident prankster. Iceman has had a number of failed romances; behind his exuberance and smiles, Iceman is a man deeply troubled with his own powers and sorely lacking confidence. He is one of the few Omega Class mutants in the world, and ought to be unrivaled by most of his teammates, but his powers have languished; the breakthroughs he experiences are often inspired by the ideas of others. Iceman went back to college for an accounting degree, seeking an identity outside of his powers. If he ever overcomes his trepidations about unleashing his full potential, Iceman may be one of the most powerful X-Men of all time.

### Abilities & Resources

Iceman can lower the temperature around him and gather moisture to create ice. Originally, this manifested as a snowman-like appearance and later as translucent ice. He often made sleds of ice to replicate flying, but can now propel himself with ice and through moisture. He can use his ice to bulk himself up for battle, to create weapons and objects, and to hinder or bind his foes; he can reassemble himself if his ice form is broken, and can sense others by the change in heat they produce. As an original member of the X-Men, he is well known in the mutant community and counts much of the X-Men as close friends. He has connections to other heroes from when he was on the Champions and Defenders. Iceman can rely on countless heroes to answer his call should there ever be a need.





Affiliations	SOLO 8		BUDDY 6	TEAM 10
Distinctions	HAUGHTY MUTANT RIGHTS ACTIVIST PERFECTION IS MY MUTANT POWER		4 +1 PP or 8	
Power Sets	MUTANT MENTALIST			
	ENHANCED SENSES 8		MIND CONTROL 8	
	TELEPATHY 8			
	SFX: Cutting Wit. On a successful reaction against an emotion-based attack action, inflict emotional stress with your effect die. Spend 1 PP to step it up.			
	SFX: Focus. If your pool includes a MUTANT MENTALIST power, you may replace two dice of equal size with one stepped-up die.			
	SFX: Superhuman Intuition. Shutdown ENHANCED SENSES to add an Expert Specialty or step up an Expert Specialty to Master. Activate an opportunity or participate in a Transition Scene to recover power.			
	Limit: Conscious Activation. While stressed out, asleep, or unconscious, shutdown MUTANT MENTALIST. Recover MUTANT MENTALIST when you recover that stress or wake up. If you take mental trauma, shutdown MUTANT MENTALIST until you recover that trauma.			
	PEERLESS PHYSIOLOGY			
	ENHANCED REFLEXES 8		ENHANCED SPEED 8	
	ENHANCED STAMINA 8		ENHANCED STRENGTH 8	
	SUPERHUMAN DURABILITY 10		SUBSONIC FLIGHT 8	
	SFX: Adrenal Boost. Shutdown a PEERLESS PHYSIOLOGY power to step up another PEERLESS PHYSIOLOGY power. Activate an opportunity or participate in a Transition Scene to recover the power.			
	SFX: Multipower. Add more than one PEERLESS PHYSIOLOGY power die to your pool. Step back each PEERLESS PHYSIOLOGY power die in your pool once for each die beyond the first.			
	Limit: Mutant. When affected by mutant-specific complications or tech, earn 1 PP.			
Specialties	COMBAT EXPERT 8		PSYCH MASTER 10	
	TECH EXPERT 8			
	[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]			
Milestones	BAD ATTITUDE			
	1 XP when you are condescending or sarcastic.			
	3 XP when you show a caring side under the hard demeanor.			
	10 XP when you either decide your team isn't worth finessing your foul mouth, or decide they're your true friends and worthy of some respect.			
	SO MUCH POTENTIAL			
	1 XP when you discuss your mutant powers.			
	3 XP when you hide how many superhuman abilities you possess.			
	10 XP when you either decide to seek out a way of unlocking your incredible potential, or decide to hide your extensive mutant abilities and your potential behind your snarky attitude.			

**PSYCH MASTER** 10
 

PP

STRESS / TRAUMA

P

4

6

8

10

12

M

4

6

8

10

12

E

4

6

8

10

12

XP

## Monet St. Croix [secret]

### History

Monet St. Croix was the eldest and favorite daughter of the esteemed Monacan diplomat Carter St. Croix. Her brother, Emplate, had grand and dark ambitions that Monet refused with her typical disdain. Enraged, Emplate put Monet in a diamond-hard and incommunicative body called Penance. Her twin sisters discovered them and banished them to another dimension, unaware that M was Penance. Fearing their father's reaction to M's absence, the twins combined to masquerade as her. Monet-as-Penance, back in this dimension, and the St. Croix Twins-as-M, joined Generation X. When Emplate resurfaced, the true identities of the St. Croix sisters were revealed. M regained her original body and her twin sisters ceased masquerading as her. She maintained her trademark abrasiveness, but being trapped as Penance deeply affected her. When she emerged as her true self and joined Generation X, M continued to clash with her teammates.

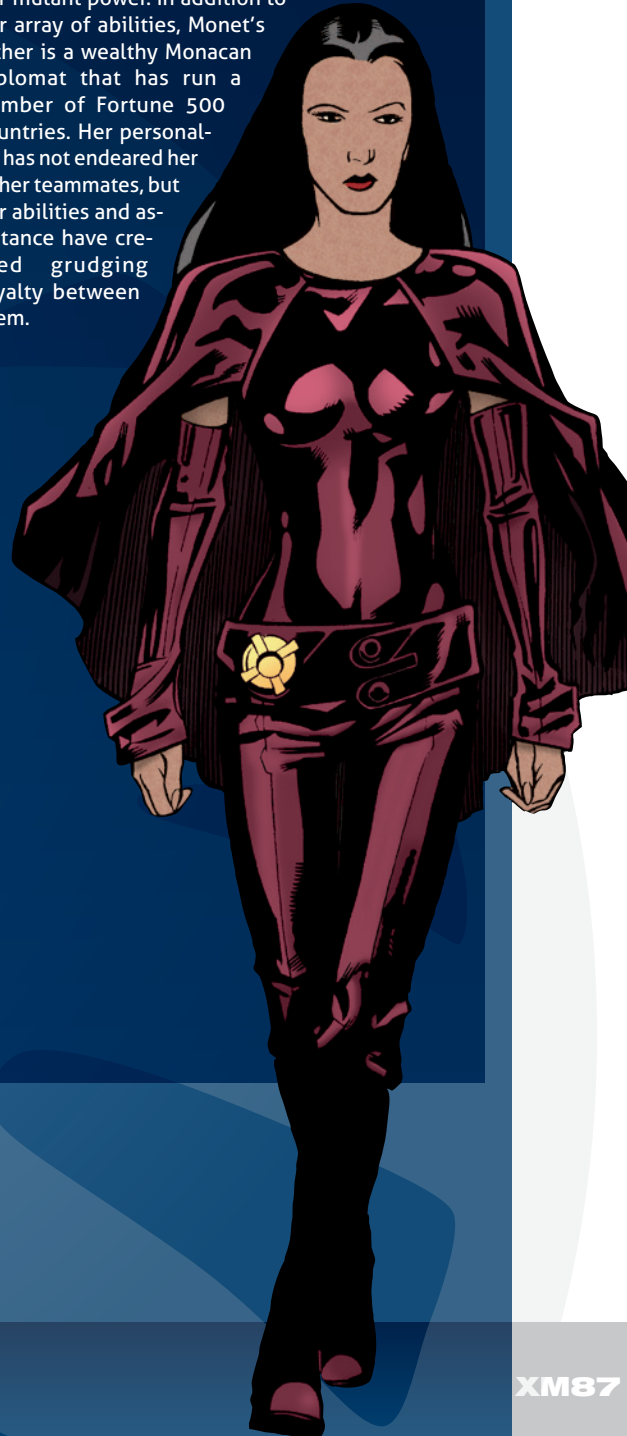
She opened her heart to Synch, but he sacrificed his own life to stop a bomb from killing the team not long after. Heartbroken, M left Generation X and spent time with X-Corps before receiving an invitation to join Multiple Man's X-Factor Investigations. Her presence on the team seemed an odd fit, but she claimed she just wanted to be in New York. During their investigation of a murder perpetrated by a Hollywood actor, Monet exhausted herself to exonerate the victim's sister. When the team succeeded its investigation, Monet broke down and cried to Multiple Man. She empathized with the victim, but M promised she would hurt Madrox if he revealed her vulnerability.

### Personality

M's aristocratic upbringing, plethora of powers, and tremendous trauma in her early life made her snarky, superior, and abrasive. She is unapologetic to the point of arrogance about her abilities, wealth, culture, and expensive tastes. M is blunt and sarcastic and completely willing to cause angst and problems amongst her friends as much as her foes. She is happy to bluntly refuse unnecessary or unwanted social engagement. However, beneath the difficult persona, M does want to be a hero. Because of her time as Penance, she empathizes with those are trapped and helpless. She is quick to aid her teammates, even as they wonder if she cares, but will leave friends on their own in awkward and difficult (but not dangerous) situations to prove a point.

### Abilities & Resources

M has an impressive array of powers including enhanced reflexes, speed, strength, durability and flight. She has the ability to read and control minds, enhanced senses, genius-level intellect, eidetic memory, and superhuman adaptability. When it comes to M's powers, it's more a question of what she cannot do. Her younger twin sister can merge together to create a replica of her, although her that version of M suffers bouts of catatonia. As her teammate Jubilee once joked, perfection seems to be her mutant power. In addition to her array of abilities, Monet's father is a wealthy Monacan diplomat that has run a number of Fortune 500 countries. Her personality has not endeared her to her teammates, but her abilities and assistance have created grudging loyalty between them.



# MAGMA

## Affiliations

SOLO 

BUDDY 

TEAM 

PP  


## Distinctions

ANCIENT CUSTOMS  
NOVA ROMA NOBILITY  
WALKING VOLCANO

 4 or  8  
+1 PP

STRESS / TRAUMA

## Power Sets

### MUTANT GEOTHERM

BURROWING 

EARTH MASTERY 

ENHANCED DURABILITY 

ENHANCED STAMINA 

FIRE CONTROL 

MAGMA BLAST 

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Blazing Body.* On a successful reaction against a close-combat attack action, inflict physical stress with your effect die. Spend 1 PP to step it up.

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from earth- or heat-based attacks.

**SFX:** *Lava Eruption.* Step up or double MAGMA BLAST for one action. If that action fails, add a die to the doom pool equal to the normal rating of that power die.

**SFX:** *Multipower.* Add more than one MUTANT GEOTHERM power die to your pool. Step back each MUTANT GEOTHERM power die in your pool once for each die beyond the first.

**Limit:** *Earth's Embrace.* Step up emotional stress suffered or step back effect dice used to recover stress or trauma while not in contact with the earth to gain 1 PP.

**Limit:** *Mutant.* When affected by mutant-specific complication or tech, earn 1 PP.

## Specialties

COMBAT EXPERT 

PSYCH EXPERT 

SCIENCE EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### CHILD OF A LOST CIVILIZATION

1 XP when you express confusion or contempt for the ways of the uncivilized modern world compared to Nova Roma.

3 XP when you make your Nova Roman heritage the central issue of a confrontation or conflict.

10 XP when you either deny your heritage or Nova Roma's existence, or you abandon your allies to return to Nova Roma.

### TECTONIC SHIFT

1 XP when you use EARTH MASTERY in a die pool and succeed.

3 XP when you use your *Lava Eruption* SFX and fail, adding to the doom pool.

10 XP when you either cause or stop a natural disaster that threatens many innocent people.

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XP





## AMARA JULIANA OLIVIAN'S AQUILLA [secret]

### History

Amara Juliana Olivians Aquilla was born in Nova Roma, a colony of Rome founded in the Amazon in 44 B.C. and ruled by Selene, an immortal mutant and witch. After Amara's powers manifested when Selene threw her into a lava pit as a human sacrifice, she left Nova Roma to learn to use her powers at the Xavier Institute. She joined the New Mutants under the name Magma. Though she has wandered many paths—some alone, some with other teams—Magma has returned again and again to her friends among the New Mutants and the X-Men.

Amara was given a teaching position at the Xavier Institute, something she takes seriously. She retained her mutant powers after M-Day and devotes considerable time to helping those mutant refugees among the 198 housed at the Institute.

### Personality

Magma is a fiercely loyal ally and friend. Due to troubles with being emotionally influenced in her past, she hates being manipulated and will make every effort to break free of such control. Magma has a good heart and often sees the best in people, even if they don't see it themselves. Raised in a classical, noble family, she has a strong sense of pride and honor, and it can occasionally get her into trouble. She also fears her powers raging out of control and endangering people around her, particularly if she's near a volcano or fault line. She will err on the side of caution rather than risk inflicting harm.

### Abilities & Resources

Magma possesses geothermic powers that let her manipulate the earth, specifically the movement of tectonic plates. She can cause seismic disruption, draw molten rock from the earth's core to create miniature volcanoes, or throw blasts of fire. While her powers are active, she usually assumes a molten form with skin like lava, which gives her extreme resistance to volcanic conditions and heat. She can use her powers without assuming this form, but only in very minor ways. Contact with the ground allows Magma to regenerate most wounds.



# MARVEL GIRL

Affiliations	SOLO 8BUDDY 10TEAM 6		
Distinctions	ANYTHING IS POSSIBLE FORMER HOUND THIS ISN'T MY REALITY		
Power Sets	<div>OMEGA-LEVEL TELEPATH</div> <div><div>ENHANCED DURABILITY8</div><div>MIND CONTROL10</div><div>PSYCHIC RESISTANCE8</div><div>TELEKINETIC CONTROL8</div><div>INVISIBILITY6</div><div>PSYCHIC BLAST10</div><div>SUBSONIC FLIGHT8</div><div>TELEPATHY10</div></div> <div>SFX: <i>Area Attack</i>. Against multiple targets, for each additional target add a D6 and keep an additional effect die.</div> <div>SFX: <i>Echo of the Phoenix</i>. Step up or double any OMEGA-LEVEL TELEPATH power for one action. If that action fails, add a die to the doom pool equal to the normal rating of that power die.</div> <div>SFX: <i>Powerful Psychic</i>. Step back the highest die in your attack action pool to add a D6 and step up mental stress inflicted.</div> <div>SFX: <i>Psychic Feedback</i>. On a successful reaction against a psychic action, convert your opponent's effect die into an OMEGA-LEVEL TELEPATH stunt or step up an OMEGA-LEVEL TELEPATH power until used in an action. If your opponent's action succeeds, spend 1 PP to use this SFX.</div> <div>SFX: <i>Versatile</i>. Replace PSYCHIC BLAST or TELEPATHY die with 2D8 or 3D6 on your next roll.</div> <div>Limit: <i>Exhausted</i>. Shutdown any OMEGA-LEVEL TELEPATH power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.</div> <div>Limit: <i>Mutant</i>. When affected by mutant-specific complications or tech, earn 1 PP</div>		
Specialties	<div>COMBAT EXPERT8</div> <div>MENACE EXPERT8</div> <div>VEHICLES EXPERT8</div> <div>COSMIC EXPERT8</div> <div>TECH EXPERT8</div>		
Milestones	<div>HOUND</div> <div>1 XP when you discuss how to hunt down a mutant.</div> <div>3 XP when you discuss how to get away from someone hunting down mutants.</div> <div>10 XP when you either gather a group of mutants to hunt down fellow mutants once again, or gather a group of mutants to help hunted mutants get away from those who would hunt them down.</div> <div>OMEGA</div> <div>1 XP when you discuss your potential power.</div> <div>3 XP when you hide your potential power.</div> <div>10 XP when you either seek out other mutants of your power level, in order to make sweeping changes to the world, or decide to hide your power levels and attempt to live a humble life.</div>		

PP

STRESS / TRAUMA

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XP

## Rachel Anne Grey [public]

### History

Rachel Summers was born in an alternate timeline in which the Phoenix Force merged with Jean Grey, rather than replacing her. As a result, Jean could control the Phoenix Force. She and Scott were married, and Rachel was born soon after. Senator Kelly, an important anti-mutant activist, was killed in her reality, resulting in the Sentinels purging the United States of mutants. Soldiers captured Rachel when Xavier's fell, and she was placed under the watchful eye of Ahab. Through torture and brainwashing, she was turned into a mutant hunter, known as a Hound, and her face was tattooed with permanent markings.

Rachel rebelled against Ahab because of the pain she experienced hunting down her loved ones. She was placed in the same containment facility as Wolverine, Magneto, and Shadowcat. Rachel used her powers to exchange the minds of the current and past Shadowcat; this prevented the assassination of Senator Kelly, but didn't change Rachel's present. Instead of going into the past, Shadowcat had crossed into another time stream. While Rachel and Shadowcat explored this phenomenon, the Phoenix Force found Rachel's astral form. Impressed with her powers and skills, the Force helped Rachel escape into the past when she was fleeing from Nimrod, a powerful Sentinel.

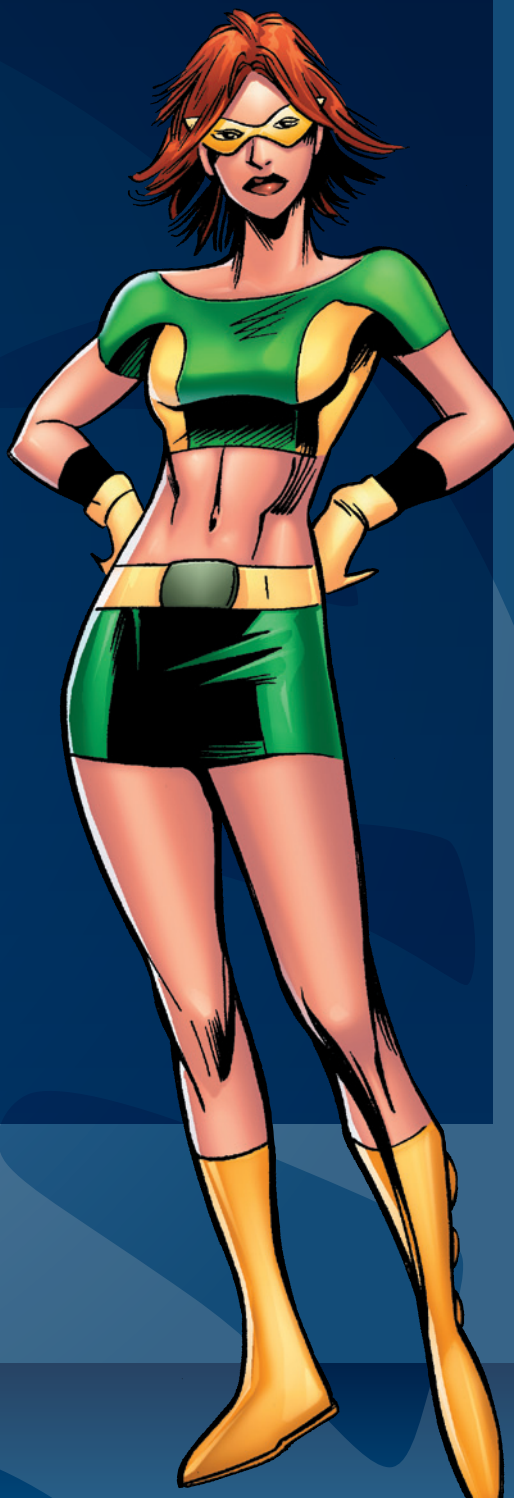
Rachel soon found a place in the Xavier Institute, and Professor Xavier trained her in mastering her powers. She learned of the death of Jean Grey in this reality and decided to claim the name and power of the Phoenix. After working alongside Excalibur for a time, she rejoined the X-Men, taking the name Marvel Girl in honor of her mother. She also changed her last name to Grey to express her condemnation of Cyclops' relationship with Emma Frost.

### Personality

Rachel is bitter and broken from her time as a Hound and the decimation she's seen in her own future. She makes her intentions and beliefs well known, and isn't afraid to confront people. She is wary about the occupation of the X-Mansion by the O\*N\*E Sentinels, if only because of the frightening reminder of her own timeline. Rachel recently lost all of her family, who were slain by the Shi'ar Death Commandos in an attempt by the Shi'ar Empire to eliminate the Phoenix bloodline. This has underscored her feeling of isolation, even when surrounded by friends and allies.

### Abilities & Resources

Rachel is an Omega-level mutant whose true potential is still likely untapped. She inherited her mother's incredible psychic powers of telepathy and telekinesis; she can make herself invisible to others by clouding their minds, control the minds of those around her, and create telepathic blasts of force. For a time, the Phoenix Force bonded to her, and while she retains some connection to it, she does not presently manifest its power.





# MERCURY

## Affiliations

SOLO

10

BUDDY

6

TEAM

8

PP



## Distinctions

APPROVAL-SEEKER  
GO WITH THE FLOW  
I DON'T WANT TO BE DIFFERENT

4  
+1 PP

or

8

## Power Sets

### BIO-MERCURY FORM

INTANGIBILITY

8

MAGICAL RESISTANCE

6

PSYCHIC RESISTANCE

6

SHAPESHIFTING

8

STRETCHING

8

SUPERHUMAN DURABILITY

10

WALLCRAWLING

6

WEAPON

8

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from attacks that only target organic beings.

**SFX:** *Invulnerability.* Spend 1 PP to ignore physical stress or trauma unless caused by energy attacks.

**SFX:** *Malleable.* Before you make a reaction including a Bio-MERCURY power, you may move your physical stress die to the doom pool and step up a Bio-MERCURY power for this reaction.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Vulnerability.* Step up physical stress from electrical attack to gain 1 PP.

## Specialties

ACROBATIC EXPERT

8

COVERT EXPERT

8

PSYCH EXPERT

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### HESITANT MUTANT

1 XP when you discuss your misgivings about a mutant adventure.

3 XP when you plan a mutant adventure, throwing yourself into your life as an X-Man.

10 XP when you dedicate your life to the Xavier Institute and the X-Men, or gather together a group of mutants and embark on a different path.

### UNSUPPORTIVE FAMILY

1 XP when you discuss your family's hatred of your mutant powers.

3 XP when you confront an anti-mutant bigot.

10 XP when you either make peace with your family's bigotry, or exile them from your life until they can love you for what you are.

STRESS / TRAUMA

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XP



## Cessily Kincaid [secret]

### History

Cessily's life was turned upside-down when her power to turn herself into mercury manifested. In an attempt to keep her mutant status quiet, she was sent off to Xavier Institute by her parents. At the school, she quickly became friends with Julian Keller, also known as Hellion. She became close to Wither, a student who could rapidly cause decay in anything he touched. Cessily discovered she was immune to his devastating power.

Soon, she became a member of Emma Frost's Hellions squad, where she met the Kingmaker, a mutant capable of granting wishes. Her only wish was for acceptance from her parents, but when the Hellions rejected the Kingmaker's deal, Cessily's parents blamed her for the mind control and rejected her.

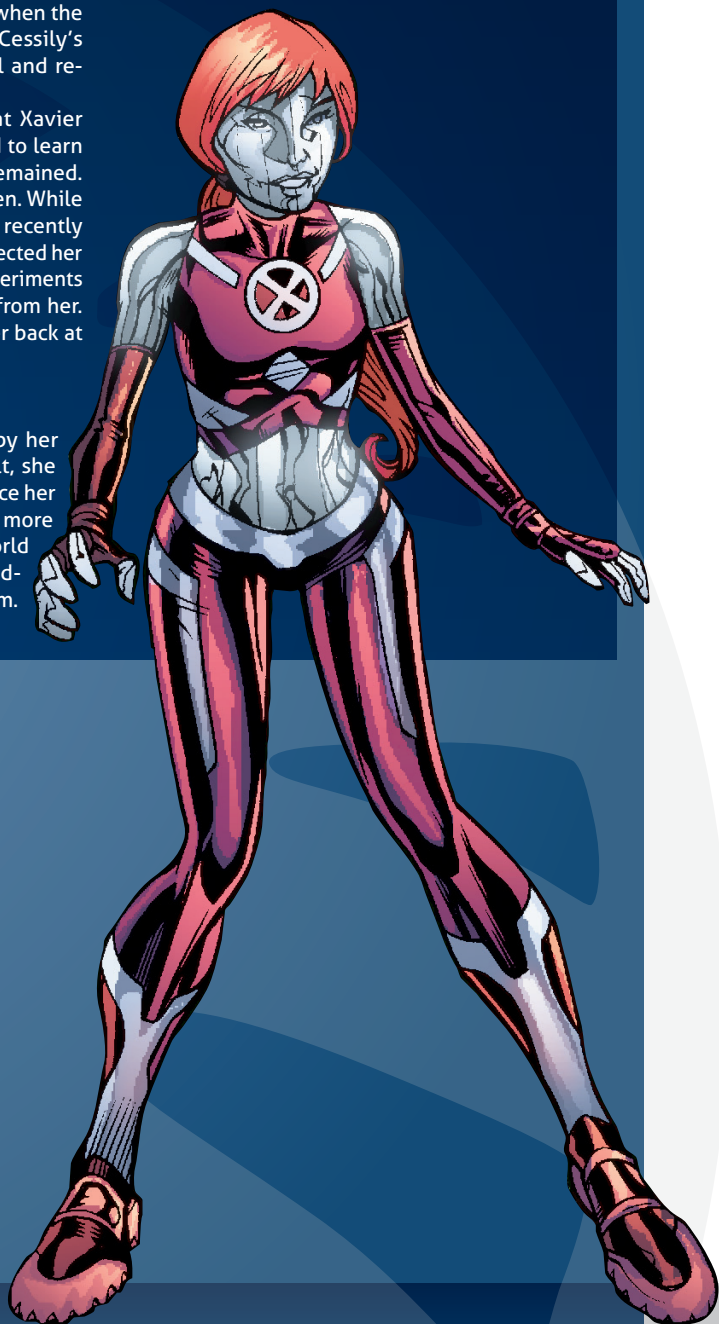
When M-Day left only 27 students at Xavier Institute with powers, she was devastated to learn that she was one of those whose powers remained. Shortly after, she was placed with the X-Men. While out in town with X-23, agents loyal to the recently deceased Stryker captured Cessily and subjected her to dangerous and mentally catastrophic experiments in order to learn how to take her powers from her. She was rescued and was forced to recover back at the Institute.

### Personality

Cessily is insecure, feeling rejected by her parents and those around her. As a result, she constantly seeks approval from others. Since her capture and torture, she has become much more quiet and introspective, fearful of the world around her. Despite this, she craves friendships and the company of those in her team.

### Abilities & Resources

Cessily is able to transform her body into a pliable liquid mercury figure. The metal is non-toxic and inorganic. She can bend and contort into any shape, becoming a formless blob of silvery liquid, create blades and other weapons, and shift into any metallic form. She no longer requires oxygen, water or sustenance, though she continues to do so purely out of habit. She is difficult to pinpoint through telepathy due to her make-up, as well as nearly impossible to affect magically. Her body allows her to cling to walls and ceilings with ease, and fit through the smallest of spaces.



# MICROMAX

## Affiliations

Solo

6

Buddy

8

Team

10

PP



## Distinctions

BEHIND THE FAÇADE  
NOT SO SECRET AGENT  
THIS NEEDS A SOUNDTRACK

4  
+1 PP

or

8

## Power Sets

### WHATEVER SIZE I NEED TO BE

Enhanced Durability

8

Enhanced Reflexes

8

Growth

10

Shapeshifting

6

Shrinking

10

Superhuman Strength

10

**SFX:** *Max Out.* Shutdown SHRINKING to recover SUPERHUMAN STRENGTH. Recover SHRINKING by shutting down SUPERHUMAN STRENGTH.

**SFX:** *Multipower.* Add more than one WHATEVER SIZE I NEED TO BE power die to your pool. Step back each WHATEVER SIZE I NEED TO BE power die in your pool once for each die beyond the first.

**SFX:** *Push It.* Step up your physical stress to step up or double a WHATEVER SIZE I NEED TO BE power for your next roll.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Size Matters.* Add a complication equal to GROWTH or SHRINKING to an opposing dice pool and gain 1 PP.

## Specialties

Combat Expert

8

Tech Expert

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### BRING THE FUNK

1 XP when you quote song lyrics.

3 XP when you let everyone know what music should be playing during an Action Scene.

10 XP when you either find a way to blast your music on every battle you participate in, or decide that music has no place in super heroic fights.

### DRY WIT

1 XP when you respond to a situation with sarcasm and wry humor.

3 XP when you treat a situation with dead seriousness.

10 XP when you decide that your humor has no place in this grim world, or vow to inflict your brother and sister mutants with more of your British humor because they need it, dammit.

STRESS / TRAUMA

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XP





## Scott Wright [secret]

### History

Once a humble disc jockey, Scott Wright was assigned to the British security agency FI6. While staking out a museum targeted by a thief, he attacked Rachel Grey, AKA Marvel Girl, by mistaking her for the thief while the real thief escaped. During another stakeout, Scott battled Nightcrawler and the bizarre mercenary group known as the Technet, who were working with the Inter-Regional Police Taskforce. The thief's master was discovered to be Necrom, the Sorcerer Supreme of an extra-dimensional race. Scott was held in reserve while other agents were sent in to capture Necrom; they were all butchered. Scott charged in, hoping to stop Necrom himself, but was imprisoned by Necrom's force field. He shrank, hoping to avoid detection, but passed out from the strain. Necrom left him for dead, but Scott was later able to join the other heroes in defeating Necrom once and for all.

Scott spent some time in the USA as an employee of the Brand Corporation, and helped the Avengers battle Kang the Conqueror's invading armies. He kept his mutant powers after M-Day, and has signed up as part of an international mutant team on loan to the Office of National Emergency.

### Personality

Scott is an arrogant but affable man, hiding the fact that he's a middle aged, overweight, balding disc jockey with no business being a super hero. He has installed a sound system into his suit to listen to music while he fights, and attempts to keep things light and jovial with his dry British wit.

### Abilities & Resources

Scott is able to enlarge and shrink his body to immense and minute sizes, transforming his costume with it. While enlarged, he grows incredibly strong and durable. While small, he becomes the perfect escape artist, able to slip through the smallest of cracks. He also has minor shapeshifting abilities, able to make himself appear trimmer and better muscled than he actually is. As a member of FI6 and attached to groups like O\*N\*E, Scott has access to a fair amount of mid-grade covert resources, gear, and benefits, but hardly ever uses them. He's on good terms with most super hero teams in the United Kingdom and Europe.



# MULTIPLE MAN

## Affiliations

SOLO

10

BUDDY

6

TEAM

8

## Distinctions

**MULTIPLE MEN MULTIPLE PROBLEMS  
THAT'S SO NOIR  
WHAT HAVEN'T I DONE?**

4  
+1 PP

or 8

## Power Sets

### MULTIPLYING MUTANT

**MADROX MOB** 8 8 8

**SFX:** *Absorb Dupes.* Spend 1 PP to eliminate any errant duplicate-related complication that you are nearby. If this duplicate resists or had any kind of stress, step up your mental stress.

**SFX:** *Absorption.* On a successful reaction against a physical kinetic attack, convert your opponent's effect die into a MULTIPLYING MUTANT stunt or, if the effect die is D10 or greater, add a die to your MADROX MOB power until the end of the Scene (maximum 5D8). If your opponent's action succeeds, spend 1 PP to use this SFX.

**SFX:** *Did I Do That?* During a Transition Scene, you may create duplicate-based resources for heroes in other Scenes in which you are not present.

**SFX:** *Plenty for Everybody.* Target multiple opponents. For every additional target, add D6 to your pool and keep an additional effect die.

**SFX:** *Take One for the Team.* On a successful attack action against you, spend 1 PP to ignore the effect die and remove a die from your MADROX MOB power. Recover MADROX MOB after a Transition Scene.

**Limit:** *Fly in the Ointment.* Add a MULTIPLYING MUTANT D8 complication to gain 1 PP. If you are suffering emotional stress or trauma, step up this complication.

**Limit:** *Mob Cohesion.* MADROX MOB may be targeted individually or by *Area Attack* SFX. D10 physical stress inflicted removes a die from MADROX MOB power. Recover MADROX MOB after a Transition Scene.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

**ACROBATICS EXPERT** 8

**COMBAT EXPERT** 8

**COVERT EXPERT** 8

**CRIME EXPERT** 8

**MEDICAL EXPERT** 8

**PSYCH EXPERT** 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### ALL POSSIBLE ROADS

1 XP when you discuss the many possibilities at hand.

3 XP when you lock onto one way forward and refuse to take a safer route.

10 XP when you either accept the counsel of your teammates over your own, or choose the advice of your other selves over that of your teammates.

### LEADS FROM THE FRONT, BACK, AND SIDES

1 XP when you give an order in the midst of battle.

3 XP when you take stress because you are putting yourselves into the most dangerous parts of the conflict.

10 XP when you either hand leadership over to another member of the team, or leave the team so that you can lead a different group.

PP

STRESS / TRAUMA

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12

XP

## James “Jamie” Arthur Madrox [public]

### History

Jamie Madrox’s mutant power manifested at birth. His parents moved to an isolated farm and constructed a suit to help Jamie absorb incidental kinetic impact and control his duplication power. At the age of 15, a freak tornado killed his parents, and Madrox worked the farm alone with only the help of his dupes for six years. In that time, he was desperately alone and developed a chronic need for attention. When his suit malfunctioned, Jamie came to New York and clashed with the Fantastic Four before Professor Xavier interceded and helped heal his fractured psyche.

Madrox opted to join Moira MacTaggart on Muir Island as a research assistant. While there, Madrox aided in clashes against Proteus, the Shadow King, and other powerful foes, but did not join the X-Men. He eventually joined the government sponsored X-Factor, where he encountered a rogue dupe that had joined their foes, Mr. Sinister’s Nasty Boys. Madrox reabsorbed the rogue duplicate through trickery.

Multiple Man contracted the Legacy Virus and seemingly died, but in reality it was a dupe, and Madrox’s memories were lost from the ensuing psychic trauma caused by the death of the dupe.

When Multiple Man reemerged he spent time with X-Factor, on Muir Island, on Genosha, and time with X-Corps. He became obsessed with film noir and opened up a detective agency while his dupes went into the world to learn an unparalleled variety of trades and skills. Madrox opened X-Factor Investigations, a mutant team of detectives based in New York.

### Personality

Madrox is defined by his childhood experiences and his remarkable mutant power. He lived in “isolation” for years, but in reality he lived with countless dupes, making for a highly unusual and schizophrenic adolescence. His dupes, and his ability to recall their memories and experiences, grant him the remarkable opportunity to do just about anything. At nearly every fork in the road, the Multiple Man is able to take both. However, the ability to avoid choices has made Madrox fearful and hesitant those few times when his actions bear real consequences. He became a private eye as a way to break the monotony of his fragmented vast life. Recently, with his dupes’ reliability in question, Madrox has been forced to rely more on himself and less on his multitudes of dupes. He’s a reluctant and thoughtful leader, fearful of making missteps at critical junctures, but he takes the responsibility seriously.

### Abilities & Resources

Since birth, Jamie Madrox had the power to create duplicates of himself in proportion to the amount of kinetic energy absorbed. Madrox can absorb a duplicate’s knowledge, memories, and experiences. His duplicates oftentimes were carbon-copies of him, with full knowledge of their ‘dupe’ nature, but recently his duplicates embody an aspect of his personality. Despite this complication, Multiple Man’s power is versatile and overwhelming. He has sent hundreds of dupes into the world to learn trades, take new professions, and have new experiences. Although he has reabsorbed many of them (and their knowledge), there are others in the world completely independent of the original Multiple Man. Madrox is a long-time X-Men affiliate and current leader of X-Factor Investigations. When he can overcome his own demons Multiple Man has an unpredictable army of himself at his disposal along with a mutant team of heroes. Multiple Man is a force to be reckoned with.





# MYSTIQUE

## Affiliations

SOLO 


BUDDY 

TEAM 

PP  


## Distinctions

ADAPT OR DIE  
FICKLE DECEIVER  
OLDER THAN SHE LOOKS

 or   
+1 PP

STRESS / TRAUMA

## Power Sets

### MUTANT METAMORPH

ENHANCED DURABILITY 

ENHANCED REFLEXES 

SHAPESHIFTING 

SUPERHUMAN STAMINA 

SFX: *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from toxins and disease.

SFX: *Peerless Shifter.* When using a MUTANT METAMORPH power to create assets, add a D6 and step up your effect die.

SFX: *Skin Deep.* When taking an action to confuse, deceive, or threaten a target, step up or double SHAPESHIFTING. Remove the highest rolling die and keep three dice for your total.

SFX: *Second Wind.* Before you take an action including a MUTANT METAMORPH power, you may move your physical stress die to the doom pool and step up the MUTANT METAMORPH power for this action.

Limit: *Emotional Scarring.* Step up or double emotional stress or trauma used in an action or reaction against you to gain 1 PP. If you do, the stress returns to its original die rating after it is used against you.

Limit: *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

BUSINESS EXPERT 

COMBAT EXPERT 

COVERT MASTER 

CRIME MASTER 

MENACE EXPERT 

PSYCH MASTER 

TECH EXPERT 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### DOPPLEGANGER

1 XP when you ask questions, seeking out information that will help you take someone's place.

3 XP when you take someone's place during a time when they would have made a significant leadership or romantic decision.

10 XP when you either create an international incident while masquerading as a world leader or prevent such an incident by using your mimicry.

### MUTANT SURVIVAL

1 XP when you discuss the possibility of mutantkind going extinct.

3 XP when you take someone's place in order to benefit mutantkind.

10 XP when you either take steps towards the destruction of humanity in order to save your people, or accept that mutant survival is linked to human survival.

P  
  
  
  
  
  
M  
  
  
  
  
  
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XP  


## Raven Darkholme [secret]

### History

Raven Darkholme, real name unknown, was born some time prior to the beginning of the 20th century. For years, she and her companion Irene Adler (AKA Destiny) strove to keep Irene's prophetic visions from coming true. In the course of this quest, Mystique steadily grew more and more convinced that only mutants like herself would survive the coming days of darkness. This as well as her own natural tendency toward deception and social engineering led her to adopt a series of alternate identities, rising high among various social organizations including the US Department of Defense.

Mystique is the mother of two children: the late Graydon Creed (with Victor Creed, AKA Sabretooth), whom she later assassinated, and the X-Man Nightcrawler (with the demonic mutant Azazel), who shares his mother's blue skin and yellow eyes. Neither child grew up knowing Mystique as a mother. She and Irene also adopted the young mutant Anna Marie, AKA Rogue, raising her to share their commitment to a future of mutant survival. The three formed the core of a new Brotherhood of Evil Mutants, battling the X-Men and earning infamy for their terrorist actions.

After Rogue left the group, the US government recruited Mystique's team as a special ops unit known as Freedom Force and granted them clemency. Destiny died on a mission and Mystique went on to alternate between covert operations both for and against the law. Most recently, she joined the X-Men under the guise of being a young trainee mutant, hoping to drive a wedge between Rogue and Rogue's lover Gambit. Although this failed and Mystique's true identity was revealed, she was nevertheless invited to join the team properly.

### Personality

Mystique is a woman of powerful ambition and confidence, although she has at times wavered or lost sight of her goals. A cipher to many, she is guarded and rarely invites others into her inner circle of trust. Because of her mutant power, she can rapidly adopt new identities and appearances, and has the acting skill to pull them off. Mystique can come across as seductive, dismissive, vicious, or protective, depending on the individual or the circumstances. Mystique's decades of experience in dealing with others grants her an uncanny insight into the person others expect her to be, and thus she is able to exploit those expectations at any moment.

### Abilities & Resources

Mystique can alter her outward appearance to look like anyone, male or female, old or young. She can change her voice, even her scent, though those with extraordinary senses can occasionally tell her apart from those she mimics. (Wolverine, for instance, has detected her in the past.) Her command over her own biology also grants her greater reflexes and stamina, to the point that she possesses a degree of immunity to various biological attacks and the process of aging. Even though she is over a century old, her body still appears young unless she chooses otherwise.

Mystique is a skilled covert operative, terrorist, and weapons expert. Her mastery of human behavior and body language grants her considerable advantage in maintaining disguises, even beyond her shapeshifting powers. With years of insider information and contacts, she's usually able to acquire cutting-edge technology and resources available only to high-ranking agents of government or industry.



# NIGHTCRAWLER

Affiliations	Solo 6Buddy 10Team 8		
Distinctions	DASHING SWASHBUCKLER DEMONIC APPEARANCE DEVOUT CATHOLIC		
Power Sets	BAMF! <div>ENHANCED SENSES 8INVISIBILITY 6</div> <div>LEAPING 8SUPERHUMAN REFLEXES 10</div> <div>TELEPORT 8WALLCRAWLING 6</div> <p>SFX: <i>Area Attack</i>. Against multiple targets, for each additional target add a D6 and keep an additional effect die.</p> <p>SFX: <i>Flurry of Teleportation</i>. Against a single target, step up or double TELEPORT. Remove the highest rolling die and use three dice for your total.</p> <p>SFX: <i>Prehensile Tail</i>. Step back the highest die in your attack action pool to add a D6 and keep an extra effect die for a complication.</p> <p>Limit: <i>Exhausted</i>. Shutdown any BAMF! power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.</p> <p>Limit: <i>Mutant</i>. When affected by mutant-specific complications or tech, earn 1 PP.</p>		
Specialties	ACROBATICS MASTER 10COMBAT EXPERT 8 COVERT EXPERT 8MEDICAL EXPERT 8 MYSTIC EXPERT 8TECH EXPERT 8 VEHICLES EXPERT 8 [You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	ROMANTIC 1 XP when you woo an ally or enemy. 3 XP when you spend a Transition Scene with a romantic entanglement. 10 XP when you either break off a romantic relationship, or seek to enter into a more permanent partnership and ask your love to marry you.  SWASHBUCKLER 1 XP when you offer quips during deeds of swashbuckling and derring-do. 3 XP when you offer more serious philosophical insights. 10 XP when you save the world with swordplay, or set the sword aside for other ways to resolve conflicts.		

PP

STRESS / TRAUMA

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XP



## Kurt Wagner [secret]

### History

Kurt Wagner's parents were Mystique, the shape-shifting villainess, and Azazel, one of the world's oldest mutants. At birth, Kurt Wagner's blue skin betrayed his mother's true identity and she fled from frightened, torch-wielding villagers with the infant in tow. An old gypsy woman, who used a carnival as a ruse for her true powers as a sorceress, raised Kurt among the circus-folk. He became a great acrobat and performer, but the circus was eventually sold off to a wealthy Texas businessman. The new owner felt that Kurt belonged in the freak show, so Kurt fled.

Wandering through Germany, Kurt was accused of breaking a man's neck and branded a demon by a mob of villagers. They almost killed both Kurt, but were stopped by Professor Xavier.

After a time, he joined the X-Men, helping them stop the assassination of Senator Kelly by the Brotherhood. During the battle, he faced Mystique for the first time, and she spoke his true name. Kurt took over as leader of the X-Men after Storm temporarily lost her powers, but stepped down after the return of Cyclops. Kurt joined Excalibur in England, where he learned of his origins from Mystique. He enrolled in seminary with intent to join the priesthood, but never completed his training. He is once again with his adopted family, the X-Men.

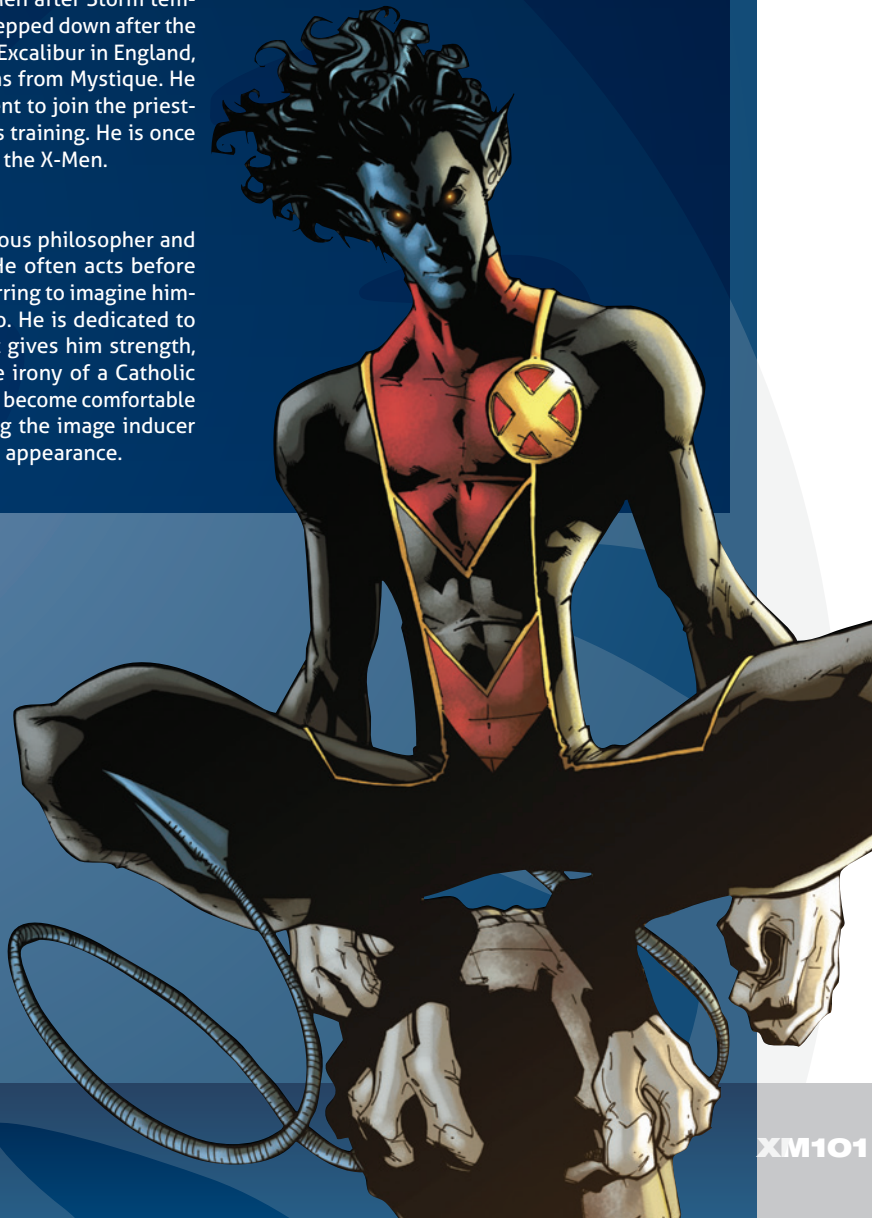
### Personality

Kurt is a dichotomy of serious philosopher and happy-go-lucky adventurer. He often acts before thinking things through, preferring to imagine himself as an Errol Flynn-like hero. He is dedicated to his Catholic faith, believing it gives him strength, while fully understanding the irony of a Catholic who looks like the Devil. He has become comfortable with himself, hardly ever using the image inducer created for him to disguise his appearance.

### Abilities & Resources

Kurt can teleport himself and those he is holding great distances. The further he goes, the more strain it puts on him. When he teleports, he momentarily passes through a brimstone dimension, leaving behind the smell of sulfur and the sound of displaced air filling the vacuum. His prehensile tail and unique physiology allow him to climb walls and ceilings. Kurt's body is covered in short indigo-blur fur, and this, together with his teleportation field's aura, allows him to blend into shadows. His eyesight is keen, giving him the ability to see in near-dark conditions.

Kurt is a master acrobat, and has trained extensively in the art of swordplay. He has often served as a mechanic for the X-Men's vehicles and is a competent pilot. His extensive exposure to magic and mystical forces over the years, as well as his devout faith, affords him considerable knowledge of these subjects.



# OMEGA SENTINEL

## Affiliations

SOLO 

BUDDY 

TEAM 

## Distinctions

**HONOR BOUND**  
**NO LONGER HUMAN**  
**SENTINEL PROGRAMMING**

 **4** or   
**+1 PP**

## Power Sets

### OFFENSIVE COUNTERMEASURES

**ELECTRIC BLAST** 

**MIMIC** 

**WEAPON ARRAY** 

**SFX:** *Adapt.* Add D6 to your reaction dice pool for each failed reaction made against an opponent during this Scene.

**SFX:** *Reassess.* When taking an action, spend 1 PP to add MIMIC (or step up MIMIC if already included in your dice pool) and reroll all dice.

**Limit:** *Hostile Work Environment.* If you share an Action Scene with one or more mutants, both 1s and 2s on your dice count as opportunities, but only 1s are excluded from being used for totals or effect dice.

### SENTINEL NANOTECH

**CYBERNETIC SENSES** 

**ENHANCED DURABILITY** 

**ENHANCED REFLEXES** 

**ENHANCED SPEED** 

**MACHINE INFLUENCE** 

**SUBSONIC FLIGHT** 

**SUPERHUMAN STAMINA**  **SUPERHUMAN STRENGTH** 

**SFX:** *Healing Factor.* Spend 1 PP to recover your physical stress or step back your physical trauma.

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from aging, dehydration, disease, poison, starvation, or vacuum.

**Limit:** *Abort/Retry/Fail.* Shutdown any SENTINEL TECH power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.

## Specialties

**COMBAT EXPERT** 

**CRIME EXPERT** 

**MENACE EXPERT** 

**TECH EXPERT** 

**VEHICLES EXPERT** 

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### OFFICER OF THE LAW

1 XP when you treat a mutant like a perp.

3 XP when you treat a super hero fight like a crime scene.

10 XP when you either hand in a major mutant villain to local law authorities, or form a team dedicated to policing mutants in their own nation.

### SENTINEL

1 XP when you talk about hunting down a mutant.

3 XP when you overcome your programming to help a mutant.

10 XP when you either find someone who can take out all of your Sentinel programming, or give in and inflict trauma on a mutant.

PP  


STRESS / TRAUMA

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E















XP  


## Karima Shapandar (secret)

### History

Karima Shapandar served as a police officer in India before she became caught up in a conflict between the X-Men and Bastion, the leader of Operation: Zero Tolerance. Bastion kidnapped Karima and the X-Man Thunderbird, AKA Neal Shaara, and transformed Shapandar into an advanced humanoid anti-mutant cyborg known as an Omega Sentinel. She remained unaware of this change until her Sentinel programming later asserted itself and she attacked the X-Men.

Some time later, Karima joined several other mutants including Professor Charles Xavier and Magneto in rebuilding the island of Genosha, once home to a large mutant population. Professor X helped her overcome her programming but was unable to undo the technological modifications Bastion had made. Following M-Day, Karima disappeared, only to resurface, partially disassembled, in a laboratory. Rogue's X-Men team found her and brought her back to the Xavier Institute, where she uses her Sentinel-based powers to assist Rogue in emergency response actions around the world.

### Personality

Karima is a practicing Hindu and dedicated law enforcement officer who struggles with the dramatic changes forced by her transformation. Her human soul is at odds with her artificial intelligence protocols and cybernetics. Never one to give up or turn down a plea for help, Karima is

nevertheless constantly worried that her programming will become fully restored and she will lose herself entirely to her machine nature. Even though many of her friends and colleagues are mutants, she distances herself from them at times to give her hyper-vigilant Sentinel systems no reason to kick in.

### Abilities & Resources

Widespread cybernetic implants, synthetic replacements, and advanced nano-engine networks within Karima's human body give her a number of offensive and defensive powers. Although outwardly human, when Karima goes into action, her body shifts and reassembles itself, engaging weapons, armor, and other clearly machine-like functions. Electrostatic power may be channeled along retractable poles at her forearms to blast targets. She's capable of flight and can regenerate most injuries.

Karima was once a police officer in India, and presumably still has ties to law enforcement agencies. She is an ally of the X-Men, although many of them, including Shapandar herself, are wary of her Sentinel programming.





# PSYLOCKE

## Affiliations

SOLO

10

BUDDY

6

TEAM

8

## Distinctions

NINJA PSYCHIC  
SHARP-TONGUED  
TRUE BRIT

4  
+1 PP

or 8

## Power Sets

### PSYCHIC WARRIOR

ENHANCED REFLEXES 8

ENHANCED SENSES 8

FLIGHT 6

PSYCHIC RESISTANCE 12

TELEKINETIC BLAST 8

TELEKINETIC MASTERY 10

TELEPATHY 6

**SFX:** *Focused Totality.* If your pool includes a PSYCHIC WARRIOR power, you may replace two dice of equal size with one stepped-up die.

**SFX:** *My Teke Shatters Mountains.* Step up or double a PSYCHIC WARRIOR power for your next action. If the action fails, add a die to the doom pool equal to the stepped-up power.

**SFX:** *Telekinetic Katana.* When making a physical attack action using TELEKINETIC BLAST, step back the highest die in the pool to add a D6 and step up your effect die.

**SFX:** *You're Good, I'm Better.* On a successful reaction against a psychic-based attack action, inflict mental stress with your effect die. Spend 1 PP to step it up.

**Limit:** *Conscious Activation.* While stressed out, asleep, or unconscious, shutdown PSYCHIC WARRIOR. Recover PSYCHIC WARRIOR when you recover that stress or wake up. If you take mental trauma, shutdown PSYCHIC WARRIOR until you recover that trauma.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

ACROBATICS MASTER 10

COMBAT MASTER 10

COVERT EXPERT 8

PSYCH EXPERT 8

VEHICLES EXPERT 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### BRITAIN'S SISTER

1 XP when you discuss your brother, or talk to your brother about your problems.

3 XP when you either defend your brother's actions, or get into an argument with your brother.

10 XP when you either take up the mantle of Captain Britain, or shun your brother until he treats you with respect and apologizes for his actions.

### PSIONIC NINJA SECRET AGENT

1 XP when you discuss how to use covert operations to deal with a problem.

3 XP when you confront a complicated problem head on, without subtlety.

10 XP when you either decide to embrace the way of the ninja assassin or abandon it for the less-direct methods of the secret agent.

PP

STRESS / TRAUMA

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XP

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12

## Elizabeth “Betsy” Braddock [secret]

### History

Elizabeth Braddock was born into a noteworthy British family. Her father, Sir James Braddock, was one of the United Kingdom’s leading scientists, and her twin brother, Brian, later became the super hero Captain Britain. Betsy worked as a charter pilot until her older brother, Jamie, was injured in a crash. She and her brother, Brian, rushed to the scene, only to be attacked by the villainous Dr. Synne. As a result of the ensuing conflict, Betsy’s innate precognitive talents greatly increased, allowing her to escape Synne’s clutches.

Betsy became a model, but was soon recruited by S.T.R.I.K.E., the UK’s counterpart of S.H.I.E.L.D. She used her modeling job as a cover for her covert operations, dealing with the Hellfire Club among other organizations. Betsy became the new Captain Britain for a time. After an encounter with Mojo and the New Mutants, Betsy joined the X-Men, where she took on the code name of Psylocke. When the X-Men were all believed dead, Betsy was captured and brainwashed by a Japanese crime lord, her mind switched with a Japanese assassin known as Kwannon. She still possesses Kwannon’s body; the real Kwannon, in Betsy’s body, died from the Legacy Virus.

While helping the X-Men search for the prophetic diaries of the dead mutant precog, Destiny, Betsy was killed. Years later, she mysteriously came back to life, appearing on the spot where she died. The circumstances of her resurrection remain unclear, although after the events of M-Day, she is certain they have something to do with her reality-warping brother Jamie.

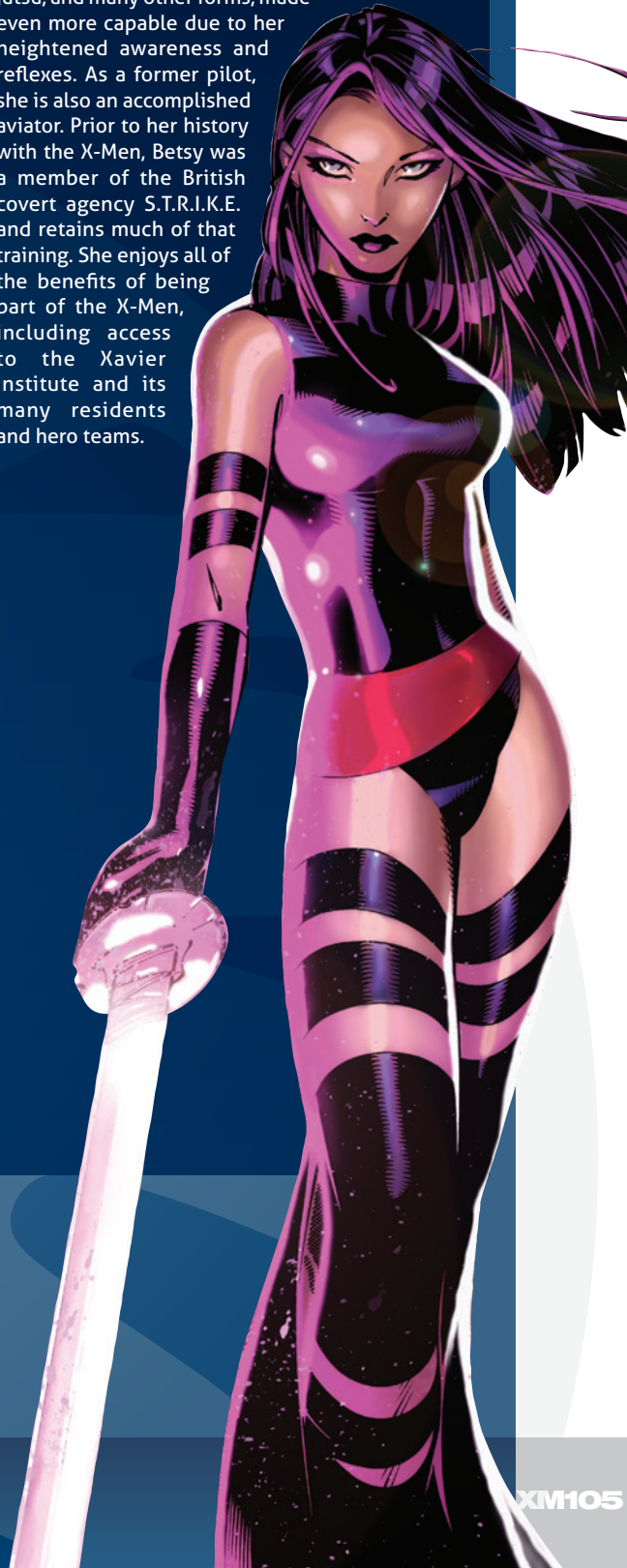
### Personality

Betsy has a sharp tongue, and even sharper wit. Her upper-class British sensibilities frequently shine through. She is fiercely protective of her twin, Brian Braddock, AKA Captain Britain; she is willing to do anything for him, and has similar affection for her insane older brother Jamie. Having been to other dimensions, died, come back to life, and had her body switched with that of a ninja assassin, Betsy is no longer surprised by extraordinary situations.

### Abilities & Resources

Betsy is a mutant with tremendous psychic potential. In the past, she was a strong telepath, but when her powers were tangled with those of Jean Grey she was limited to telekinesis. She can create a katana-like blade out of solidified psychic energy,

lift large masses of material with her mind, and restrain targets psychically. Since her older brother Jamie resurrected her, she’s been nearly impervious to psychic tampering. Betsy is one of the world’s foremost martial arts masters, skilled in kendo, ninjutsu, and many other forms, made even more capable due to her heightened awareness and reflexes. As a former pilot, she is also an accomplished aviator. Prior to her history with the X-Men, Betsy was a member of the British covert agency S.T.R.I.K.E. and retains much of that training. She enjoys all of the benefits of being part of the X-Men, including access to the Xavier Institute and its many residents and hero teams.



# ROCKSLIDE

## Affiliations

Solo

6

Buddy

10

Team

8

PP



## Distinctions

**I'LL TAKE ON ANYONE!  
LIKE A ROCK  
POP CULTURE AFICIONADO**

4  
+1 PP

or

8

## Power Sets

### ROCKY BODY

**GODLIKE STRENGTH** 12

**ROCK BLAST** 8

**SUPERHUMAN DURABILITY** 10 **SUPERHUMAN STAMINA** 10

**SFX:** *Can't Touch This.* Spend 1 PP to ignore physical stress or trauma unless caused by an energy attack or earth-manipulation powers.

**SFX:** *Let's Try This Again.* If your pool includes a Rocky Body power, spend 1 PP to reroll.

**SFX:** *Shattered.* When you take physical stress, you may replace your physical stress with a CRACKED complication. If this complication is stepped up past D12, your body falls apart and you cannot act for the remainder of the Scene. Spend 1 PP or gain D6 trauma during a Transition Scene to reform and eliminate the complication.

**SFX:** *Wall of Stone.* On a reaction roll including a Rocky Body power, instead of spending 1 PP, add D6 to the doom pool to create a stunt.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Vulnerability.* Step up physical stress from energy attacks or from earth-manipulation powers to gain 1 PP.

## Specialties

**COMBAT EXPERT** 8

**MENACE EXPERT** 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### SOFT-HEARTED BRICK

1 XP when you act loud and obnoxious to cover up your soft heart.

3 XP when you give support to an ally.

10 XP when you either trust someone enough to let them in past your hard exterior, or decide that your soft heart is weak and vow to harden it further.

### WORLD-CLASS BRICK

1 XP when you brag about super heroes you could defeat in hand-to-hand combat.

3 XP when you inflict stress against someone with a D12 STRENGTH or DURABILITY.

10 XP when you either defeat a world-class brick (Hulk, Thing, Thor, Colossus, Juggernaut, etc.), or are defeated by a world-class brick and find humility.

STRESS / TRAUMA

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## Santo Vaccarro [secret]

### History

Santo joined the Xavier Institute soon after acquiring his mutant powers. There, he was placed within the Hellions training squad. When his squad made a deal with the Kingmaker, Santo was transformed into a World-class Champion in the Superhuman Wrestling League. The group turned against the Kingmaker, and Santo was destroyed, blasted into thousands of pieces. Hellion reassembled him via telekinesis, and they were able to defeat the Kingmaker.

Hot on the heels of the mutant population's decimation from the events of M-Day, William Stryker attacked the school, killing dozens of de-powered mutants. Santo felt responsible for their deaths, believing he could have saved them. Santo was assigned to the New X-Men, who fended off another attack by Stryker's forces that resulted in the death of Stryker. The X-Men were able to track Stryker's connections to Nimrod. During the ensuing battle, Nimrod seemingly destroyed Santo; but he survived and reformed his body into a larger and more rugged form.

### Personality

Santo is a brash and loud-mouthed young man, prone to issuing challenges and threats. At various times Santo has claimed he could take down Thing, the Hulk, Hulkling and many other, powerful opponents. He was once a school bully, and his rough edges show. Beneath his serious and dangerous exterior, however, there is a warm heart; he uses his appearance and personality to keep others at bay.

### Abilities & Resources

Santo is a geokinetic psychic entity, having given up a true body when his powers manifested. As a result, he is able to re-form himself if destroyed from any nearby stone. His appearance changes based on the type of stone used. As a creature of rubble, Santo is immensely strong, capable of throwing a bus or tearing down a small building. He is also incredibly durable, able to deflect firearms, heat, cold and other dangers. By spontaneously expanding his geokinetic field in one direction, Santo is able to shoot chunks of rock at incredible speeds.



# ROGUE

Affiliations	SOLO  BUDDY  TEAM 		
Distinctions	SENSE OF RESPONSIBILITY SOUTHERN BELLE UNTOUCHABLE  +1 PP or 		
Power Sets	<b>POWER ABSORPTION</b> <div>LEECH  MIMIC </div> <p>SFX: <i>Drain Vitality.</i> When using LEECH to create a POWER Loss complication on a target, add a D8 and keep an extra effect die for either physical stress or a COPIED POWERS asset.</p> <p>SFX: <i>Memory Flash.</i> Spend 1 PP to use any SFX or Specialty belonging to a target on whom you have inflicted a POWER Loss complication for your next roll.</p> <p>SFX: <i>What's Yours is Mine.</i> On a successful reaction against an action that involves physical contact, convert your opponent's effect die into a POWER Loss complication. If your opponent's action succeeds, spend 1 PP to use this SFX.</p> <p>Limit: <i>Mutant.</i> When affected by mutant-specific complications or tech, earn 1 PP.</p> <p>Limit: <i>Uncontrollable.</i> Change any POWER ABSORPTION power into a complication to gain 1 PP. Activate an opportunity or remove the complication to recover that power.</p> <p>Limit: <i>Zero Sum.</i> LEECH requires skin-to-skin contact with the target. MIMIC only duplicates powers of those on whom you've inflicted a POWER Loss complication. MIMIC-based assets created based on the target's power are limited in size to the POWER Loss complication affecting the target.</p> <b>SUNFIRE'S POWERS</b> <div>ENHANCED SENSES  ENHANCED STRENGTH </div> <div>PLASMA BLAST  SUPERSONIC FLIGHT </div> <p>SFX: <i>Area Attack.</i> Against multiple targets, for each additional target add a D6 and keep an additional effect die.</p> <p>SFX: <i>Fiery Aura.</i> On a successful reaction against a close-combat attack action, inflict physical stress with your effect die. Spend 1 PP to step it up.</p> <p>SFX: <i>Immunity.</i> Spend 1 PP to ignore stress, trauma, or complications from fire, heat, or cold.</p> <p>Limit: <i>Exhausted.</i> Shutdown any SUNFIRE'S POWERS power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.</p>		
Specialties	ACROBATIC EXPERT  COMBAT EXPERT  COVERT EXPERT  [You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	<b>FORMER EVIL MUTANT</b> 1 XP when you discuss your history with the Brotherhood of Evil Mutants. 3 XP when you deal stress to a member or former member of the Brotherhood. 10 XP when you either gather the Brotherhood of Evil Mutants to lead them, or lead a team against the Brotherhood. <b>SOUTHERN REBEL</b> 1 XP when you offer someone sass, attitude, or Southern charm. 3 XP when you disobey orders from a prominent mutant leader. 10 XP when you either lead a team of mutants in accordance with current mutant leadership, or lead a team of mutants against the laws of mutantkind.		

PP



STRESS / TRAUMA



XP

## Anna Marie [secret]

### History

Anna Marie's past is a long, troubled, and storied one. Her mother disappeared when she was young, so she was raised by her strict disciplinarian aunt. She ran away from home, meeting a boy her age. When she kissed him for the first time, her mutation activated, nearly killing him. She was soon approached by Mystique, who took her in as an adopted daughter with her partner Destiny. Mystique had formed a Brotherhood of Mutants, and wished to use Rogue's abilities to further their cause. On Rogue's first mission, she battled Ms. Marvel, draining away her powers and memories, leaving Carol Danvers in a coma. They battled the X-Men multiple times, eventually renaming their group the Sisterhood of Mutants.

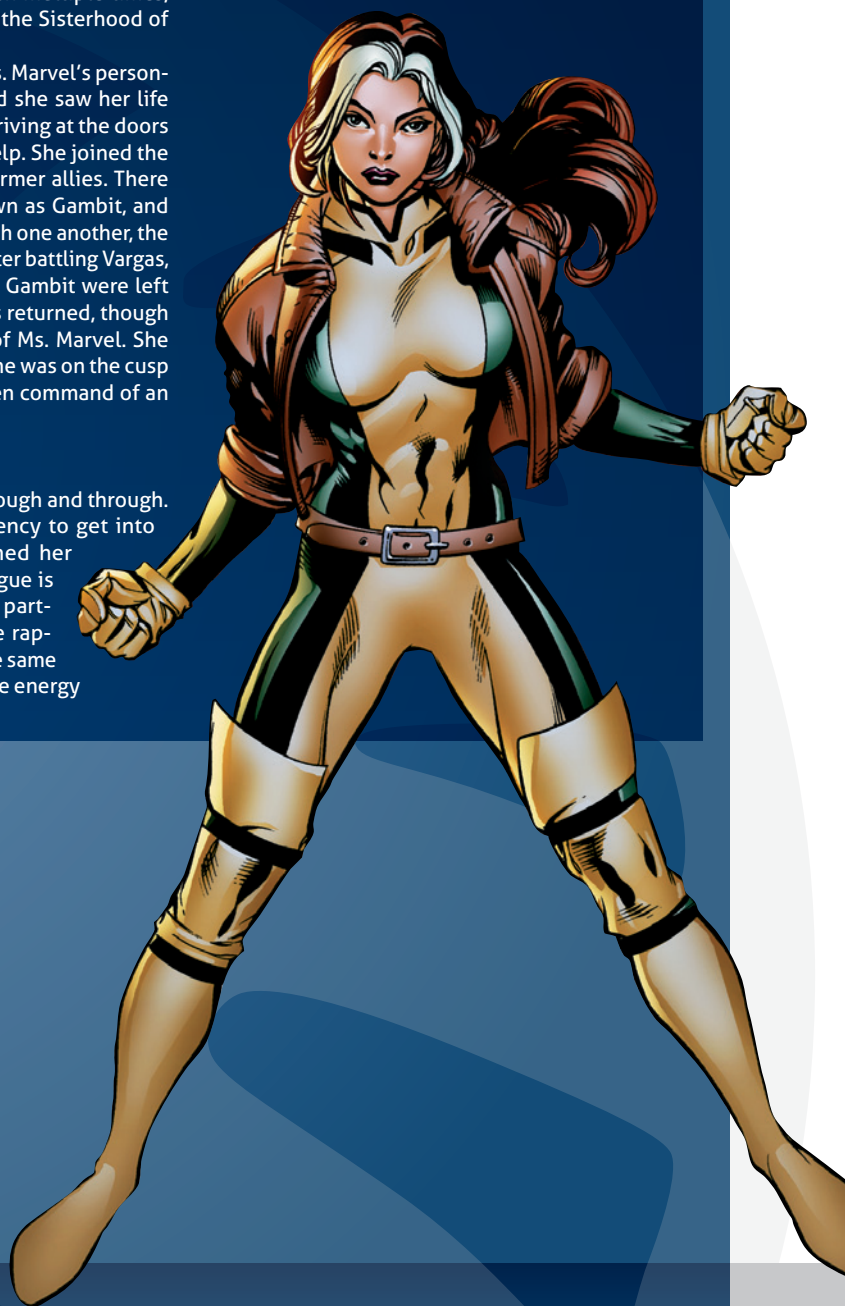
Rogue began to experience Ms. Marvel's personality coming to the forefront, and she saw her life for what it really was. She fled, arriving at the doors of Xavier Institute, begging for help. She joined the X-Men, and fought against her former allies. There she met Remy LeBeau, also known as Gambit, and the two fell in love. Unable to touch one another, the two had a difficult relationship. After battling Vargas, a powerful mutant, both she and Gambit were left powerless. Over time, her powers returned, though she never regained the powers of Ms. Marvel. She absorbed Sunfire's powers while he was on the cusp of death, and was soon after given command of an X-Men team by Cyclops.

### Personality

Rogue is a Southern belle, through and through. Her rebellious nature and tendency to get into trouble as a child is what earned her the name Rogue, and it stuck. Rogue is fiercely loyal to her friends and partners. Her personality can change rapidly, especially if she is sharing the same head-space as someone whose life energy she has absorbed.

### Abilities & Resources

Rogue has the ability to absorb the life energy of others through touch. Upon contact, she can use what powers they have, while sapping their life force and absorbing their psyches. If she holds on long enough, she can kill the victim. It is unknown how many powers she is capable of absorbing, though when she absorbs too many, the minds that crowd into hers can render her unconscious. She recently absorbed the abilities of Sunfire, giving her the powers of flight, strength, and the ability to project fire from her body.





# SABRA

Affiliations	SOLO 8BUDDY 6TEAM 10		
Distinctions	DISCIPLE OF XAVIER HAUNTED BY DEATH TRAINED BY MOSSAD		
Power Sets	MOSSAD-ISSUED GEAR		
	FLIGHT 6PLASMA BLAST 8		
	SFX: <i>Area Attack.</i> Against multiple targets, for each additional target add a D6 and keep an additional effect die.		
	Limit: <i>Gear.</i> Shutdown MOSSAD-ISSUED GEAR to gain 1 PP. Take an action vs. the doom pool to recover MOSSAD-ISSUED GEAR.		
	PEAK OF PERFECTION		
	ENHANCED REFLEXES 8ENHANCED SPEED 8		
	ENHANCED STAMINA 8SUPERHUMAN DURABILITY 10		
	SUPERHUMAN STRENGTH 10		
	SFX: <i>Dangerous.</i> Step back the highest die in your attack action pool to add a D6 and step up physical stress inflicted.		
	SFX: <i>Healing Factor.</i> Add ENHANCED STAMINA to your dice pool when helping others recover stress. Spend 1 PP to recover your own or another's physical stress or step back your own or another's physical trauma. If you assist in recovering another's physical trauma, the person gains one power of any kind at random as a D6 until the next Transition Scene. Step back your SUPERHUMAN DURABILITY until the end of a Transition Scene.		
	SFX: <i>Immunity.</i> Spend 1 PP to ignore stress, trauma, or complications from poison, disease, or fatigue.		
	Limit: <i>Exhausted.</i> Shutdown any PEAK OF PERFECTION power to gain 1 PP. Activate an opportunity or participate in a Transition Scene to recover that power.		
	Limit: <i>Mutant.</i> When affected by mutant-specific complications or tech, earn 1 PP.		
Specialties	ACROBATIC EXPERT 8COMBAT EXPERT 8		
	COVERT EXPERT 8TECH EXPERT 8		
	VEHICLE EXPERT 8		
	[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	ISRAELI SUPER-SOLDIER		
	1 XP when you discuss the political situation in Israel.		
	3 XP when you compare the political situation in Israel to the plight of mutantkind.		
	10 XP when you either dedicate your efforts to aiding the state of Israel, or dedicate your efforts to aiding mutantkind.		
	XAVIER'S DREAM		
	1 XP when you discuss Xavier's Dream.		
	3 XP when betray Xavier's Dream in order to destroy an enemy to mutantkind.		
	10 XP when you either dedicate yourself to the ideals of Xavier's Dream, or dedicate your life to killing all enemies of mutantkind.		



STRESS / TRAUMA

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## Ruth Bat-Seraph [secret]

### History

Ruth Bat-Seraph was born in a top-secret kibbutz, raised to serve as a mutant Mossad agent for the Israeli government. She was trained in all kinds of warfare, while learning to master her flourishing mutant powers. Her first mission was to engage the Hulk, who was mistakenly believed to be working for terrorists. Later, her son was killed during a terrorist attack. Ruth violated orders and sought out her son's killer, bringing him to justice. She focused primarily on domestic affairs in Israel, but was revealed to be a member of the Mutant Underground organized by Xavier when Operation: Zero Tolerance was activated. Ruth has frequently worked alongside the X-Men, especially when dealing with Magneto. Assigned to the X-Corporation's Paris branch, she left when the facility was bombed and shut down. She was with Xavier and the X-Men as they investigated the Sentinel attack on Genosha, and has since retained close ties with the team.

### Personality

Ruth Bat-Seraph is a woman with a purpose. Her Mossad training influences her personality, giving her an air of danger. Ruth still mourns the death of her son, Jacob, seeking to do justice in his name with the life she leads. She subscribes to Xavier's ideals of peace between humanity and mutants, and hopes to someday live to see that dream fulfilled.

### Abilities & Resources

Ruth is an elite special forces soldier, her training enhanced by her incredible mutant powers. She can lift a tank, run a mile in less than a minute, withstand injuries that would kill a normal human, and heal herself afterwards. She can also use her healing factor on others, helping them heal. If she transfers some of her life energy to them, she can give them a random superpower until Sabra takes it back. In addition, Sabra is equipped with multiple weapons and equipment designed by the Mossad. Her cape has an antigravity field, allowing her to fly, while her wrists are equipped with plasma-charged guns.



# SABRETOOTH

Affiliations	SOLO  BUDDY  TEAM 		
Distinctions	BAD TO THE BONE CENTURY-LONG GRUDGES SAVAGE SURVIVOR		
	 +1 PP or 		
Power Sets	<b>MUTANT PREDATOR</b>		
	ENHANCED DURABILITY  ENHANCED REFLEXES 		
	ENHANCED SPEED  GODLIKE STAMINA 		
	SUPERHUMAN SENSES  SUPERHUMAN STRENGTH 		
	SFX: <i>Adamantium Skeleton.</i> Step up or double ENHANCED DURABILITY when targeted by blunt-force or crushing attacks, then step up or add d6 to the doom pool.		
	SFX: <i>Berserk.</i> Add a doom die to your next attack action. After your action, step up the doom die and return it to the doom pool.		
	SFX: <i>Claws &amp; Fangs.</i> Step back the highest die in your attack action pool to add a D6 and step up emotional or physical stress inflicted.		
	SFX: <i>Healing Factor.</i> Spend 1 PP to recover your physical stress and step back your physical trauma.		
	SFX: <i>Immunity.</i> Spend 1 PP to ignore stress, trauma, or complications from poison, disease, or fatigue.		
	Limit: <i>Bloody Past.</i> Step up emotional or mental stress caused by government or covert sources linked to your past to gain 1 PP.		
	Limit: <i>Mutant.</i> When affected by mutant-specific complications or tech, earn 1 PP.		
Specialties	COMBAT MASTER  COVERT EXPERT 		
	CRIME EXPERT  MENACE MASTER 		
	PSYCH EXPERT 		
	[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]		
Milestones	<b>MUTANT TERRORIST</b>		
	1 XP when you threaten anyone you see as making mutantkind's place in the world weaker or less stable.		
	3 XP when you kill or maim a human who speaks out against mutants.		
	10 XP when you either gather a new incarnation of the Brotherhood of Evil Mutants in order to take over the world, or curb your bloodlust in order to lead an X-Men team.		
	<b>WEAPON X</b>		
	1 XP when you discuss ops you have done with your fellow Weapon X agents.		
	3 XP when you separate yourself from a team so that you can do a job the right way.		
	10 XP when you either kill someone who was associated with the Weapon X Program, or rescue another Weapon X agent from the clutches of the program.		



STRESS / TRAUMA

P



M



E





## Victor Creed [secret]

### History

Serial killer, mercenary, special ops agent, and terrorist: Victor Creed has added many vocations to his century-long resume. A psychopathic mutant hunter whose superhuman healing factor kept him alive through multiple world wars and international conflicts, Creed possesses a mysterious and checkered past. A member of Mister Sinister's Marauders, responsible for the massacre of the Morlocks underneath New York City and a constant threat to the X-Men, he's been a foe of Wolverine for longer than most heroes have been alive.

Years ago, Creed was a part of Team X, a mutant black ops unit that also included Wolverine. Their falling-out was explosive, and while both ended up part of Weapon X experiments, it wasn't until Creed began attacking Wolverine on the latter's birthday year after year that the depths of Creed's hatred became clear. Creed has taken on many jobs just to get close enough to Wolverine and his allies, but recently Creed was caught up in a plot involving a group of murderous evolutionary-advanced mutants known as the Children of the Vault. Forced to side with the X-Men against them, he remains with his former foes for the time being, kept at arm's length and under close watch.

### Personality

Victor Creed has been called a sadist, a vicious killer, and a psychopathic monster, though in recent years he has toned much of this down, if only to get what he wants. He hates being caged or watched, but his past is so extensive that there are hundreds of people at all levels of the covert and criminal world that would love to see him dead or incapacitated. His anti-authoritarian streak is a mile wide, and he delights in threatening and bullying the weak. When he has a cause, however, he is fearless, driven, and unstoppable. Professor Xavier once sought him out as a member of the X-Men, and if Creed would rein in his primal instincts, he might be a considerable asset to them.

### Abilities & Resources

Sabretooth is a mutant with a greatly enhanced regenerative healing factor and senses that operate well above those of other humans. Together with his elongated nails and canines, these abilities make him the perfect predator. He is capable of recovering from almost any injury, and the Adamantium implants in his bones—but not his joints—only improve his considerable durability. Sabretooth's senses are so acute he can track almost anyone whose scent he catches wind of, even if his quarry is able to cover their tracks. He is a formidable hand-to-hand opponent, has extensive training on special ops and wetworks teams, and his heightened speed and endurance allow him to push himself beyond the limits of most athletes and soldiers.

Although Sabretooth has few allies, he's worked with many criminals in the past and his fearsome reputation could make it easier to reconnect with them. He fathered a son by Mystique several decades ago, although neither has a kind word to say to the other now, and the son—human rights supremacist Graydon Creed—is now deceased. Regardless, Sabretooth can usually count on getting assistance from the shadowy edge of superhuman society, if he needs it.



# SHADOWCAT

Affiliations	Solo 6	Buddy 8	Team 10
Distinctions	GIRL NEXT DOOR SPIRITED TECH PRODIGY		
Power Sets	PHASING		
	AIRWALKING 6		
	INTANGIBILITY 10		
	SFX: <i>Disruption</i> . When including INTANGIBILITY as part of an attack action vs. tech-related targets, add a d6 and step up your effect die.		
	SFX: <i>Reactive Power</i> . Spend 1 PP to include a PHASING power in another character's dice pool before they roll. If that character takes stress, you immediately take d6 mental stress.		
	SFX: <i>Versatile</i> . Replace INTANGIBILITY with 2D8 or 3D6 on your next roll.		
	Limit: <i>Mutant</i> . When affected by mutant-specific complications or tech, earn 1 PP.		
	LOCKHEED THE DRAGON		
	FIRE BLAST 8		
	FLIGHT 6		
	SFX: <i>Hot Hot Hot!</i> Step up or double FIRE BLAST for one action, then step back to 2D6. Activate an opportunity to recover.		
	SFX: <i>To the Rescue</i> . If Kitty is stressed out, spend 1 PP to have Lockheed remove her from the scene.		
	Limit: <i>Unexplainable Absence</i> . Shutdown LOCKHEED THE DRAGON for the remainder of the scene to gain 1 PP.		
Specialties	ACROBATICS EXPERT 8		
	COSMIC EXPERT 8		
	SCIENCE EXPERT 8		
	VEHICLES EXPERT 8		
	COMBAT EXPERT 8		
	COVERT EXPERT 8		
	TECH EXPERT 8		
	[You may convert Expert d8 to 2D6, or Master d10 to 2D8 or 3D6]		
Milestones	INNOCENCE AND EXPERIENCE		
	1 XP when you reminisce about previous adventures.		
	3 XP when you point out something new and startling.		
	10 XP when you retire from adventuring for a safer job, or you take an opportunity for adventure in order to learn something new or experience something different.		
	STUDENT TEACHER		
	1 XP when you counsel or support a student.		
	3 XP when you admit to another instructor that you're not sure about your new role as teacher.		
	10 XP when you leave Xavier Institute to strike out on your own, or when you convince a student to stay enrolled at the school.		



STRESS / TRAUMA

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## Katherine "Kitty" Pryde [secret]

### History

A genius and computer prodigy whose mutant abilities manifested when she was thirteen years old, Katherine "Kitty" Pryde joined the X-Men despite interference from Emma Frost and the Hellfire Club. The youngest member admitted to the team, she has grown up in a world of costumed heroes, fantastic battles, and travels to alien locales. During those trying years she has matured greatly, adapting to the many extreme and exotic experiences with great aplomb.

She helped S.H.I.E.L.D. and worked with the New Mutants while proving to Professor Xavier she should retain her place in the X-Men proper. During a period of time when she thought the X-Men were dead, Kitty joined another group of heroes, Excalibur.

At Emma Frost's request, Kitty returned to the Xavier school as a teacher and potential safeguard against Frost returning to her villainous old ways. Early in her new tenure, she discovered her on-again, off-again boyfriend Colossus alive again, after believing him to be dead for the previous two years. They are exploring a return to their previous relationship.

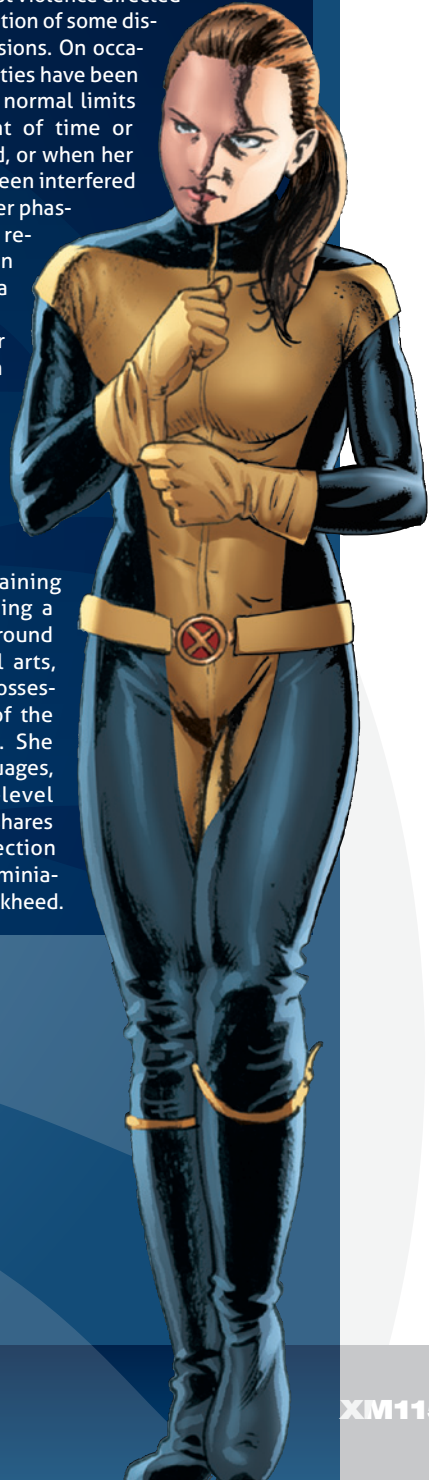
### Personality

Kitty is strong-willed to the point of occasionally being headstrong. Her natural self-confidence has grown through surviving multiple near-death experiences, enduring possession by ninja ghosts, resisting attempted demonic corruption from an inherited soulsword, and facing the loss of friends and loved ones. She is precocious, witty, and charming, though her exuberant and snarky sense of humor can grate occasionally on her teammates. Kitty is also extremely loyal to those people she considers her friends, regardless of circumstances or practical demands.

### Abilities & Resources

Shadowcat can render her body intangible, phasing out of synch with physical matter around her. This lets her walk through walls and even slowly walk on air itself. She can extend this effect to those she touches, rendering them intangible while she remains in contact with them. When passing through objects with active electrical fields, her phasing interferes destructively, shorting out electrical devices with often pyrotechnic side-effects. While phased, she is immune to most violence directed at her, with the exception of some disruptive energy emissions. On occasions where her abilities have been pushed beyond her normal limits in terms of amount of time or mass she has phased, or when her normal control has been interfered with by magic or other phasing powers, she has remained trapped in an intangible state for a period of time.

Even without her powers, Kitty is an impressive individual. A genius-level intellect, she has exceptional aptitude in computer science, mechanics, and electronics. Her combat training is extensive, including a considerable background in Japanese martial arts, thanks to previous possession by the ghost of the ninja master Ogun. She speaks several languages, has professional-level dance training, and shares an empathic connection with her "pet," the miniature alien dragon Lockheed.





# SHATTERSTAR

## Affiliations

SOLO

10

BUDDY

6

TEAM

8

## Distinctions

**DIMENSION-HOPPER**  
**MYSTERIOUS ORIGIN**  
**WARRIOR-BORN**

4  
+1 PP

or

8

## Power Sets

### BIO-SHOCK SWORDS

**SONIC BLAST**

6

**TELEPORT**

8

**WEAPON**

8

**SFX:** *Shockwave.* When making an attack action including WEAPON, take D6 physical stress in order to add SONIC BLAST to your dice pool and step up physical stress inflicted.

**Limit:** *Telepathic Teleportation.* Take an action vs. the doom pool to use TELEPORT. Take physical stress equal to your current Affiliation, then shutdown TELEPORT. Recover physical stress to recover this power.

**Limit:** *Gear.* Shutdown BIO-SHOCK SWORDS to gain 1 PP. Take an action vs. the doom pool to recover BIO-SHOCK SWORDS.

### GENETIC ENGINEERING

**ENHANCED DURABILITY**

8

**ENHANCED SENSES**

8

**ENHANCED SPEED**

8

**ENHANCED STAMINA**

8

**SUPERHUMAN REFLEXES**

10

**SUPERHUMAN STRENGTH**

10

**SFX:** *Adaptive Learner.* Step up or double a Specialty for your next action. Count both 1s and 2s on your dice as opportunities for this action only, but only 1s are excluded from your total or effect dice.

**SFX:** *Bred for the Arena.* Before you make an action including a GENETIC ENGINEERING power, move your mental or emotional stress dice to the doom pool and step up the GENETIC ENGINEERING power for this action.

**Limit:** *Hollow Bones.* Step up physical stress inflicted by brute force to gain 1 PP.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

**ACROBATIC EXPERT**

8

**COMBAT MASTER**

10

**COSMIC EXPERT**

8

**MENACE EXPERT**

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### LIBERATED

1 XP when you discuss being imprisoned.

3 XP when you liberate someone who is enslaved or imprisoned.

10 XP when you either dedicate your warrior life to freeing all sentient beings who are enslaved, or choose to forget your origins, making the Mojoverse seem like a distant bad dream.

### MOJO-MADE KILLER

1 XP when you talk about your home, the Mojoverse.

3 XP when you make an awkward social mistake because of your otherworldliness.

10 XP when you either embrace the emotional expectations of Earthlings, or shun them, remaining the cold, distant warrior Mojo created you to be.

PP



STRESS / TRAUMA

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XP



## Gaveedra Seven [secret]

### History

Shatterstar was artificially created and trained for televised combat 100 years in the future of the Mojoverse. He escaped from his time and dimension to Earth to recruit the X-Men to help free his world, but ended up finding Cable and the New Mutants instead. He agreed to join X-Force and aid Cable in exchange for help freeing his world. While with X-Force he discovered he had strange memories of an Earth mutant named Benjamin Russell. He was then captured along with Cable and forced into gladiatorial combat in the Mojoverse. During the games he was mortally wounded, but saved by Mojo's majordomo, Spiral, and transported to a mental health facility in Vermont. There, he encountered the comatose Benjamin Russell, who looked strangely identical to Shatterstar.

Another Mojoverse denizen, Longshot, transferred Shatterstar's soul into Benjamin and the two merged into one individual, both mind and body. This incident along with others has led some to surmise that Shatterstar is somehow the child of Longshot and Dazzler. Shatterstar traveled with the mutant Rictor to Mexico to end his family's arms dealing; sometime during Shatterstar's tenure with X-Force and travels with Rictor, they had developed romantic feelings for one another. Shatterstar was lured to Madripoor to take place in a tournament, but it was actually a ruse by Spiral to draw him into an alternate reality where she ruled the world. He successfully liberated that world from that Spiral's rule and then rejoined his X-Force companions.

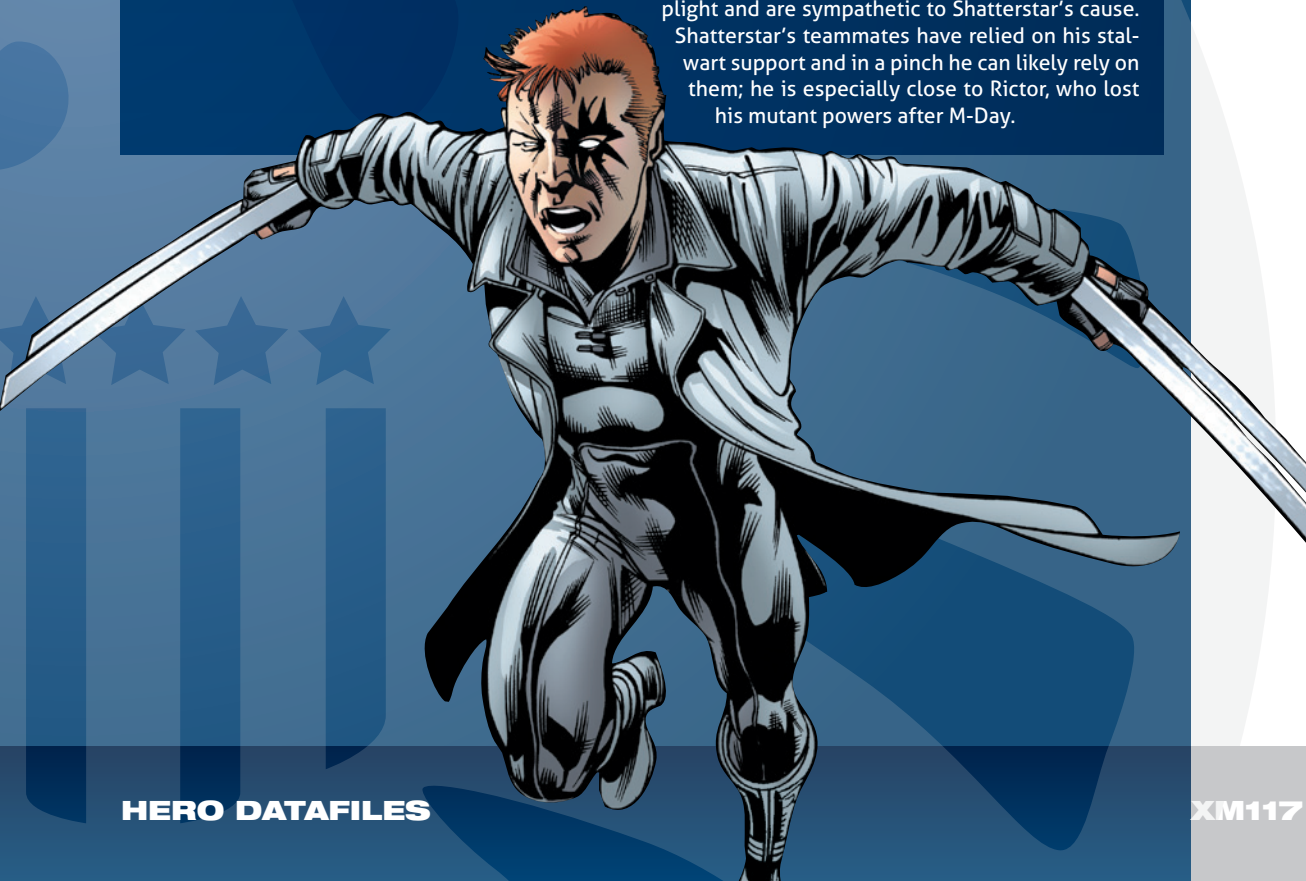
### Personality

Shatterstar was created to be a gladiator and raised for that sole purpose. He is serious about warfare and does not believe in anything less than full effort in combat. Headstrong and proud, Shatterstar often engages the most powerful and respected adversary he can find to test his own mettle. Shatterstar still hopes to free his homeworld from the rule of Mojo V, although his troubles on Earth have side-tracked him considerably. Despite his extended time on Earth, his alien upbringing leads him to be confused by many Earth traditions and culture. He has an amazing intellect and ability to learn, having taught himself Spanish by watching TV. Shatterstar has a liberated sexual attitude that is completely unfettered by Earth morality and notions.

### Abilities & Resources

Shatterstar's engineered abilities exceed a normal human's ability in almost every way. In addition to his augmented physical abilities he is an expertly trained combatant and showman, made for the televised dystopia of Mojoworld. Shatterstar's blades can penetrate materials that normal weapons cannot. He can discharge sonic energy through his blades, though he prefers to rely on his combat prowess. He can use his swords and the mental image of a person linked to him (an "anchor") to teleport a small group, but he must wait for an extended period of time before teleporting again.

Shatterstar has been a member of X-Force and shares potential familial connections with Longshot and Dazzler. The X-Men know of Mojoworld's plight and are sympathetic to Shatterstar's cause. Shatterstar's teammates have relied on his stalwart support and in a pinch he can likely rely on them; he is especially close to Rictor, who lost his mutant powers after M-Day.



# SIRYN

## Affiliations

Solo

6

Buddy

8

Team

10

PP  
[ ]

## Distinctions

FIERY TEMPER  
IRISH LASS  
STRONG WILLED

4  
+1 PP

or

8

STRESS / TRAUMA

## Power Sets

### BANSHEE SCREAM

Enhanced Senses

8

Mind Control

6

Sonic Blast

8

Subsonic Flight

8

**SFX:** *Area Attack.* Against multiple targets, for each additional target add a D6 and keep an additional effect die.

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from sound-based attacks.

**SFX:** *Unleashed.* Step up or double any BANSHEE SCREAM power for one action. If that action fails, add a die to doom pool equal to the normal rating of that power die.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Uncontrollable.* Change any BANSHEE SCREAM power into a complication to gain 1 PP. Activate an opportunity or remove the complication to recover that power.

## Specialties

Crime Expert

8

Psych Expert

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### BANSHEE'S DAUGHTER

1 XP when you discuss your family's complicated mutant history.

3 XP when you rebel against your family.

10 XP when you either attempt to gather your family together into a team for you to lead, or disavow your links to your family.

### X-FACTOR INVESTIGATOR

1 XP when you discuss an investigation.

3 XP when you break X-Factor's rules and rebel against the group.

10 XP when you either successfully complete a difficult investigation, or leave the team to continue pursuing an investigation on your own.

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XP

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## Theresa Maeve Rourke Cassidy [secret]

### History

Theresa's father, Sean Cassidy AKA Banshee, met and romanced her mother on a secret Interpol mission. Banshee's mission ended without knowing that she was pregnant. When Theresa's mother was slain in an IRA bombing, her uncle Black Tom Cassidy took her in, suspecting she would develop powers like her father. When she did, Black Tom introduced her to a life of super-powered crime and she became Siryn. When they were stopped, Black Tom exonerated his niece and explained her origin to the X-Men. Siryn was introduced to her father for the first time and they worked on establishing a relationship. Siryn split her time between Cassidy Keep and Muir Island with her father and his new beau Moira McTaggart.

On Muir Island, Siryn met and became romantically involved with Jamie Madrox, Multiple Man. Following an adventure with the New Mutants, Siryn and Madrox parted ways. She later resurfaced when Black Tom and the Juggernaut attacked the World Trade Center. There she teamed with X-Force and Spider-man to stop the duo. She remained with the fledgling X-Force after the incident, providing some age and experience to the group. After Cable and Cannonball left the group, Siryn assumed a leadership role. After X-Force disbanded Siryn joined X-Corporation. She joined X-Factor Investigations at Madrox's invitation. When the team foiled Singularity Investigations machinations, the organization brutally beat Siryn to send a message. When Cyclops informed Siryn of her father's death she reacted with extreme denial: after all, the X-Men die and come back very regularly.

### Personality

Siryn spent her youth being groomed to be an obedient subordinate, but since breaking away from her Uncle Black Tom's grasp she has shown great willpower and perseverance. She is unafraid to express her opinion and has overcome a number of injuries that have disrupted her mutant powers. She is comfortable with her background as a super villain, as daughter to a hero, and as a woman of Irish descent. When situations become heated or personal, Siryn's willingness to disagree can quickly become an opportunity for her temper to get the best of her; the connection between her voice and her powers can lead her to accidentally unleash sonic screams. Siryn's will and temper make her a fearless ally to her friends and a terrible foe to those that have wronged her.

### Abilities & Resources

Siryn has the ability to project powerful sound waves from her vocal chords. She can create sonic blasts, fly, use her voice as sonar, and hypnotize people, though it is believed that mutants are somehow resistant to her hypnotism. Siryn is the daughter of the X-Men member Sean Cassidy, AKA Banshee, and has a long affiliation with the X-Men. She has had romances with Deadpool and Multiple Man and still cares for both. During her tenure in X-Force, Siryn developed a number of lifelong friendships and has allies in X-Factor Investigations. Siryn has led teams before, and could competently do so again if required. All told, Siryn has a diverse group of people within the mutant community to call upon.



# STRONG GUY

## Affiliations

Solo

6

Buddy

10

Team

8

PP



## Distinctions

**BAD TICKER**  
**PROTECT THE LITTLE GUY**  
**SNARKY**

4  
+1 PP

or

8

## Power Sets

### MUTANT POWERHOUSE

**ENHANCED DURABILITY**

8

**ENHANCED STAMINA**

8

**SUPERHUMAN STRENGTH**

10

**SFX:** *Absorption.* On a successful reaction against a physical attack action, convert your opponent's effect die into a MUTANT POWERHOUSE stunt or step up a MUTANT POWERHOUSE power until used in an action. If your opponent's action succeeds, spend 1 PP to use this SFX.

**SFX:** *Take the Hit.* Spend 1 PP to take physical stress intended for a nearby ally or friend.

**SFX:** *Versatile.* Replace SUPERHUMAN STRENGTH die with 2D8 or 3D6 on your next roll.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Uncontrollable.* Change any MUTANT POWERHOUSE power into a complication to gain 1 PP. Activate an opportunity or remove the complication to recover that power.

## Specialties

**COMBAT EXPERT**

8

**PSYCH EXPERT**

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### BODYGUARD TO THE STARS, IN THE STARS

1 XP when you talk about security measures.

3 XP when you take stress for your client.

10 XP when you either give up your status as bodyguard, informing your client that they are on their own, or sign a contract with a new client, pledging to be their bodyguard.

### SIMPLE NAME, SIMPLE PURPOSE

1 XP when you talk about fights you've been in.

3 XP when you use your SUPERHUMAN STRENGTH to create an asset, power stunt, or complication.

10 XP when you either take down a villain who also has SUPERHUMAN STRENGTH, or save the world with your own strength.

STRESS / TRAUMA

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XP



## Guido Carosella [secret]

### History

Guido grew up scrawny with thick glasses and without his parents. Living with his aunt and uncle, his powers manifested when he was victimized by bullies and hit by a bus. He absorbed enough force that his scrawny body became disproportionately muscled. He left school and frittered away the money he won as a result of his parents' accidental death. Guido crossed paths with Lila Cheney, the intergalactic thief and rock star, and became her bodyguard. While on Muir Island Guido was dominated by the Shadow King and forced to commit violent acts.

After his defeat, Valerie Cooper recruited Guido for a new government-sponsored X-Factor team. At the press conference, he jokingly dubbed himself "Strong Guy" and the name stuck. X-Factor clashed with Mister Sinister and his henchmen, the Nasty Boys. Strong Guy made a bad impression by destroying the Washington Monument in the ensuing brawl. During another battle, a bomb endangered his old employer, Lila Cheney, and he threw himself on it to protect her. The massive influx of kinetic energy was too much for Guido's body to safely handle. His heart weakened and he plunged into coma. Jamie Madrox, AKA Multiple Man, rescued him from the coma and a device made by mutant inventor Forge repaired his weakened heart. Guido joined Madrox's new X-Factor Investigations as the team's muscle. He stood up for the de-powered mutants of Mutant Town and supported the enigmatic Layla Miller during a time of crisis.

### Personality

Guido is at heart the nerdy boy with glasses. He remembers being bullied and often uses his own size to stick up for the vulnerable. He grew up an underdog and an outcast and is quick to support those that are outmatched. His massively muscled and disproportionate body makes him appear oafish, an opinion he sometimes purposefully reinforces. Nonetheless, Strong Guy possesses a keener intellect than he is given credit for. Loyal to a fault, Guido is happiest supporting his friends and lending a hand rather than taking a lead role. It was no accident that he was the first person to join Madrox's P.I. enterprise.

### Abilities & Resources

As a result of his mutant ability to absorb kinetic energy, Guido has significantly more physical power than an ordinary human being. Use of his powers puts a great strain on his body, and though his heart is artificially supported, he is unlikely to put on any more permanent muscle. Guido has traveled the universe with Lila Cheney and is on excellent terms with the members of two X-Factor teams. He's a steadfast ally and his loyalty would inspire former teammates to help him in a time of need. Although not the most famous or flashy member of the X-Men, his dedication and loyalty are well known and respected even when he disagrees with the team's core members.





# SURGE

## Affiliations

SOLO

10

BUDDY

6

TEAM

8

PP  
□

## Distinctions

**FAST TALKER**  
**I CAN'T CONTROL THIS**  
**STREET-SMART**

4  
+1 PP

or

8

STRESS / TRAUMA

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□

## Power Sets

### ELECTRICAL CONDUIT

**ELECTRICITY BLAST**

8

**ENHANCED REFLEXES**

8

**ENHANCED SPEED**

8

**SFX:** *Energy-Regulating Gauntlets.* Shutdown an ELECTRICAL CONDUIT power to step up another ELECTRICAL CONDUIT power. Activate an opportunity or participate in a Transition Scene to recover the power.

**SFX:** *Gathering Power.* On a successful reaction against an electricity-powered action, convert your opponent's effect die into an ELECTRICAL CONDUIT stunt or step up an ELECTRICAL CONDUIT power until used in an action. If your opponent's action succeeds, spend 1 PP to use this SFX.

**SFX:** *Shock-Storm.* Add a D6, D8, OR D10 to an attack action using ELECTRICITY BLAST, and then add a die of the same size to the doom pool.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

**Limit:** *Uncontrollable.* Change any ELECTRICAL CONDUIT power into a complication to gain 1 PP. Activate an opportunity or remove the complication to recover that power.

## Specialties

**COMBAT EXPERT**

8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### LEARNING CONTROL

1 XP when you discuss the problems with your powers.

3 XP when you use your powers to create a stunt.

10 XP when you either seek out a hero or villain with electricity-based powers to help you gain mastery over your powers, or refuse any further aid or instruction in controlling your powers.

### ROUGH CHILDHOOD

1 XP when you discuss something horrid you have seen while living on the streets.

3 XP when you discuss something helpful or wonderful that you saw while living on the streets.

10 XP when you either put your life on the streets behind you, or leave the Xavier Institute with a team of mutants you have gathered, in order to make your living on the streets.

## Noriko Ashida [secret]

### History

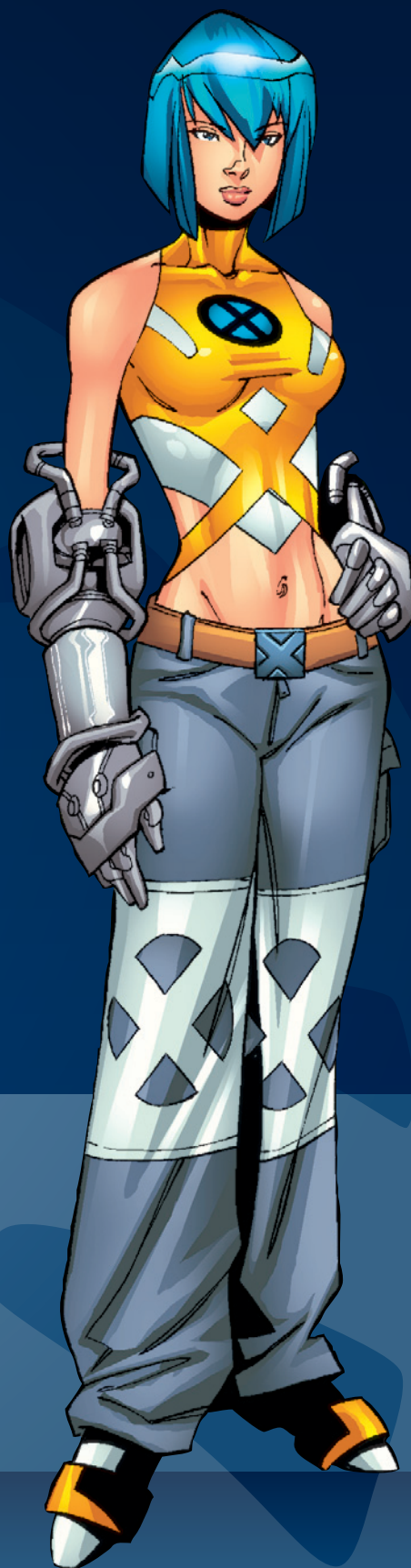
Noriko Ashida was a Tokyo native who fled the country when her powers manifested themselves. Making her way to New York, she lived homeless on the streets until she learned of Xavier's school. When she showed up at the gates of the school, she was confronted by Hellion; he sent her away, thinking she was a drug-addicted homeless girl. Elixir gathered some friends to search for her, finding her in Salem Center buying the drugs she needed in order to keep her powers under control. She was subdued by Wallflower and taken back to the school, where Beast created a pair of special gauntlets designed to absorb and dissipate the energy she drew from the air. She gained acceptance from the group when she cleverly figured out how to cause a cata-tonic Elixir to heal himself by jolting him with her electric energy. Noriko began a relationship with Prodigy, and though his powers were lost in the M-Day incident, Noriko continued her relationship with him. Shortly thereafter, Forge created a newer, more effective set of gauntlets for her to wear.

### Personality

Noriko is a quiet and reserved girl, unsure how to handle her powers, and constantly in fear of accidentally harming someone with them. The built up electrical energy can cause her mind to race, and she will often begin speaking faster than anyone else can understand. Noriko is a very forgiving person, willing to set aside her own misgivings if it means making friends.

### Abilities & Resources

Noriko absorbs electricity from everything around her: the air, outlets, electrically powered appliances. Only through wearing her specially designed gauntlets is she able to control and regulate this. After absorbing the energy around her, she can discharge it from her body in electrical pulses, blasting powerful lightning at her foes. She can also channel the electricity through her own body, enabling her to generate bursts of speed, leaving a trail of static electricity in her wake.



# WOLFSBANE

## Affiliations

Solo 6 BUDDY 8 TEAM 10

PP  
[ ]

## Distinctions

ADVICE IS FREE  
RELIGIOUS CODE  
WILD SIDE

4 +1 PP or 8

## Power Sets

**MUTANT LYCANTHROPE**

ENHANCED REFLEXES 8      ENHANCED STAMINA 8  
ENHANCED STRENGTH 8      GROWTH 6  
SUPERHUMAN SENSES 10

SFX: *Berserk*. Add a doom die to your next attack action. After your action, step up the doom die and return it to the doom pool.

SFX: *Claws & Fangs*. Step back the highest die in your attack action pool to add a D6 and step up physical stress inflicted.

Limit: *Guilt*. Step up emotional stress inflicted by moral or religious dilemmas to gain 1 PP.

Limit: *Mutant*. When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

ACROBATIC EXPERT 8      MENACE EXPERT 8  
MYSTIC EXPERT 8      PSYCH EXPERT 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

**FAITH**

1 XP when you discuss the strength to be found in a higher power.  
3 XP when you exhibit guilt over your lupine instincts.  
10 XP when you either reconcile your religious upbringing with your mutant gene, or lose your faith and find something to fill that spiritual hole.

**WOLF**

1 XP when you relate to other humans with instincts that you have taken from your wolf form.  
3 XP when you display your humanity while in your wolf form.  
10 XP when you declare your human form as secondary and decide that your truer side is your inner wolf, or find a shapechanging mentor who can help you reconcile your human and your wolf forms.

STRESS / TRAUMA

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XP  
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## Rahne Sinclair [secret]

### History

Rahne Sinclair was raised by an extremely religious adoptive father. When her powers manifested, he viewed her lycanthropy as possession by a demon and sought to exercise it. Sinclair was saved and adopted by the researcher Moira MacTaggart, who then introduced her to Charles Xavier. Along with other young students, she saved Professor X from the Hellfire Club and persuaded him to allow them to form a new team: the New Mutants.

Rahne's strict religious upbringing caused her to feel shame and guilt over natural romantic impulses and also made her wary of some mutants she encountered.

When the New Mutants went to Asgard, Rahne began a relationship with the Wolf-God, Jotunheim. She considered staying in Asgard for him, but ultimately returned with the rest of the New Mutants.

Wolfsbane was kidnapped by Genoshan forces that turned her into a mutate. The transformation increased the ferocity and power of her lycanthrope form and left her unable to change back. She left the New Mutants to cope with the changes she undertook. Wolfsbane joined X-Factor when it re-formed as a government agency. She was cured of the effects of her time in Genosha and joined Excalibur on Muir Island with her mother, who was then killed in a bomb blast. Rahne lost her powers in a conflict and briefly led a team of mutant trainees at the Xavier Institute. After having a romance with Elixir, the student that restored her powers, she left to find herself and joined Multiple Man's X-Factor Investigations.

### Personality

Wolfsbane has come to terms with the traumas of her upbringing, overcoming a number of prejudices towards other mutants and doubts about herself, and becoming mostly comfortable with her faith. However, her wolf-form creates more animalistic urges that conflict with her personal ethos. It is a constant battle for her to restrain the ferocity and instinctive nature of the wolf, and, at times, her actions during the heat of battle prompt her to undertake another round of soul searching. She takes on the role of conscience when her friends are in danger of making mistakes, as she knows the price of failing to meet your own standards all too well.

### Abilities & Resources

Wolfsbane can transform into a wolf. She can assume a hybrid of full wolf form and gains all the natural abilities of a wolf while changed. It increases her strength and stamina, though not to superhuman levels, and heightens her senses and reflexes. Her full wolf form also increases her size to some extent. Wolfsbane has been a member of the New Mutants, Excalibur, and two incarnations of X-Factor. She taught at the Xavier Institute. While she is closest to her teammates, past and present, she is a respected and valued member of the X-Family. Her adoptive mother, Moira MacTaggart, still connects Rahne to much of the scientific community. Wolfsbane has allies worldwide that know her good nature and would help her in an instant.



# X-23

## Affiliations

SOLO

10

BUDDY

8

TEAM

6

PP  
[ ]

## Distinctions

CLONE EXPERIMENT  
KILLER INSTINCT  
WOLVERINE'S WATCHDOG

4  
+1 PP

or

8

STRESS / TRAUMA

P  
4  
6  
8  
10  
12

M  
4  
6  
8  
10  
12

E  
4  
6  
8  
10  
12

XP  
[ ]

## Power Sets

### FERAL MUTANT

ADAMANTIUM CLAWS 10

ENHANCED REFLEXES 8

ENHANCED STRENGTH 8

GODLIKE STAMINA 12

SUPERHUMAN SENSES 10

**SFX:** *Berserk.* Add a doom die to your next attack action. After your action, step up the doom die and return it to the doom pool.

**SFX:** *Healing Factor.* Spend 1 PP to recover your own physical stress or step back your own physical trauma.

**SFX:** *Immunity.* Spend 1 PP to ignore stress, trauma, or complications from disease, drugs, and poisons,

**SFX:** *Slice & Dice.* Against a single target, step up or double a FERAL MUTANT die. Remove the highest rolling die and use three dice for your total.

**Limit:** *Mutant.* When affected by mutant-specific complications or tech, earn 1 PP.

## Specialties

ACROBATIC EXPERT 8

COMBAT MASTER 10

COVERT MASTER 10

MENACE EXPERT 8

[You may convert Expert D8 to 2D6, or Master D10 to 2D8 or 3D6]

## Milestones

### THE BEST AT WHAT SHE DOES

1 XP when you lead your team in battle.

3 XP when you teach a teammate the art of hand-to-hand combat.

10 XP when you either kill an opponent in front of your team, or declare you will never take another life.

### LOGAN'S DNA

1 XP when you stalk an enemy like a predator stalking prey.

3 XP when you take an ally out for a night out on the town.

10 XP when you either find Wolverine and demand he be your mentor, or disavow any part of Logan's traditions or legacy and seek out your own path.

## Laura Kinney [secret]

### History

After the failure of the Weapon X project in creating a controlled weapon, the project's director, Marin Sutter, hired Dr. Sarah Kinney, a mutant geneticist, to create a clone of Wolverine. The genetic sample was damaged, and they were unable to recover the Y chromosome they needed after 22 attempts. Kinney tried to instead create a female subject against the wishes of Sutter. When the creation of the embryo was successful, Sutter's protégé Zander Rice forced Kinney to carry the child to term as the surrogate mother, and X-23 was born.

X-23 was raised a prisoner, trained only for murder and assassination. X-23's bone claws were covered in Adamantium, and Rice created a trigger scent meant to turn X-23 into a killing machine when she smelled it. She was sent on missions across the globe to kill countless targets. Rice soon fired Kinney, but as she left, Kinney assigned X-23 to destroy the pods containing other clones. X-23 was exposed to her trigger scent during the destruction, and killed Kinney as a result. In Kinney's last breaths, she gave X-23 the name Laura. X-23, after finding solace for a time, decided to track down Wolverine and make him pay for his role in her creation. She confronted him, and they formed an uneasy bond. After M-Day, Laura joined Xavier's school and has remained there ever since.

### Personality

Laura bears many of the same personality traits as her originator, Wolverine. She is serious and deadly, willing to take the lives of those who stand in her way. She is steadily learning to become human, however, rejecting her past as a mindless killing machine. She is obsessively protective of Wolverine, following him on numerous missions against his will and often leaving him unaware of her presence. Her defensiveness can often take over reflexively, such as when she attacked Bishop for attacking Wolverine during a training exercise.

### Abilities & Resources

Being a clone of Wolverine, Laura possesses many of the same abilities as the Canadian mutant. Her regenerative healing factor can heal almost any wound. Like Wolverine, she possesses retractable Adamantium claws that emerge from her wrists. Unlike Wolverine, however, each hand has only two claws, and she also has a single claw that emerges from each foot. Her senses are incredibly acute, able to hear and smell things at incredible distances. Having trained for years as an assassin, she possesses the highest levels of black ops training and is a master at multiple forms of armed and unarmed martial arts.





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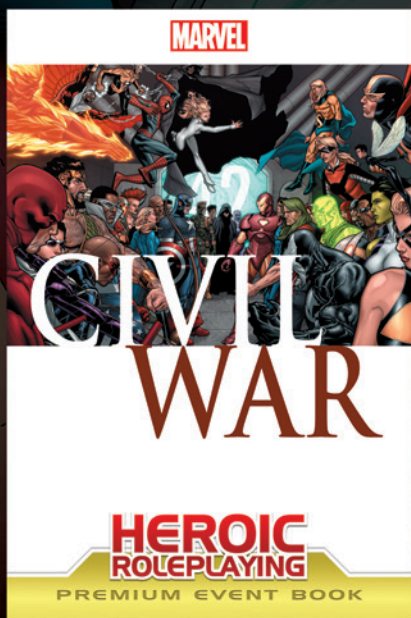
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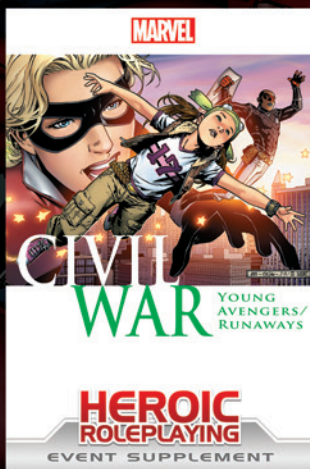
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The United States Government has passed the Superhuman Registration Act. Iron Man heads the movement to register everyone with powers or abilities, but Captain America is the rallying figure for the resistance forces opposed to government control.

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