

The cover features a central illustration of Wolverine in his yellow and blue suit, lunging forward with a determined expression. He is surrounded by a collage of other X-Men characters' faces, including Cyclops, Storm, Beast, and others. The background is a mix of blue and white.

MARVEL SUPER HEROES™ ADVENTURE GAME

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MARVEL SUPER HEROES ADVENTURE GAME

X-MEN[®]

ROSTER BOOK

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WHAT IS A MUTANT?

A mutant is a being born with a physical or mental trait not possessed by either of its parents. Mutations take different forms. Some mutants, like Nightcrawler and Archangel, have obvious physical mutations. Others, like the White Queen and Professor X, appear no different physically from normal human beings. But all are different from humans in the expressions of inborn superpowers.

Mutants are different than *mutates*, those born normal but later exposed to mutagenic agents. Spider-Man and the Thing are examples of *mutates*.

WHAT CAUSES MUTATIONS?

The Celestials—massively powerful, star-faring aliens—visited Earth over a million years ago and performed gene-altering experiments to evolve different races. They introduced dormant genetic mutations into mankind's gene pool, but it wasn't until recently that these became evident.

The very first human mutant is the man now known as Apocalypse, born roughly 5,000 years ago. Mutants have appeared occasionally since, but they exploded in number in the latter half of the 20th century due to the increase of radiation in the environment brought on by the Atomic Age.

WHY DO PEOPLE HATE MUTANTS?

A common problem mutants face is blind, unreasoned prejudice. Many normal people on Marvel Earth view mutants as unknown, different, and very dangerous. The fact that some mutants refer to themselves as *Homo superior*, the next step in the evolution of humankind, doesn't help to calm their fears. Mutant racism seems justified to many people due to villains such as Magneto, the Brotherhood of Evil Mutants, and the Mutant Liberation Front. And, as is always the case, the media and the person on the street emphasize the bad over the good.

The history of mutantkind parallels that of many minority groups over time. Mutants are easy to hate and fear, and are often seen as a separate race. Stereotypes are common ("All those dirty muties are alike"). Even selflessly heroic mutants are painted with this brush.

A few mutants have banded together to assuage this prejudice. The most significant contributions come from Charles Xavier, known to heroes as Professor X. His schools have attempted to set young mutants on the path of good and ensure them a healthy, close-to-normal life. This is a constant struggle.

Of course, non-mutant heroes also suffer backlashes. Spider-Man, for instance, constantly gets roasted by the media as a monster. Even the Fantastic Four initially were seen as freaks and hunted by the military. Whenever someone has a special ability others do not, jealousy and fear are bound to arise. But true heroes do good deeds and rise above the reactions of the uninformed.

X-TEAM ONE: THE X-MEN

History: The X-Men are a team of mutant heroes founded, funded, and guided by the mutant telepath Charles Xavier. It was Professor X's original intent to train young mutants in the use of their powers so that they could help themselves and the world at large. However, as he was starting his School for Gifted Youngsters, criminal mutants began appearing, some organized in teams such as the Brotherhood of Evil Mutants. The intent of Xavier's school soon evolved and included efforts to show the world that all mutants were not evil and should not be feared. Xavier's dream is that humans and mutants may someday be able to live together in peace, and it is this dream that remains the main focus of the team.

The original X-Men were Xavier's first students, trained as heroes under the codenames of Angel, Beast, Cyclops, Iceman, and Marvel Girl. At one time, when it appeared that Xavier had died, the team drifted apart, but its members were reunited by the threat of the first Sentinels and the arrival of Havok, Cyclops's brother. When Xavier's death was shown to be a hoax, the X-Men were back in business.

The first major expansion to the X-Men's membership occurred when Xavier created a new team to help find the missing original X-Men. Banshee, Colossus, Nightcrawler, Storm, Sunfire, Thunderbird, and Wolverine saved the original X-Men, and a new team—with a somewhat fluid lineup—was born.

As the X-Men changed, so did their foes. The original Brotherhood of Evil Mutants gave way to a second Brotherhood (later called Freedom Force). The Inner Circle of the Hellfire Club emerged as a mutant-dominated threat against freedom in the world. From deep beneath the sewers of New York City, a kingdom of mutant outcasts called the Morlocks rose to the surface, menacing normal people and eventually clashing with the X-Men. The ever-increasing fear among the public of the "mutant menace" prompted some factions of the government to establish a mutant-control organization, Project Wideawake, to attack or confine mutants.

Meanwhile, the X-Men continued to change. Kitty Pryde (later called Shadowcat) was recruited as Xavier and Emma Frost, the White Queen of Hellfire Club's Inner Circle, began competing for students. Rogue, a onetime member of the Brotherhood of Evil Mutants, came to Xavier seeking help in controlling her powers. Storm went through a traumatic time, but eventually emerged as the leader of the team. From a dark alternate future ruled by the Sentinels, Rachel Summers, a vessel of the Phoenix Force and the daughter of the Cyclops and Marvel Girl of her reality, fled to the present of Marvel Earth and joined the team.

Professor Xavier gradually ceased being an active part of the X-Men, first turning his attention to a new group of students, but ultimately leaving Earth for a life among the stars with his alien lover Lilandra, Empress of the Shi'ar Galaxy. The professor chose his former enemy Magneto as his successor, and for a time this mutant supremacist tried his level best to bring Xavier's dream to pass. However, violent clashes with the Hellfire Club, the time-traveler Trevor Fitzroy, and the alpha mutant



Apocalypse soon forced another transition in the X-Men, and Magneto returned to his villainous ways. This phase in X-Men history culminated with the apparent death of most members in battle against the mystical Adversary. Soon after, Excalibur rose from the ashes of the X-Men; its founding members were Shadowcat, Nightcrawler, and Rachel Summers, the only apparent survivors.

Xavier eventually returned to Earth, and the reported demise of the X-Men was revealed to be untrue. For a time the X-Men were split into two teams, X-Men Blue and X-Men Gold, to maximize their effectiveness against menaces like the alien invaders known as the Phalanx and Apocalypse's growing agenda of worldwide chaos. Even old foes such as Emma Frost emerged as allies during this dark time.

Recently, the X-Men have faced their greatest threats so far. First, while trying to purge the evil from Magneto's mind, Professor Xavier lost control of his powers and transformed into the evil being known as Onslaught. Xavier almost destroyed the world, and it was only the assembled might of all the Earth's heroes that stopped him. Then, even as they were recovering from these shocking events, the X-Men and the rest of mutantkind were subjected to the genocidal agenda of Bastion, who briefly managed to secure international sanction to exterminate mutants under the banner of Operation: Zero Tolerance. Bastion seized many of the X-Men's resources as part of his efforts, and the team is still rebuilding.

Current Status: Though hated and feared by those they are sworn to protect, hunted by numerous enemies, and in constant personal turmoil, the X-Men are still the premier mutant hero team in the Marvel Universe. They continue to be guided by Professor Xavier's dream of a better tomorrow for humans and mutants alike. The team currently operates from the Xavier Estate, with the Xavier Institute for Higher Learning serving as its headquarters. Storm is the team's leader.

Signature Equipment: The X-Men vacillate between uniforms and unique costumes. The original X-Men wore yellow-and-black uniforms, each equipped with a radio commlink allowing communication within a mile. The present team members wear individual costumes of their own design.

Noteworthy Members: All the key members of the X-Men, past and present, are given full write-ups in the pages that follow in this book.

The original X-Men were Angel (currently known as Archangel), Beast, Cyclops, Iceman, and Marvel Girl (currently Phoenix). They originally were led by Professor X. Here are the X-Men as they first appeared.

Angel: Strength 5X, Agility 6D, Intellect 4X, Willpower 4X, Edge 1, Hand Size 3. Fast Exit. Wings 10. Calling: Youthful Exuberance.

Beast: Strength 10X, Agility 10D, Intellect 7C, Willpower 4D, Edge 1, Hand Size 3. Acrobatics, Biochemistry, Electronics, Writing. Leaping 10, Prehensile Feet 10 (similar to Prehensile Hair). Calling: Outcast.

Cyclops: Strength 4X, Agility 5X, Intellect 6X, Willpower 4D, Edge 1, Hand Size 3. Leadership. Energy Blast 12 (Momentum, Ricochet, Wide Angle Beam). Invulnerability to his own blast. Equipment: Visor controlling his blast. Calling: Uncontrolled Power.

Iceman: Strength 3X, Agility 4D, Intellect 4X, Willpower 5X, Edge 1, Hand Size 3. Flinging. Cold Control 9 (Body Armor, Ice Missiles, Ice Walls), Invulnerability to Cold. Calling: Youthful Exuberance.

Marvel Girl: Strength 3X, Agility 4X, Intellect 5X, Willpower 5X, Edge 1, Hand Size 3. Telekinesis 8. Calling: Peace of Mind.

Professor X: Strength 3X, Agility 3X, Intellect 10B, Willpower 12A, Edge 2, Hand Size 4. Computers, Electronics, Genetics, Leadership, Meditation, Mental Control, Teaching. Detection (Mutants), Mind Control, Psi-Screen, Psychic Blast, Telepathy (Mindwipe)—all powers at intensity 12. Hindrance: Unable to walk (compensated somewhat by wheelchair). Calling: Mentor.



X-TEAM TWO: X-FACTOR

History: As anti-mutant hysteria grew, the original students of Professor X feared that the X-Men's mission was failing. When Xavier chose Magneto to lead his teams, Angel and Marvel Girl created X-Factor. They sought to gain the trust of mutants and help them control their abilities so they could lead productive lives.

To achieve its ends, X-Factor posed as a private mutant-control agency, complete with TV ads, public offices, and a PR director, Cameron Hodge. Behind the mask, X-Factor was a division of Angel's Worthington Industries. The five original X-Men publicly posed as investigators addressing public concerns about mutants. Once contacted about a potential mutant, the team would capture the subject, verify his or her mutant status, and (usually) arrange for secured transport back to X-Factor's HQ. After collecting payment for its services, the team would reveal its true agenda to the captive and offer assistance. After the mutant mastered his or her powers, X-Factor would fund the mutant's return to society, with no one the wiser.



Or so was the plan, at least. Unbeknownst to the organizers of X-Factor, their public relations director was the leader of the Right, a fanatical anti-mutant terrorist group. As the master

of X-Factor's public image, Cameron Hodge first used the group to add fuel to the anti-mutant hysteria. When the five mutant heroes began to have misgivings over the way things were going, he turned on them openly and brought the full weight of the Right to bear against them.

Although X-Factor prevailed, its founders abandoned their tainted efforts and rejoined the X-Men. Val Cooper, a mutant-affairs advisor to the President and the National Security Advisor, noticed X-Factor's mutant-busting image. Her efforts to create a "Freedom Force" to deal with dangerous mutants had previously fallen apart due to the villainous nature of her allies—but with X-Factor, she saw a second chance.

The government bought the X-Factor name from Worthington Industries and then proceeded to create a new X-Factor team, this time recruiting known mutant adventurers to serve as operatives; after all, thanks to Cameron Hodge's PR efforts, X-Factor was associated in the public's mind with efforts to curb activities by dangerous mutants. Forge, Polaris, Havok, and other heroes served with less savory mutants such as Mystique and Sabretooth.

Current Status: During Operation: Zero Tolerance, Val Cooper used X-Factor to oppose the genocidal tactics of Bastion and his Prime Sentinels. America withdrew support of the operation, but not before Havok, Forge, and Polaris apparently defected from the agency (see **Havok**). X-Factor was then disbanded.

Signature Equipment: The original X-Factor members wore blue jumpsuits and carried Stun Guns +3 and other weaponry to subdue their targets. They wore broad, red-tinted sunglasses, which provided a uniform look with Cyclops's ruby quartz glasses.

Noteworthy Members: Members of X-Factor are found in the following pages.

X-TEAM THREE: X-FORCE

History: Disheartened by deaths and near-deaths of various X-Men, Charles Xavier decided to stop teaching mutants. His friend Moira MacTaggart convinced him to continue to work with mutant children and teens, although he was committed to allowing only combat-trained mutants to join the X-Men. Xavier would no longer encourage these "new mutants" to adopt the roles of super heroes; instead, he focused on helping them develop the skills they needed to use their powers correctly.

But Xavier's plans went awry, and his young charges—codenamed Cannonball, Karma, Magik, Cypher, Magma, Sunspot, Mirage, Wolfsbane, and the alien known as Warlock—were soon drawn into a variety of adventures, including a battle against the Shadow King and trips to other-dimensional worlds.

As anti-mutant hysteria grew, Xavier's new students were inadvertently placed in the line of fire during Sinister's assault against the Marauders, and then found themselves in battle against the fanatical mutant-haters called the Right. During this engagement, Cypher was killed. Later, the alien Warlock fell in battle as well.

When Xavier left Magneto in charge of his school, this fledgling team of heroes almost disintegrated. During this time, the public's increasing hatred of mutants also helped bring two rival groups closer together—the X-Men and the Hellfire Club. The main facilitators for this fledgling alliance were the students at Xavier's school and their counterparts at the White Queen's academy (the Hellions).

However, the increasing violence that swirled around the mutant teams took an even more serious toll. When Magneto turned back to his more aggressive ways, Xavier's students were left exposed and leaderless—until the mysterious mercenary named Cable appeared and took charge. Cable gave the mutants formal combat training, and Xavier's last class of students soon transformed into X-Force, a lean fighting unit which Cable sent against the Mutant Liberation Front.

Cable's harsh philosophy—that the teens were soldiers in a war—led to the disintegration of the team, but it later reformed around the core of Melttdown, Warpath, and Shatterstar. Some of Xavier's students have drifted in and out of the team as well. It remains one of the most militant active mutant hero teams.



Current Status: Cable has left X-Force to pursue his own path. Former member Moonstar, who had gone undercover for S.H.I.E.L.D. to investigate and thwart the Mutant Liberation Front, has now rejoined the team. X-Force now operates on its own, with Siryn serving as leader.

Signature Equipment: X-Force members wear purple and gold uniforms to which they have performed slight alterations that reflect their personalities or address needs imposed by their powers (such as the wings on Siryn's outfit). The uniforms have built-in radio commlinks with ranges of one mile.

Noteworthy Members: Most X-Force members are listed in the following pages.

X-TEAM FOUR: GENERATION X



History: Some years back, Emma Frost (see *White Queen*) created a training program for young mutants under the cover of the Massachusetts Academy, a prep school in the Berkshire Mountains near Snow Valley. She had a secret complex constructed under the campus, modeling it after plans stolen from Professor X's own computers.

The first group of students Emma taught were the Hellions. She provided them with training so that they could master their powers and fit into society. In the process, she hoped to craft a loyal force of superpowered soldiers that would side with her against challenges from within the Hellfire Club. Among the first group of students was James Proudstar (see *Warpath*), who would later go on to be a member of X-Force.

Emma trained her students carefully and quietly, letting them mingle with the non-mutant children of high society who attended her school. They also interacted with the movers and shakers of the Hellfire Club, building both their contacts and hers. A rivalry with Xavier's students developed, and from there arose friendships. Even the animosity between Emma and Xavier began to wane, as they found a common interest in helping young mutants get by in the world.

When upstarts grabbed for power in the Hellfire Club, Emma and her students became targets for their attacks. The Massachusetts Academy was assailed by Sentinels under the control of time traveler Trevor Fitzroy. Two of the most promising young mutant students (Jetstream and Tarot) were killed, Emma was rendered comatose, and the rest of the Hellions, along with scores of normal children, were injured. This event spelled the end of both the Hellions and Emma's prep school, as Frost International had to settle scores of lawsuits from parents. At this point, the Massachusetts Academy's reputation had been damaged even more severely than the school's buildings.

Professor X and the X-Men took the comatose Emma to their base and helped her recover. While she was there, Banshee visited from Scotland to find an apparently paranoid Emma ranting that the X-Men were going to kill her. He assumed the loss of the Hellions had caused her to go insane, but soon learned that the "X-Men" who were caring for Emma were impostors—the X-Mansion had been infiltrated by members of the alien race known as the Phalanx. Banshee and the White Queen

defeated the aliens and embarked on a race to save the X-Men, as well as several unknown younger mutants, before they could be assimilated into the Phalanx techno-organic collective.

Banshee and Emma rescued the teenage mutants, who eventually joined a cadre of mutant heroes in repelling the Phalanx invasion force. When the battle was over, the ties between Emma and Xavier's former students had been solidified. With Xavier's blessing, Emma established Xavier's School for Gifted Youngsters on the campus of the former Massachusetts Academy, taking on the mutant children who had been targeted by the Phalanx as her students.

Current Status: The young mutants known as Generation X continue to train on the secluded compound of Xavier's School for Gifted Youngsters. The White Queen and Banshee serve as instructors, with occasional help from members of the X-Men. The core members of the team are Jubilee, Husk, Skin, Synch, and Chamber. Troubled students Penance and M round out its roster. Emma also took the Morlock children known as Leech and Artie into her care after Generation X clashed with an alternate-reality version of Marrow.

Signature Equipment: The Generation X kids typically wear normal street clothes. When training in Emma's "Danger Grotto" (as Jubilee dubbed it) or when they are expecting to use their powers in battle, they wear red-and-yellow uniforms. Emma's original students wore costumes with electronic devices of her design that provided them with Psi-Screen +10. The new costumes do not provide any psionic protection.

Noteworthy Members: The core members of Generation X are described in individual entries elsewhere in this book. Although not members of that team, the Hellions also bear mentioning,

since they were the White Queen's first crop of students. Clarice Ferguson's is another tragic story worth noting here.

Catseye was perhaps the oddest of Emma Frost's students. She is a shapeshifter who feels more comfortable in her part-cat, part-human form, and thus spent most of her time in it. She is a very intelligent young woman who speaks in a strange, almost poetic speech pattern. Catseye is basically kindhearted and fairly naive. She and Wolfsbane, another shapeshifter, were good friends. No one has heard from Catseye since the Sentinel assault on the school.

Empath is a cold-hearted, manipulative young man who enjoys twisting the minds and emotions of others to his own benefit and advantage. His attitude and way of using his powers make Emma look kindhearted and gentle. Emma was even a bit fearful of him, and for a time had placed mental blocks on him so he could not use his powers. Empath developed a friendship with Magma, and when she returned to Nova Roma, he joined her.

Jetstream could fly by releasing plasma charges from his skin, although he ran the risk of self-immolation while airborne. The Hellfire Club paid for cybernetic implants that helped him fly



safely. Since flight was the thing he loved most, he felt obligated to serve the Hellfire Club. Tragically, the heroic young man was killed by Fitzroy and the Sentinels while defending his classmates.

Mondo seemed like the ultimate party animal, but he was a cold-hearted, mercenary sociopath. Black Tom hired the young Samoan to help destroy Sean Cassidy. Mondo befriended Emma's sister Cordelia, who used him to purchase a place in the Hellfire Club's Inner Circle. Emma accepted Mondo into her school, where he tried to kill Emma, Sean, and their young students. This plan might have succeeded had not mutant-hater Bastion shot and killed Mondo.

Roulette was a former street gang member from New Jersey with the ability to affect the outcome of events through sheer force of will; she sided with the Hellions because it provided better kicks than running with street gangs. Roulette presumably returned to New Jersey to use her powers in crooked gambling activities.

Tarot was a young French woman who had the ability to summon animated images from tarot cards. Although very powerful, she had a psychological block during combat that caused her to believe she had to draw each card at random and hope it would result in something useful. (The King of Swords, for example, might be more valuable in battle than The Lovers.) This foible led to her death during Fitzroy's attack on the school.

Clarice Ferguson was a young mutant with the power to rearrange spatial reality, severing solid objects and even living beings into pieces as she did. She was targeted for assimilation by the Phalanx and apparently gave her life to save the other Generation X kids and Banshee by centering her power on herself and the Phalanx being known as Harvester.

Catseye: Strength 3D, Agility 4X, Intellect 4D, Willpower 6X, Edge 1, Health 17. Natural Weapons, Photographic Memory. Animal Form 15 (Strength 7D, Agility 7X, Additional Limb—Prehensile Tail 5, Claws +3, Enhanced Senses—Infravision 10, Wall-Crawling 6). Hindrance: Naive. Calling: Animal Nature.

Clarice Ferguson: Strength 4X, Agility 5X, Intellect 3X, Willpower 11X, Edge 0, Health 10. Reality Warping 17 (Limit: Destructive Events Only; Clarice can shift pieces of reality around as one would shift puzzle pieces). Calling: Outcast.

Empath: Strength 5X, Agility 4X, Intellect 5X, Willpower 7X, Edge 1, Health 17. Emotion Control 16. Calling: Demolisher.

Jetstream: Strength 7X, Agility 6X, Intellect 5X, Willpower 4X, Edge 1, Health 17. Cosmic Energy Control 5 (Limit: Plasma Only), Flight 6. Calling: Soldier.

Mondo: Strength 8D, Agility 4X, Intellect 4X, Willpower 5X, Edge 1, Health 17. Brawling, Absorption 17 (Absorption Boost 25, Limit: Earth Only), Earth Control 10, Plant Control 15 (Limit: Must use Absorption on the earth to use either Control power). Calling: Demolisher.

Roulette: Strength 4X, Agility 5C, Intellect 4X, Willpower 6X, Edge 1, Health 17. Flinging, Marksmanship. Luck Control 4 (Luck Missile 14). Calling: Thrill-Seeker.

Tarot: Strength 4X, Agility 4X, Intellect 4X, Willpower 5X, Edge 1, Health 17. Image Summoning 12 (Limit: Must use cards drawn at random from Tarot deck as source of images). Calling: Adventurer. (Note: When running Tarot, it is recommended that you draw from a deck of cards to determine which images she summons.)

X-TEAM FIVE: EXCALIBUR

History: When the X-Men apparently died in battle against the extradimensional menace known as the Adversary, Nightcrawler and Shadowcat were on Muir Island recovering from wounds suffered in an earlier battle against the Marauders. The “survivor guilt” they felt was outweighed by their desire to carry on the dream of the X-Men.

They were struggling to create a new group of heroes when fate intervened: Shadowcat’s former teammate Rachel Summers (see **Phoenix II**), under attack by the Warwolves and Gatecrasher’s Technet, sought the help of her old friends. By coincidence, Meggan—the fey sweetheart of Captain Britain—became involved, which in turn attracted him. The united heroes defeated the Warwolves and the Technet, then decided that they would remain a team. Naming themselves after the sword of Britain’s most fabled figure, they carried on in memory of their supposedly deceased friends.

Over the following months, Excalibur found itself involved in some of the most bizarre adventures ever experienced by mutantkind. They traveled to many different parallel realities and battled alternate versions of themselves, eventually finding their way home to a happy reunion with the friends they had believed dead.

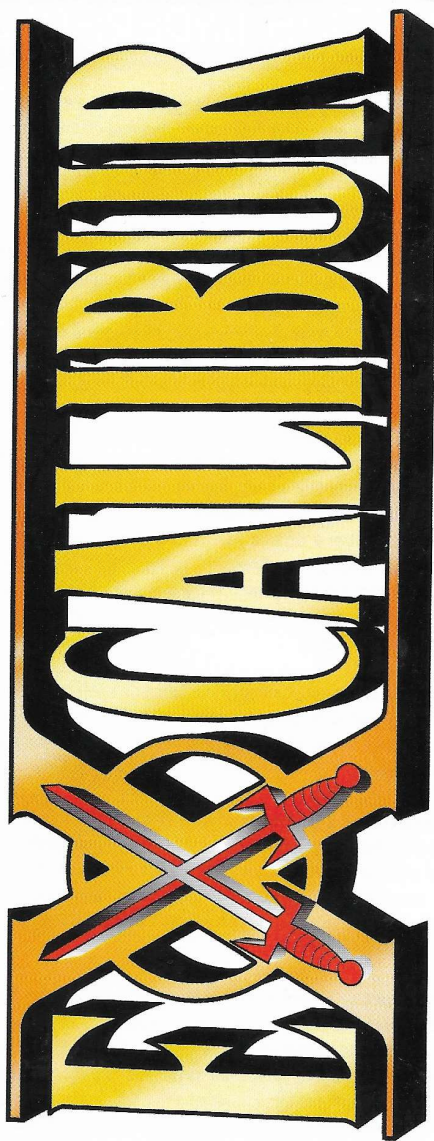
Through the years, the core of Excalibur remained fairly stable, although several members drifted in and out of the ranks. Colossus joined, after his time with the Acolytes of Magneto spurred his return to the more peaceful methods espoused by Professor X. The superpowered ex-spy Pete Wisdom joined the team also, as did former New Mutants member Wolfsbane and the Phalanx entity Douglock.

However, tragedies soon struck Excalibur, as it too was swept up in the ever-expanding chaos and anti-mutant frenzy that has fomented across Earth. Phoenix II died in battle, Captain Britain left (but has recently returned), and Moira MacTaggart, whose research center served as the team’s base, became the first non-mutant to contract the Legacy Virus.

Current Status: Excalibur was recently disbanded.

Signature Equipment: The members of Excalibur use costumes and equipment of their own design.

Noteworthy Members: Key members of Excalibur are all described in their own entries elsewhere in this book.



X-TEAM SIX:

XAVIER'S UNDERGROUND ENFORCERS

History: Eighty years from now, in a future that is but one of infinite possibilities, humanity and mutantkind emerged from the shadow of Sentinel oppression. Amidst the shattered ruins of civilization, the dream of Charles Xavier finally came to pass, as mutants and humans started to coexist in peace. Mutants played a major part in keeping this peace, establishing their own police force known as the Xavier Security Enforcers (XSE). These mutants dealt with superpowered criminals with extreme prejudice.

Trained from a young age, XSE agents were without fail incorruptible. Still, some wished they could do even more for their fellow mutants and the world at large—and a group of officers seized the power to do just that.

XSE unit commander Shard, the younger sister of XSE leader Bishop, joined together with three other officers—Archer, Fixx, and Greystone—to form Xavier's Underground Enforcers (XUE). A mysterious mastermind behind these efforts remained hidden to Shard, and perhaps to the other three as well.

The group had figured out that Lord Trevor Fitzroy, the most notorious mutant criminal of their day, was traveling in time when he appeared to teleport. The XUE planned to use Fitzroy's abilities to travel into the past, but he refused to cooperate. Shard felt guilt over betraying her oath to uphold the law and withdrew from the conspiracy, but vowed to not expose them to the XSE. The other members of the XUE sought another way to travel into the past.

When Shard was "reborn" in the past as a holographic life-form, the other XUE members found their ticket to the past. They used a psychic link Fixx had forged with Shard to follow her to the present day. Archer, Fixx, and Greystone now exist in the present as spirits possessing the deceased bodies of others.

Current Status: Archer, Fixx, and Greystone use the bodies of people in the past to move about and affect events, hoping to stop their future from coming to pass. Shard has dedicated herself to stopping them from, in her words, "screwing everything up," and is engaged in the difficult task of hunting them down.

Signature Equipment: In the future, the members of the XUE, as XSE officers, had access to the most advanced weaponry available. Their ordnance was usually tailored to accentuate the individual officer's mutant abilities. They wore blue-and-gold uniforms, although when they didn't want to be recognized as law enforcers, they wore black bodysuits with masks. They are somehow able to materialize these uniforms, and their actual physical forms, over the forms they now inhabit in present-day Earth.

Noteworthy Members: Aside from Shard (see her entry), the known members of Xavier's Underground Enforcers consist of Archer, Greystone, and Fixx. These are the three who traveled into the past.

Archer is a seasoned officer of the XSE with the mutant ability to become a being of pure energy. He was the perfect soldier until his family was killed by rogue mutants. Dejected, he decided that the XSE was ineffective. He wants to bring about change through any means.

Fixx is Archer's only confidante. She is a powerful telekinetic and psychic whose powers manifest themselves as little fairy-like beings of pure psychic energy. This highly adept historian joined the XUE because she felt the XSE couldn't bring about real change.

Greystone is an orphan of the streets taken in by the XSE Academy at a young age. He hated the world in which he grew up and has always been nostalgic for the past, mirroring our society in his (for us) modern slang and street-style clothing. He is the strongest member of the XUE, having the power to grow to gigantic proportions—however, the bigger he gets, the uglier he gets.

Archer: Strength 6X, Agility 8C, Intellect 3X, Willpower 7D, Edge 1, Health 17. Marksmanship, Martial Arts, Law Enforcement. Body Transformation 16 (Energy). Calling: Idealist.

Fixx: Strength 5X, Agility 7C, Intellect 5D, Willpower 9B, Edge 1, Health 17. Marksmanship, Martial Arts, History (for her own timeline), Law Enforcement, Meditation, Mental Control. Telekinesis 10, Telepathy 14 (Psychic Detection,

Mental Probe, Rangeless), Unique Trait: "fairies" appear when she's using any of her powers. Calling: Idealist.

Greystone: Strength 8X, Agility 7C, Intellect 4D, Willpower 5C, Edge 1, Health 17. Marksmanship, Martial Arts, Trivia (for the 20th century of his timeline), Intimidation, Law Enforcement. Size Alteration 12 (Limits: Growth Only, Triggers Monstrous Hindrance). Calling: Idealist.



ACOLYTES

History: The mutants calling themselves the Acolytes of Magneto came into being as a team when they stole an American space shuttle and fled to Asteroid M, Magneto's orbital headquarters. Here, they pledged to serve him in the cause of mutant supremacy.

Magneto refused their adoration, deeming his past efforts to form superteams failures. But when S.H.I.E.L.D. agents attacked the Acolytes on Asteroid M, Magneto helped fend off the attackers and adopted the Acolytes as his followers.

Head Acolyte Fabian Cortez urged Magneto to acquire nuclear weapons, but the Master of Magnetism had different plans. Under Cortez's leadership, the Acolytes attacked the island nation of Genosha. Believing that Magneto had declared war on the world, the U.S. and Russia united to destroy him, firing a plasma cannon at the asteroid. This was Cortez's plan: He wanted Magneto to die a martyr. As the asteroid broke up, Cortez fled in a shuttle, to continue his campaign for mutant supremacy.

Current Status: Cortez engaged in terrorist acts and was likely involved with the Mutant Liberation Front. He was punished for his crimes, having made enemies of both the X-Men and Magneto. The Acolytes who survived the destruction of Asteroid M continue their war for mutant supremacy from the Reavers' former base in the Australian Outback. Currently led by Exodus, they remain ready to serve Magneto should he try again to conquer Earth.

Signature Equipment: The Acolytes all wore purple-and-gold suits of Body Armor +4. Their headsets had built-in two-way radios that were most likely stolen from S.H.I.E.L.D., as they were identical to that agency's radios.

Noteworthy Members: The original Acolytes were Fabian Cortez, his sister Annmarie, Chrome, and former S.H.I.E.L.D. agent Harry Delgado. All but Cortez apparently died in the fall of Asteroid M. Since then, many others have joined, and many of them have been killed.

Amelia Voght is a former lover of Professor X. She is practical, always allying with what she

thinks will be the winning side. She will rebel if her leader acts in an evil manner.

Annmarie was a fanatic mutant rightist who would have given her life for Magneto. She addressed him in worshipful tones, much to his annoyance.

Chrome has no compunction about killing anyone who stands in the way of mutant supremacy. He typically acts in any fashion he believes will best advance mutant domination of the world—whether he thinks Magneto will agree with his tactics or not.

Exodus is Bennet du Paris, a French knight of the Crusades who foolishly joined and then betrayed Apocalypse. The latter placed him in suspended animation, from which he emerged in our time. This frighteningly powerful man now worships Magneto.

Fabian Cortez is a man with a mysterious past. He uses flattery and deception to get what he wants, creating grand plans that turn even whole nations to his bidding.

Harry Delgado was one of the S.H.I.E.L.D. agents hunting the Acolytes, but Annmarie hypnotically persuaded him to join them. His secret disgust with the treatment of mutants was fanned into fanaticism and devotion to Magneto.

Joanna Cargill is the mutant formerly known as Frenzy. She is rough-edged, fanatical, and amazingly short-tempered.

The Kleinstock Brothers—Sven, Harlan, and Eric—fought with the Acolytes out of devotion to the cause. When Cable killed Eric, his brothers soldiered on in his absence. They can join to become one being with two upper bodies and one lower body.

Scanner can make her body insubstantial and astrally project herself. She is flippant around even the most powerful of beings.

Senyaka is a vicious killer who used an energy whip to take out his foes, channeling life-draining energy through it. Cable impaled him with a spike, but he's returned from death before and could do so again.

Spoor, a furry mutant named Andrew Hamish Graves, uses his pheromones to make others kill for him. He is a control freak with a death wish.

Unuscione is the daughter of Unus the Untouchable. She can create a psychic exoskeleton capable of both protecting her and projecting a horrible clawed creature. She often leads Acolyte strike teams.

Amelia Voght: Strength 4D, Agility 5X, Intellect 4D, Willpower 4X, Edge 1, Health 17. **Brawling**, Medicine. Teleportation 12 (Passengers). Equipment: **Body Armor** +4. Calling: Soldier.

Annmarie: Strength 3X, Agility 7C, Intellect 5X, Willpower 5X, Edge 1, Health 17. **Marksmanship**, Martial Arts. Ability Boost 8 (Agility), Empathy 6, Hypnosis 9, Mind Control 4. Equipment: Assault Rifle +4, **Body Armor** +4. Calling: Idealist.

Chrome: Strength 6X, Agility 4X, Intellect 4X, Willpower 4X, Edge 1, Health 17. Density Control (Others) 14, Transmutation 8 (Changes victims to silver statues for aura duration). Equipment: **Body Armor** +4. Calling: World Domination.

Exodus: Strength 7C, Agility 4D, Intellect 6X, Willpower 4X, Edge 1, Health 17. **Spears**, **Swords**, Equestrian. Flight 6, Life Drain 10, Life Support 18, Light Control 14, Psychic Blast 14, Radiation Control 14, Telepathy 8, Teleportation 10. Equipment: **Body Armor** +4. Calling: Soldier.

Fabian Cortez: Strength 7X, Agility 5D, Intellect 7C, Willpower 5D, Edge 1, Health 17. Piloting, Genetics, Medicine, Manipulation. Power Amplification 11 (Limits: Mutants only; requires contact). Equipment: **Body Armor** +4. Calling: World Domination.

Harry Delgado: Strength 5D, Agility 5D, Intellect 4D, Willpower 4X, Edge 1, Health 17. **Brawling**, Marksmanship, Espionage. Size Alteration 10 (Growth Only). Equipment: **Body Armor** +4. Calling: Soldier.

Joanna Cargill: Strength 15X, Agility 5X, Intellect 4X, Willpower 3X, Edge 1, Health 17. Equipment: **Body Armor** +4. Hindrance: Frenzied.



Calling: Idealist.

Kleinstock Brothers: Strength 5D, Agility 4X, Intellect 3X, Willpower 2X, Edge 1, Health 17. **Brawling**, Energy Blast 10, Gestalt 5 (Can unite into one 14D Strength powerhouse with two upper bodies). Equipment: **Body Armor** +4. Calling: Soldier.

Scanner: Strength 3X, Agility 4X, Intellect 4D, Willpower 4X, Edge 1, Health 17. Thievery, Observation. Astral Projection 7, Detection (Energy) 8, Phasing 10. Equipment: **Body Armor** +4. Calling: Soldier.

Senyaka: Strength 5D, Agility 4X, Intellect 4X, Willpower 3X, Edge 1, Health 17. Whips. Energy Blast 10 (Limit: Channeled through whip), Life Drain 8 (Limit: Channeled through whip). Equipment: **Body Armor** +4. Calling: Soldier.

Spoor: Strength 6D, Agility 6X, Intellect 3X, Willpower 4D, Edge 1, Health 17. **Natural Weapons**, Manipulation. **Claws** +2, Pheromones 8 (Maddens and imbues with Frenzied Hindrance). Equipment: **Body Armor** +4. Calling: Soldier.

Unuscione: Strength 3X, Agility 4X, Intellect 5X, Willpower 4D, Edge 1, Health 17. Leadership. Force Field 12 (Entrapment, Expanded Field, Remote Field, Suffocation—allows crushing damage or a stun blast). Equipment: **Body Armor** +4. Calling: Idealist.



ALPHA FLIGHT

History: Alpha Flight is a team of super heroes operating under the auspices of the Canadian government's Department H. These mutants are Canada's premier superhuman strike force, dedicated to the protection of the provinces and planet.

Alpha Flight came into existence when James MacDonald Hudson (see **Guardian**), a scientist working for Department H, was inspired by the appearance of the Fantastic Four. He formulated a plan for a super hero team sponsored by the Canadian government and was put in charge of developing it. His program started new recruits in Gamma Flight. Upon successful completion of their training, they moved into a transitional team, Beta Flight, and those who proved to be the cream-of-the-crop finally joined Alpha Flight.

Alpha Flight had six members—Guardian, Shaman, Sasquatch, Aurora, Northstar, and Snowbird—when the Canadian government disbanded Department H for financial reasons. The team continued to operate, performing altruistic missions, and was joined by two trainees, Puck and Marina.

Over the next few months, several members died in battle, including Guardian and Sasquatch (Dr. Walter Langkowski), but the team soldiered on under the leadership of Heather Hudson, who adopted the codename Vindicator. Eventually, Alpha Flight was reinstated as Canada's official super hero group, and the survivors went back to work. Turbulent times lay ahead, however, and after several members were killed by the Horsemen of Apocalypse and others departed from service, the team finally dissolved.

Current Status: Department H was reinstated by the Canadian government at unprecedented funding levels. Several original members formed the core of the new Alpha Flight team, while young mutant heroes rounded out the ranks. Vindicator and Puck were brought back through manipulation. Surprisingly, Sasquatch returned as well, or so it seemed. It was later revealed

that the new "Sasquatch" was a *real* sasquatch, not Walter Langkowski, as had been believed.

General Clarke was the administrative head of Department H. He went to great lengths to keep Alpha Flight tightly under his control, employing bizarre creatures known as Bio-Sentinels to subdue any members who got out of line. Department H recently came under the control of a Mr. Gentry after Clarke's death. Though Gentry is looking to turn Department H around for the better, he still has to follow the orders of the mysterious Director.

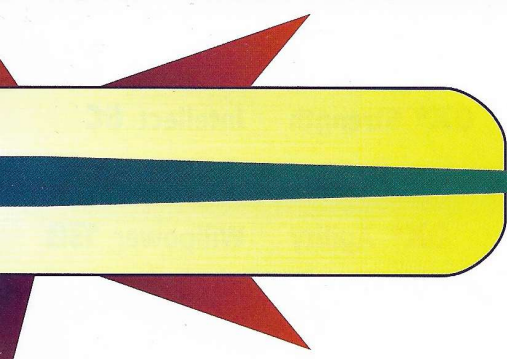
Signature Equipment: Alpha Flight uses an ever-changing array of transportation, body armors, and weapons. They have access to the very latest technologies through Department H, often field-testing new devices.

Noteworthy Members: All the core members of the current Alpha Flight lineup are presented later in this book.

The previous overlord of Alpha Flight was General Clarke, the head of Department H. Clarke ran the Department with an iron fist. He was a tall, baldheaded man with bushy eyebrows. Whether in or out of uniform, he carried himself like a soldier.

Clarke had a hidden agenda in mind for Department H and its super hero teams. He even resorted to brainwashing those members who started suspecting that something might be amiss. It is unclear whether he had the official sanction of the Canadian government, and no one knew exactly what destiny he had planned for Alpha Flight.

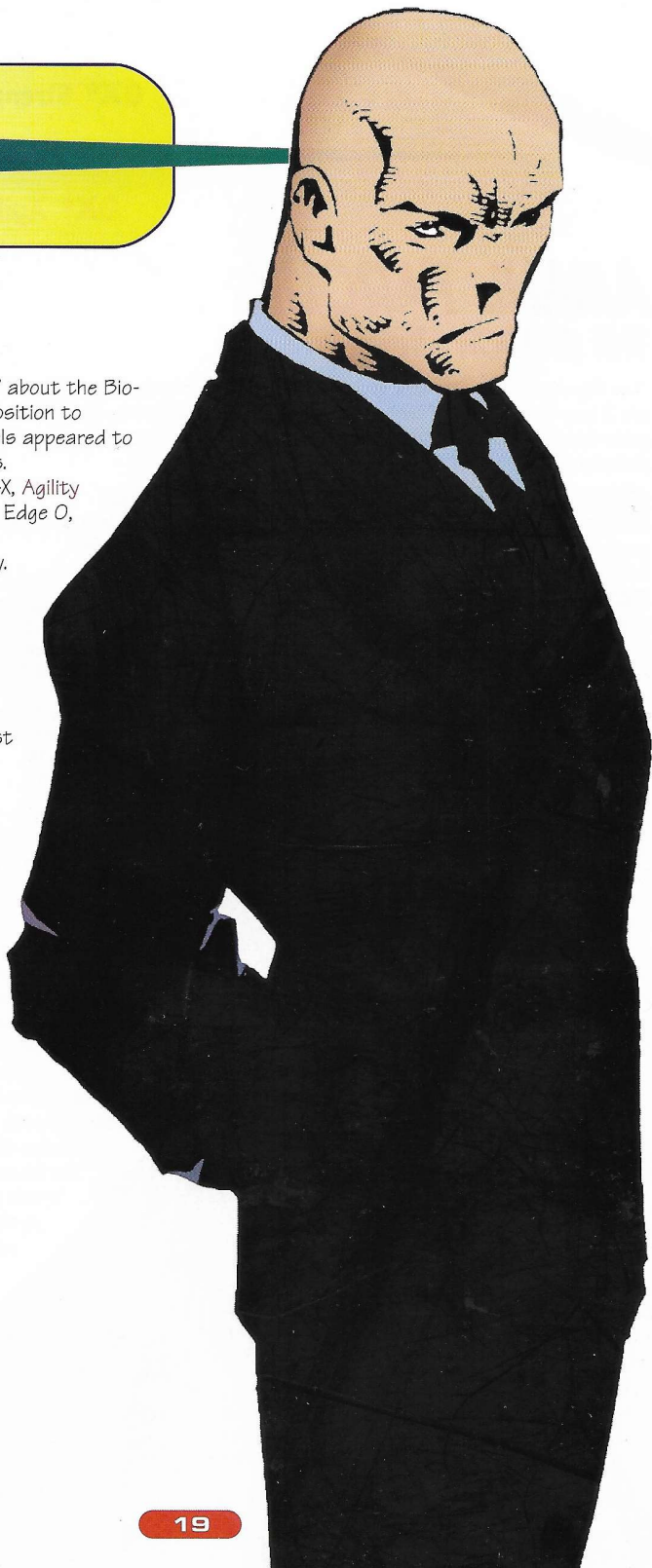
Clarke's most mysterious tools were the Bio-Sentinels, used to apprehend suspected traitors within Alpha Flight. These creatures were levitating masses of reddish energy that engulfed and paralyzed their targets in an instant. They appeared almost without warning in and around the Department H complex. Captured heroes were brought to the complex's secret brainwash-



ing facility, where they “forgot” about the Bio-Sentinel attack and their opposition to Clarke’s plans. The Bio-Sentinels appeared to be immune to physical attacks.

General Clarke: Strength 4X, Agility 3D, Intellect 8D, Willpower 9C, Edge 0, Health 10. Marksmanship, Espionage, Leadership, Military. Calling: Solider.

Bio-Sentinels: Strength 15X, Agility 3X, Intellect 1X, Willpower 8X, Edge 0, Health 30. Detection (Mutants) 10, Ensnarement 22, Flight 3 (Passengers, Limit: Target must be ensnared), Paralysis 20 (Limit: Target must be ensnared), Psychic Blast 15 (Sedation, Limit: Target must be ensnared), Resistance +20 to all damage. Calling: Soldier.



OX* Strength Intellect **6C**

2 Edge * Hand Size **4(25)**

OX* Agility Willpower **13B**

AM AHL FAROUK, THE SHADOW KING

*The Shadow King's physical abilities depend on the body he inhabits. His Strength and Agility scores are 2 less than those of the victim, due to his unfamiliarity with the body he is possessing. He also gains access to the victim's powers, but not skills. In combat, he gains no Edge or trump bonuses for abilities or powers of his victim.

CALLING: Vengeance

HINDRANCE: Non-corporeal (The Shadow King has no physical form and can interact with the physical world only by possessing other bodies)

PERSONALITY: The Shadow King has been described as a "nightmare whose fondest desire is to be a man." He delights in freeing the evil within people's souls to gain mastery over their bodies. He exists to destroy Professor X and Storm and then drown the world in a psychic ocean of hatred and evil.

HISTORY

Amahl was an Eastern African crime lord and member of the Hellfire Club's Inner Circle prior to the rise of Sebastian Shaw (see **Black King**). Amahl had enslaved the young Storm, until he was apparently slain in a telepathic battle with Charles Xavier (see

SKILLS

Law, Linguistics; Intimidation, Mental Control, Mesmerism

POWERS

Astral Projection 28

Astral Detection

Emotion Control 15

Prolonged Emotions, Resistance to Mental Control

Limit: Only greed, hatred, jealousy, and other dark emotions

Mind Control 16

Possession

Psi-Screen +19

Psychic Blast 13

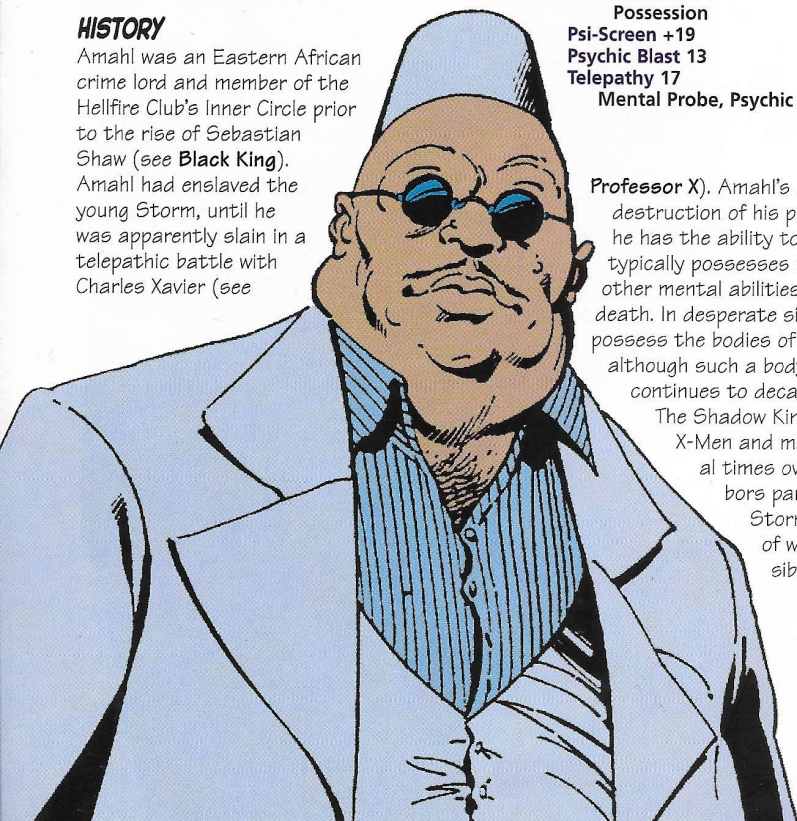
Telepathy 17

Mental Probe, Psychic Detection

Professor X). Amahl's astral form survived the destruction of his physical body, and now he has the ability to possess others. He typically possesses mutants with psionic or other mental abilities, or individuals near death. In desperate situations, he can even possess the bodies of the recently deceased, although such a body remains dead and continues to decay as it normally would.

The Shadow King has clashed with the X-Men and many of their allies several times over the years. He harbors particular hatred for

Storm and Professor X, both of whom he holds responsible for his body's death.



3X Strength **Intellect 5C**

1 Edge * **Hand Size 3(17)**

4D Agility **Willpower 7X**

CALLING: Investigator

PERSONALITY: Amanda is a determined but soft-spoken young woman who reveals her skills in the arcane arts only when no other path is available. She is very open-minded when confronted with strange people and beings.

HISTORY

Jimaine is the daughter of Margali Szardos, the Gypsy sorceress who raised her own children, Jimaine and Stefan, alongside her adopted son Kurt Wagner (see **Nightcrawler**). After Kurt left the circus where Margali worked as a fortune-teller, both Margali and Jimaine heard that a "demon" had killed Stefan. Margali was certain that the "demon" was Kurt and held him responsible for her son's death. Jimaine, however, believed there was more to the story and went to America to find Kurt and determine the truth.

AMANDA SEFTON (JIMAIN SZARDOS)

SKILLS

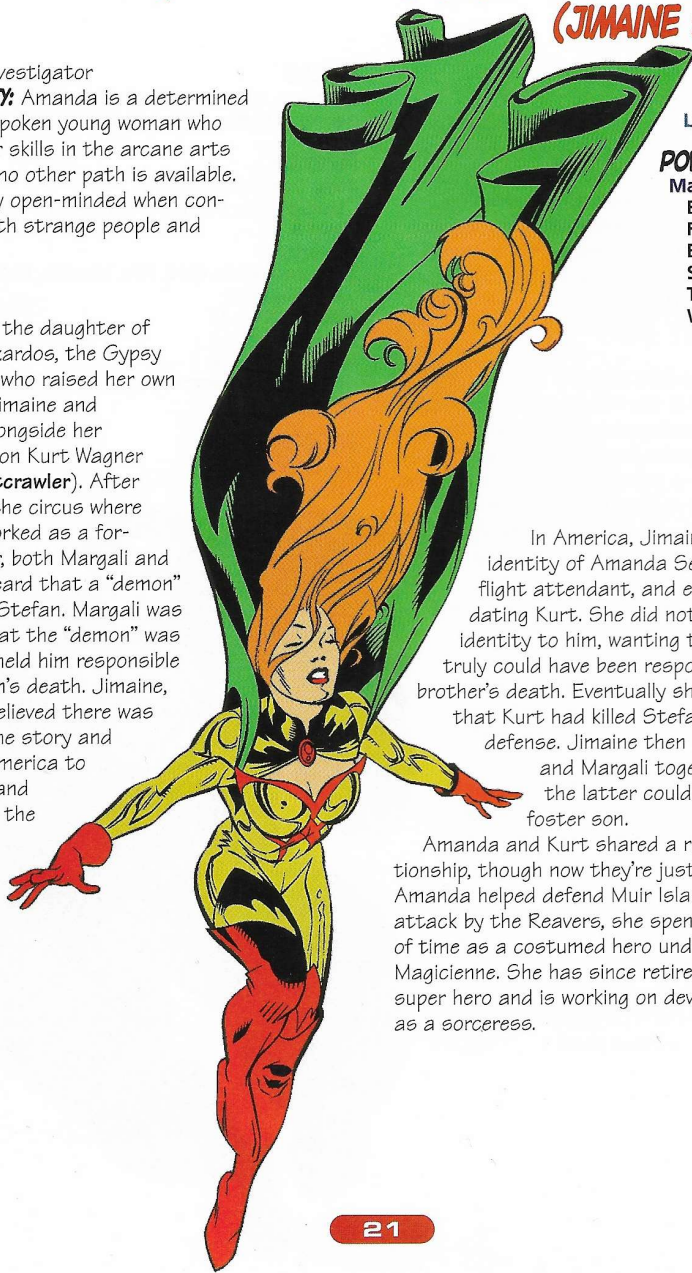
Piloting;
Linguistics, Occult

POWERS

Magic 7
Ensnarement,
Force Field, Force
Bolts,
Shapeshifting,
Teleportation,
Weather Control

In America, Jimaine took on the identity of Amanda Sefton, became a flight attendant, and eventually began dating Kurt. She did not reveal her true identity to him, wanting to find out if he truly could have been responsible for her brother's death. Eventually she discovered that Kurt had killed Stefan in self-defense. Jimaine then brought Kurt and Margali together so that the latter could forgive her foster son.

Amanda and Kurt shared a romantic relationship, though now they're just friends. After Amanda helped defend Muir Island from an attack by the Reavers, she spent a brief period of time as a costumed hero under the codename **Magicienne**. She has since retired from life as a super hero and is working on developing her skills as a sorceress.



12C Strength Intellect **7A**

3 Edge ★ Hand Size **5(30)**

8X Agility Willpower **11C**

APOCALYPSE

(EN SABAH NUR)

CALLING: World Domination

HINDRANCE: Overconfident

PERSONALITY: Apocalypse views himself as the greatest being on Earth. Apparently immortal, he has gone slowly insane as the centuries passed, and he now views both humans and mutants merely as raw materials for a forced evolutionary march of his design. He is cruel, vicious, and haughty in all his dealings with others.

HISTORY

Apocalypse is the first mutant. He was born 5,000 years ago in the Middle East, where his strange powers and appearance brought him only misery. These experiences formed the philosophy that drives him—a twisted notion that he must test and improve mutant strains through conflict. He acquired much 30th-century technology when the time-traveler Rama-Tut abandoned a base in ancient Egypt. Over the millennia, Apocalypse has mastered and improved that technology.

In recent centuries, Apocalypse has stepped up his activities. Whether this is spurred by or causing increased mutation among mankind is unknown. He has tried several times to spawn global conflicts between normal humans and mutants during the last decade alone, perhaps an indication that his master plan—millennia in the making—is nearing its conclusion.

In several alternate realities, Apocalypse eventually managed to all but destroy civilization on Earth through never-ending conflict. Cable hails from the future of one such reality, while Nate Grey hails from a reality that was undone due to the combined efforts of the heroes who existed there.

SKILLS

Brawling, Wrestling; Biochemistry, Engineering, Genetics, History (World); Intimidation, Leadership

POWERS

Body Transformation 12

Liquid Form, Semisolid Form, Solid Form

Flight 9

Immortality

Resistance +8 to Cold, Fire, Kinetics, Radiation, and Stunning

Shapeshifting 12

Elongation

Teleportation 15

Passengers, Summoning (his horses and their riders only)

EQUIPMENT

Powered Armor +5

Life Support 5



FOUR HORSEMEN OF APOCALYPSE

History: Apocalypse created the Four Horsemen to carve a rift between humanity and mutants, with only the strong emerging from the war. Modeling his team after the Four Horsemen of the New Testament, he recruited a new Death, Famine, Pestilence, and War. Each recruit was outfitted with advanced technology, and some of them were transformed irrevocably by applications of his super-science.

Current Status: The Four Horsemen did not achieve their master's ends; they in effect aided the mutant cause when mutant heroes such as X-Factor rose up to defend Manhattan against them. Pestilence died in battle, while Death eventually turned against Apocalypse. Famine and War continue to serve Apocalypse.

Signature Equipment: All the Horsemen except Death ride mechanical flying steeds. Apocalypse can teleport the steeds and their riders to and from any location. Each Horseman also wears distinctive body armor.

Noteworthy Members: Death was Warren Worthington III (see **Archangel**), a member of the X-Men whose life was ruined by an anti-mutant bigot who had posed as a friend. Warren attempted suicide, but was rescued by Apocalypse. The villain brainwashed him against his former allies, outfitting him with bio-organic wings to replace the natural ones he had supposedly lost. Eventually, Warren shook off Apocalypse's control.

Famine was an anorexic young mutant named Autumn Rolfeon, whom Apocalypse transformed through his science. Her mutant ability is a rotting touch. She serves Apocalypse more out of self-loathing than anything else.

Pestilence was a Morlock known as Plague. When Sinister's Marauders massacred the Morlocks, Apocalypse rescued her. In gratitude, she joined the Four Horsemen, not knowing that Sinister was an agent of Apocalypse himself.

War was once Abraham Lincoln Kieros, a paralyzed American war veteran confined to an iron lung until Apocalypse healed his body. It is unknown whether Abraham was even a real mutant, or whether his powers were granted to him by Apocalypse's science.

Death: Strength 9X, Agility 8B, Intellect 5X, Willpower 6X, Edge 2, Health 25. Acrobatics, Aerial Combat, Fast Exit. Wings 14 (Feather Blast, Power Dive). Equipment: Body Armor +6. Calling: Vengeance.

Famine: Strength 2X, Agility 5X, Intellect 3X, Willpower 4X, Edge 0, Health 10. Corrosion 9. Equipment: Body Armor +6. Calling: Peace of Mind.

Pestilence: Strength 3X, Agility 3X, Intellect 2X, Willpower 2X, Edge 0, Health 10. Affliction 14. Equipment: Body Armor +6. Calling: Soldier.

War: Strength 9X, Agility 4X, Intellect 3X, Willpower 3X, Edge 1, Health 17. Energy Blast 12. Equipment: Body Armor +6. Calling: Soldier.

Horses of Apocalypse: Strength 12X, Agility 15X, Intellect 0X, Willpower 0X, Edge 0, Health 10. Body Armor +13, Force Field 4 (protects horse and rider), Wings 6. Calling: Soldier.

2X Strength **Intellect 8A**

1 Edge * **Hand Size 3(17)**

4C Agility **Willpower 2B**

ARCADE

CALLING: Greed

HINDRANCE: Obsessive about games and puzzles

PERSONALITY: Arcade is a psychotic who loves trapping victims in appropriately furnished "Murderworld" environments, where he orchestrates their deaths from a hidden control room. Arcade delights in watching his victims struggle through his lethal obstacle course, but never confronts them voluntarily. He flees if victims are about to escape the Murderworld or otherwise reach his control center.

HISTORY

It appears that Arcade was a bored rich kid who invested his inheritance in a series of elaborate amusement park deathtraps called "Murderworlds." Then he set himself up as a freelance assassin, charging one million dollars per victim.

Arcade has attempted to kill several mutant heroes, including Captain Britain and various members of the X-Men, either under contract or just for his own amusement. Aside from his failure to eliminate his metahuman targets, the Murderworlds have a high success ratio.

To a large degree, Arcade owes that success to his loyal assistants, Miss Locke and Mr. Chambers. Miss Locke was an attractive assassin, perhaps even a ninja. She often helped Arcade kidnap his victims and bring them to the Murderworlds. She served Arcade out of loyalty and for the chance to have her own Murderworld system someday, but she is now deceased.

Mr. Chambers is a dour man who most likely builds, maintains, and operates the Murderworlds. His relationship with Arcade is a tense one, but he is a willing supporter of his employer's murderous activities.

Miss Locke: Strength 3D, Agility 5D, Intellect 3X, Willpower 5X, Edge 0, Health 10. Knives, Martial Arts. Calling: Greed.

Mr. Chambers: Strength 4X, Agility 3X, Intellect 5B, Willpower 3X, Edge 0, Health 10. Architecture, Mechanics, Robotics. Calling: Greed.

SKILLS

Gadgetry, Marksmanship; Architecture, Computers, Robotics, Sociology; Leadership, Manipulation, Taunting

EQUIPMENT

Dart Gun +0

Fires monogrammed darts tipped with 10 intensity knockout poison (*challenging Strength (Poison)* action to resist; aura duration of sleep)



7X Strength **Intellect 5C**

2 Edge ★ **Hand Size 4(25)**

8A Agility **Willpower 6C**

ARCHANGEL (WARREN KENNETH WORTHINGTON III)

CALLING: Protector

PERSONALITY: At one time, Warren was a carefree, free-spirited play-boy. However, following the amputation of his wings and his brainwashing by Apocalypse, all emotions were driven from him. In recent years, his wings have regrown, and with them, Warren is reclaiming some of the high spirits he was known for.

HISTORY

Warren Worthington III grew wings as an adolescent. He initially kept them hidden by strapping them tightly to his back. After rescuing college students from a burning dormitory, he adopted a costumed identity and began a career as a crimefighter. Professor X soon approached him and invited him to join the X-Men.

After the original X-Men disbanded, Warren served on several other super hero teams. He eventually joined with his old comrades in the formation of X-Factor. During a fight with the Marauders, his wings were mutilated and subsequently amputated. A despondent Warren attempted suicide. Apocalypse secretly rescued him and brainwashed him into serving as the Horseman known as Death. Apocalypse outfitted Warren with bio-organic wings. (For brief stats on Warren as Death, see *Apocalypse*.)

SKILLS

Acrobatics, Aerial Combat, Fast Exit, Martial Arts; Assessment, Physics; Finance, Leadership

POWERS

Wings 14
Downdraft, Power Dive



Eventually, Warren recovered his old memories and briefly rejoined X-Factor. Most recently, he has become part of the X-Men once more, and during this time his natural wings have regrown. These, combined with his blue skin, cause him to stand out in any crowd, costumed or not.

3X Strength Intellect **3X**

0 Edge * Hand Size **2(10)**

3X Agility Willpower **4D**

ARTIE (ARTHUR MADDICKS)

CALLING: Outcast

HINDRANCES: Kid, Physically Disabled—Mute

PERSONALITY: Artie is a normal, well-adjusted kid, despite all the hardships and discrimination he has experienced in his life. It is unclear whether his inability to speak is physical or, more likely, psychological.

HISTORY

Artie's scientist father dedicated himself to finding a way to undo his son's mutation, which caused him to "speak" only in pictographs. His father believed he had found a method, but needed a guinea pig on which to test his process. He kidnapped Hank McCoy (see **Beast**) and reverted him to an earlier form. Hank escaped, and Artie's father apparently was killed.

Artie became a ward of X-Factor for a short period of time, but he is now under the care of Emma Frost (see **White Queen**). Both X-Factor and the instructors at Xavier's School for Gifted

SKILLS

Art (in verbal pictograph form only)

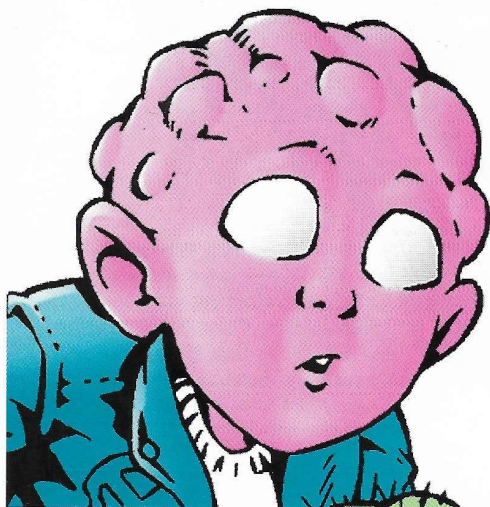
POWERS

Image Summoning 8

Limit: Artie can summon only pictographs that represent the words he would otherwise speak

Youngsters have tried to teach Artie control so he can learn to speak in an actual voice, but have so far been unsuccessful.

Artie is the inseparable companion of Leech, and they are the youngest students attending the Xavier School for Gifted Youngsters. The two mutants have joined Franklin Richards (the son of Reed and Sue Richards of the Fantastic Four), reluctant extradimensional traveler Howard the Duck, and the mindless Man-Thing on several bizarre adventures.



4X Strength **Intellect 5X**

1 Edge * **Hand Size 3(17)**

6D Agility **Willpower 3D**

AURORA (JEANNE-MARIE BEAUBIER)

CALLING: *Peace of Mind*

HINDRANCE: Transformative (inactive now that she literally has been split in two)

PERSONALITY: Aurora suffers from a split personality. Her dominant personality is a passionate, irresponsible exhibitionist, but at times she reverts to the persona of her formative years—that of a painfully shy and timid woman.

HISTORY

Jeanne-Marie and her twin brother Jean-Paul (see **Northstar**) were separated when their parents were killed in an accident. Jeanne-Marie ended up at Madame DuPont's School for Girls in Quebec, a reactionary religious boarding school. Extremely nervous and introverted, Jeanne-Marie tried to commit suicide by throwing herself from the roof of a school building. Instead of falling to her death, however, Jeanne-Marie found she could fly at great speeds. The deeply religious girl believed this to be a miracle, but when she told the school's headmistress, she was disciplined as a blasphemer. These events brought on Jeanne-Marie's multiple personality condition.

For years, her primary personality was unaware of her mutant abilities. The one that knew about the powers emerged five years later when she was attacked by muggers. Wolverine happened to witness her use of superpowers and brought her to James MacDonald Hudson (see **Guardian**). Here, she was reunited with her brother and trained in the use of her powers. Shortly afterward, she became a member of Alpha Flight.

Some time later, it was revealed that Jeanne-Marie's mother had been an elf from Asgard, the domain of the Norse gods. In the course of events that led to

SKILLS

Aerial Combat; **Teaching**

POWERS

Flight 16

Lightning Speed 14

Invisibility

this discovery, Jeanne-Marie was split into two beings, one who went to live in Asgard, and the other who went to live in a convent, where she displayed no superpowers.

Most recently, Jeanne-Marie was "rescued" from a Department H prison train by the Brotherhood. At this time she appeared to be suffering once again from her multiple personalities. She was found by Nate Grey, but her current whereabouts are unknown.



7C Strength **Intellect 3D**

1 Edge * **Hand Size 3(17)**

4X Agility **Willpower 3D**

AVALANCHE (DOMINIC PETROS)

CALLING: Greed

PERSONALITY: Avalanche is a power-hungry mercenary whose primary motivation is greed. He tends to bluster, but he is well aware of his limits and is always willing to work with others if it will further his own goals.

HISTORY

Dominic is a Greek immigrant and naturalized U.S. citizen who was recruited by Mystique for the second Brotherhood of Evil Mutants. He first appeared in his costumed identity when the Brotherhood tried to assassinate Senator Robert Kelly during his hearing on what Kelly called the "mutant menace."

When Mystique offered the Brotherhood's services to the United States government under

SKILLS

Brawling, Wrestling; Geology; Intimidation

POWERS

Earth Control 15
Earthquake

EQUIPMENT

Body Armor +3

the guise of "Freedom Force," Dominic went along. He viewed the government sanction as a legal basis for breaking the law. Eventually, the government support for Freedom Force was withdrawn, and Dominic embarked on a solo career as a professional criminal.



6D Strength Intellect 6B

3 Edge * Hand Size 5(30)

6B Agility Willpower 6B

BANSHEE **(SEAN CASSIDY)**

CALLING: Mentor

PERSONALITY: Sean is a free soul who gets irate only when he thinks about his villainous cousin Black Tom, or when someone close to him is threatened. He is a hopeless ladies' man who has carried a torch for Moira MacTaggart for years. He has a fondness for American westerns.

HISTORY

Sean Cassidy was an Interpol deep cover agent who kept his mutant powers secret from everyone, including other Interpol agents. While he was away on assignment, his wife Maeve gave birth to their daughter, Theresa. When Maeve was killed in an explosion while visiting relatives, Theresa was saved by her uncle, Tom Cassidy (see **Black Tom**). Tom decided to raise her in secret, in order to bend her and her mutant powers to his own devices.

Thinking his family lost, Sean quit Interpol and became involved in crime. An encounter with the X-Men brought him back to the side of justice. Adopting the costumed identity of Banshee, Sean joined the X-Men in their fight against evil mutants. Sean was later reunited with his daughter, herself a superpowered mutant (see **Siryn**). Upon the apparent loss of his powers, he moved to Muir Island to live with her and Moira MacTaggart.

During an invasion of Earth by the mechanical

SKILLS

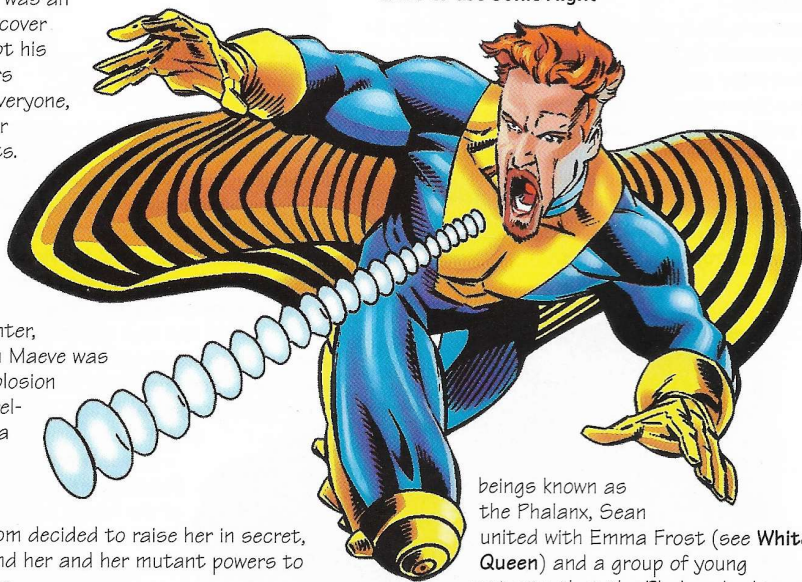
Boxing; Gadgetry, Marksmanship, Martial Arts; Criminology, Electronics, Mechanics; Law Enforcement, Observation, Teaching

POWERS

Sonic Control 18

Hypnosis 13, Sonar, Sonic Flight, Sonic Scream (Striking Distance only)

Limits: Loudness Only, must wear winged costume to use Sonic Flight



beings known as the Phalanx, Sean united with Emma Frost (see **White Queen**) and a group of young mutants that the Phalanx had targeted for assimilation. Virtually all mutant super heroes joined in the battle, and together they managed to beat back the invasion.

In the wake of the conflict, Emma offered Sean the position of headmaster at Xavier's School for Gifted Youngsters. He helps her teach and train the teenage mutants there, despite the occasional clashes between the pair's very different natures. Sean and Moira continue to be involved romantically, although a transcontinental relationship is hard to maintain.

10X Strength Intellect **9A**

2 Edge * Hand Size **4(25)**

6C Agility Willpower **7B**

BASTION

CALLING: World Domination

HINDRANCE: Hateful of mutants

PERSONALITY: Bastion is a cold and calculating villain. Although he may appear reasonable on the surface, his obsession with the destruction of all mutants, and his willingness to sacrifice anyone or anything to achieve that goal, reveal him to be a madman of the most dangerous kind.

HISTORY

Bastion's life is shrouded in mystery. He came to prominence as the organizer of the international covert war against mutants known as Operation: Zero Tolerance. All anyone knows is that he hates mutants, blaming them for some slight dealt to him and his loved ones in the past.

The operation started out linked to Project Wideawake,

SKILLS

Piloting, Repair; Assessment, Bionics, Photographic Memory, Robotics; Intimidation, Leadership, Observation

POWERS

**Computer Link 5
Danger Sense 6
Detection (Mutants) 11
Disintegration Ray 14**

EQUIPMENT

**Powered Armor +5
Force Field 14**

and for a time Bastion had access to all the resources and agents of the U.S. government's secret mutant defense programs. However, through the efforts of Valerie Cooper and X-Factor, Bastion's true agenda—the extermination of mutantkind—and his violent methods were exposed in their full monstrosity. After Senator Robert Kelly and others in the government realized the true objectives of Bastion's operation, the international community withdrew its support for Operation: Zero Tolerance, and

Bastion was taken into custody by
S.H.I.E.L.D.

It was later learned that Bastion was the evolved version of the future super-sentinel, Nimrod. Bastion was again defeated, by Cable, after escaping from S.H.I.E.L.D. Earth probably hasn't heard the last of this mysterious mutant-hater.

The most mysterious aspect of Bastion and Operation: Zero Tolerance was the use of extremely advanced technology to create a new generation of Sentinels out of living beings. See **Sentinels** for details.



12B Strength Intellect 9A

2 Edge * Hand Size 4(25)

11A Agility Willpower 8C

CALLING: Investigator

PERSONALITY: Employing a vocabulary as large as his feet, Hank McCoy is a bright and witty individual. He often speaks in pretentious phrases. Though he can be something of a prankster, when it comes to a fight, Hank is deadly serious and fiercely loyal to his teammates.

HISTORY

Hank had obvious mutations from birth, most notably his oversized hands and feet. Despite this difference, he lived a normal life into his late teens and did not share the terrible experiences many mutants faced. Instead, his superhuman physical abilities earned him a place as a high school football star, despite his basic bookish nature. It was then that Charles Xavier (see **Professor X**) learned of him and invited him to join his School for Gifted Youngsters. As a member of Xavier's original X-Men, Hank was given the codename of Beast.



BEAST (HENRY "HANK" MCCOY)

SKILLS

Brawling, Climbing, Wrestling; Acrobatics, Fast Exit, Martial Arts, Ricochet; Biochemistry, Chemistry, Electronics, Physics; Leadership, Taunting

POWERS

Leaping 7

Prehensile Feet 10 (see Prehensile Hair)

Wall-Crawling 10

Upon graduation from Xavier's school, Hank went to work for the Brand Corporation as a chemist. Here, he used a mutation-enhancing drug to disguise himself in the hopes of catching a corporate spy. The drug mutated him further, turning Hank into a blue, furry, bestial-looking humanoid. Finding this new appearance was permanent, he left Brand for a life as a full-

time adventurer, joining first the Avengers and later the ever-changing lineup of the Defenders. Eventually, Hank and the other original X-Men reunited to form X-Factor before finally rejoining the X-Men. And returning to his love of learning, Hank also

helps teach at Xavier's School for Gifted Youngsters.

Hank has recently left the X-Men and is now working desperately to find a cure for the Legacy Virus on Muir Island.

There is a second Hank McCoy on Marvel Earth, one quite a bit nastier than the Beast described here. See **Dark Beast**.

8D Strength **Intellect 6X**

2 Edge * **Hand Size 4(25)**

6D Agility **Willpower 6B**

BISHOP

CALLING: Soldier

PERSONALITY: Bishop is a strong-willed natural leader determined to see Xavier's dream of peaceful coexistence between humans and mutants come to pass. He has been hardened by years of battle and has little time for humor or small talk. He is utterly loyal to his allies, yet without mercy to enemies or those who stand in the way of his cause. He is not without con-

SKILLS

Brawling; Marksmanship; Law Enforcement, Leadership, Military

POWERS

Energy Reflection 15



science, feeling regret whenever he is forced to kill an honorable foe. He holds the X-Men of our time in near-religious awe—the result of the exaggerated stories he learned as a youth. Many of his idols, however, do not like his ruthless ways in combat.

HISTORY

In a time and place that may or may not come to be some 80 years in the future, Bishop was a ranking member of Xavier's Security Enforcers, a group devoted to preserving the dream conjured by Charles Xavier: that mutants and normal humans live together in peace. The Enforcers view evil mutants as the greatest threat to peaceful coexistence, so they actively hunt and kill them.

Bishop pursued the evil mutant Lord Trevor Fitzroy through a one-way time portal back to the present-day, where he battled the X-Men, believing them to be blasphemous impostors, as the real thing paled in comparison to the legends. The misunderstandings eventually were cleared away, and Bishop was invited to join the ranks of the heroes he'd modeled his life after.

4D Strength **Intellect 7A**

2 Edge * **Hand Size 4(25)**

4X Agility **Willpower 8A**

BLACK KING (SEBASTIAN SHAW)

CALLING: World Domination

PERSONALITY: Sebastian Shaw admires the ruthless, indulgent habits of the late 18th-century European upper class, emulating that behavior in everything he does. Sebastian enjoys fighting, but won't enter a fight unless there is a good reason. He holds a deep, abiding hatred for his son Shinobi and Selene, the Black Queen.

HISTORY

Sebastian was born to a poor family in Pittsburgh, but by his twenties had built a vast financial empire. Shaw Industries enjoyed many ties to the U.S. government, producing weapons for military agencies. Among the company's defense contracts was the assignment to upgrade the Sentinel robots.

The tycoon was invited to join the elite Hellfire Club, and soon after became a member of the Club's Inner Circle. After defeating the previous king, Sebastian became the Black King and gained even more power in political and social circles.

Sebastian kept the mutant nature of the Inner Circle secret even from the rest of the Hellfire Club. Along with the White Queen, Shaw used the organization's connections to further his goals of world domination through politics and economics. The Circle might have succeeded if an internal power struggle in the Inner Circle hadn't sidetracked the plans. When Sebastian was apparently killed by his son Shinobi, the Hellfire Club almost collapsed. Shaw has since resurfaced, and is rebuilding both his power base and the Inner Circle.

SKILLS

Boxing; Electronics, Mechanics, Robotics, Weapon Systems; Finance, Intimidation, Leadership, Politics

POWERS

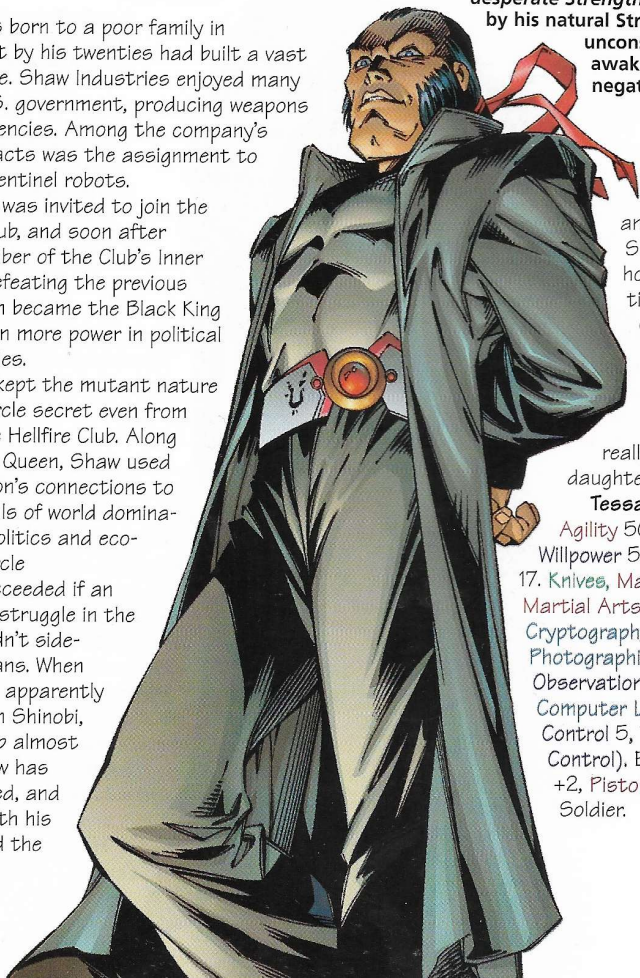
Absorption (Kinetic) 30+

Absorption Boost (automatic)

Limit: If the Black King's Strength or Agility is ever boosted past 20, he must succeed in a *desperate Strength* action opposed by his natural Strength score or fall unconscious. He will awaken on the next negative Narrator draw.

Shaw is always accompanied by Tessa, his loyal and enigmatic aide. She is a storehouse of information about the Circle's members and plans. Some believe she's a cyborg or robot, or that she's really Shaw's sister or daughter.

Tessa: Strength 4D, Agility 5C, Intellect 5A, Willpower 5C, Edge 1, Health 17. **Knives, Marksmanship, Martial Arts, Computers, Cryptography, Linguistics, Photographic Memory, Observation, Politics.** Computer Link 5, Emotion Control 5, Telepathy 9 (Mind Control). **Equipment:** Knife +2, Pistol +3. **Calling:** Soldier.



12B Strength Intellect **6A**

3 Edge ★ Hand Size **5(30)**

14D Agility Willpower **12A**

BLACK QUEEN (SELENE, THE BLACK PRIESTESS)

CALLING: World Domination

HINDRANCES: Addicted to life energy, Phobic of dying permanently

PERSONALITY: Selene is evil to the core, delighting in malice and exulting in the use of her vast arcane powers. She has lived for countless centuries, and her plans always reflect a long-term view that only near-immortal beings can adopt. Selene is a vain creature, and she relishes the fact that a cult is devoted to her worship. Her ultimate goal is to bring the entire dimension under her power.

HISTORY

Selene has lived for thousands of years. In ages past, she was a renowned sorceress whose power was feared and respected by practitioners of both black and white magic. As the Roman Republic turned to empire, Selene accompanied Romans who sailed to the New World in the first century B.C. These refugees founded Nova Roma deep in the Amazon jungle. Selene was trapped here through mystical means, and for two millennia she led the dread Cult of the Black Flame.

Following a battle with superpowered mutants (including

SKILLS

Swords, Shields, Whips; **Martial Arts**; Linguistics, Lore (Nova Romans), Mythology, Occult; Intimidation, Leadership, Mental Control, Mesmerism

POWERS

Disintegration, **Lightning Speed**, Magic, Stun Blast, Telekinesis 17*

Fire Control 18

Immortality

*Limit: If she uses an asterisked power, her Immortality is negated. While mortal, any further use of such powers costs Selene 10 Health (or two cards). If she drains a life, her Immortality returns.

Life Drain 17

Psychic Vampirism

Telepathy 17

Life Detection, Psi-Screen

one of Selene's own descendants—see **Magma**), the ancient sorceress's mystic bond to Nova Roma faded. She traveled to New York, where she found that an ancient cult devoted to her still existed. She became involved with the Hellfire Club and swiftly joined its Inner Circle. She tried to turn this powerful organization to her own ends, coming into conflict with fellow Inner Circle members Sebastian Shaw (see **Black King**) and Emma Frost (see **White Queen**). The ensuing power struggle, into which the X-Men eventually were drawn, all but destroyed the Hellfire Club's power base.

Selene's current motivations remain shrouded in mystery, but she once again serves as the Hellfire Club's Black Queen.



7A Strength **Intellect 5X**

2 Edge * **Hand Size 4(25)**

4D Agility **Willpower 6C**

BLACK TOM (THOMAS SAMUEL EAMON CASSIDY)

CALLING: Greed

PERSONALITY: Black Tom is a rogue who pulls off his villainous schemes with style and grace—at least the portions of those schemes not involving the destructive might of his frequent partner, the Juggernaut. He has a pleasant manner, but this veneer covers a black and murderous soul. He is arrogant and tends to overestimate his abilities and chances of success. He shares a loyal friendship with the Juggernaut, but hates his heroic relative Sean Cassidy (see **Banshee**).

HISTORY

As a young man, Black Tom gambled away his birthright and inheritance of Cassidy Keep to his cousin, Sean Cassidy. He turned to a life of crime both for thrills and survival, and eventually hooked up with Cain Marko, later known as the Juggernaut. By coincidence, he was present when Sean's wife died in a terrorist bombing, and he abducted the couple's infant daughter, Theresa (see **Siryn**). As the girl grew to develop powers similar to those of her father, Black Tom tried to force her to help him and the Juggernaut in their crimes. But her heart was never in a life of crime, so while in custody, Black Tom exonerated Theresa of responsibility for her crimes. He wrote a letter to Sean explaining Theresa's origins, reuniting father and daughter.

Black Tom eventually escaped from prison. He later tried to boost his powers through a series of treatments. The process altered both his powers and his appearance, seemingly merging him with his shillelagh,

SKILLS

Boxing, Brawling, Climbing, Clubs; **Marksmanship**; Leadership, Teaching

POWERS

Claws +3

Invulnerability to Sonics

Kinetic Control 7 (15 with Shillelagh)

Heat Control, Kinetic Bolt

Mind Control 22

Plant Control 18

EQUIPMENT

Shillelagh +2

Raises Kinetic Control by +8

but also drove him insane. In this state, he attacked the Generation X team in an attempt to kill his hated cousin. Black Tom was apparently killed by Penance, but has since resurfaced.



11D Strength **Intellect 3X**

2 Edge * **Hand Size 4(25)**

2X Agility **Willpower 5C**

BLOB (FRED J. DUKES)

CALLING: Greed

PERSONALITY: The Blob enjoys hurting and humiliating his opponents. He taunts them with bad jokes and jeers, waiting for them to wear themselves out punching him before he finishes them off. He hates his deformities and vents his self-loathing through crime, violence, and sheer rudeness. He constantly sports a big, dumb grin. He's not particularly bright, and it shows in the way he talks.

HISTORY

While working in a carnival freak show, the Blob was approached by the original X-Men and invited to join their team. He arrogantly refused, but was recruited by Magneto's original Brotherhood of Evil Mutants shortly after that. Magneto soon betrayed him, and so he took on the life of a loner.

After working both with other evil mutants and alone—and with remarkably scant success—Fred finally fell in with Mystique's new

SKILLS

Wrestling: Intimidation, Taunting

POWERS

Plasticity 17 (Stunt Only)

Body Expansion (Unique Stunt: Blob can expand his fatty tissues to snap body restraints with a **Strength** or **intensity** less than that the **intensity** of his **Plasticity**)

Limit: Cannot take shapes other than his basic human form

Kinetic Control 17 (Stunts Only)

Absorption, Immovability

Brotherhood of Evil Mutants and became the mutant terror he had long sought to be.

When the Brotherhood was granted government sanction as "Freedom Force," Fred undertook the assignment of capturing Magneto with great relish. With the dissolution of that organization, the Blob resumed his solo career. He has kept a fairly low profile in recent years, working as an enforcer for small-time criminal organizations. At last he seems to have had his fill of the limelight.

The Blob often worked with ex-wrestler Unus the Untouchable. Unus wasn't really evil, nor was he particularly interested in crime; he merely was looking for a place to belong. He could

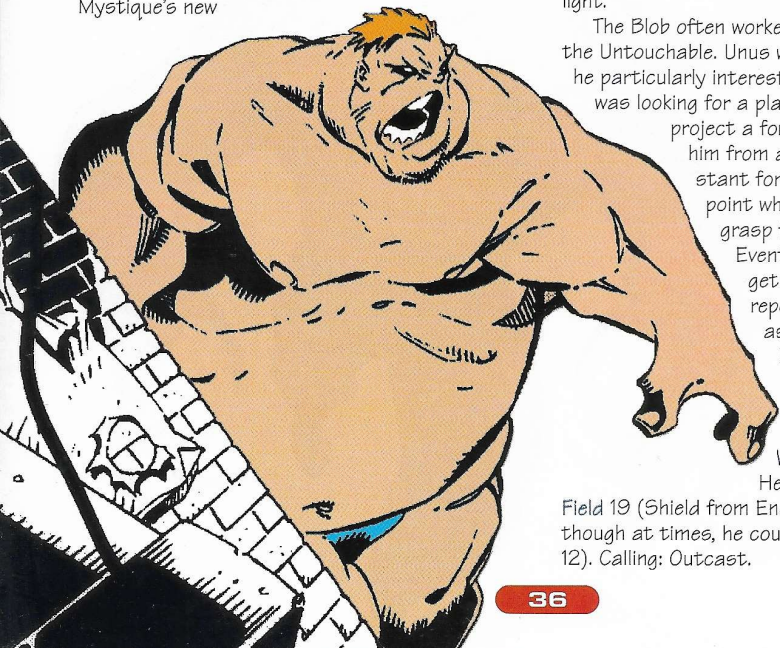
project a force field that protected him from all damage. But this constant force field intensified to the point where he could no longer grasp food or drink liquids.

Eventually, not even air could get through it, and the Blob reported that Unus died of asphyxiation, though this has never been confirmed.

Unus the Untouchable:

Strength 8D,
Agility 4X, Intellect 3X,
Willpower 6X, Edge 1,
Health 17. Wrestling. Force

Field 19 (Shield from Energy, Limit: Constant, though at times, he could lower the intensity to 12). **Calling: Outcast.**





BROTHERHOOD OF EVIL MUTANTS

History: Around the same time Professor X was gathering young mutants for his School for Gifted Youngsters, Magneto was collecting mutants to further his terrorist activities against humanity. This Brotherhood of Evil Mutants originally consisted of Magneto, Toad, Mastermind, Scarlet Witch, and Quicksilver. This group fought the X-Men many times early in its existence.

As the X-Men changed, so did the Brotherhood. First, Scarlet Witch and Quicksilver defected to join the Avengers, later learning that Magneto was their father. The Blob, Unus the Untouchable, and Lorelei, one of Magneto's Savage Land Mutates, served briefly with the group as well. Eventually, out of frustration over the constant failures of his lackeys, Magneto disbanded the group.

Years later, the villainess Mystique formed a band of mutant subversives which she christened the Brotherhood of Evil Mutants. The group consisted of Mystique, Avalanche, Destiny, Pyro, Blob, and Rogue. This Brotherhood first captured broad public attention when it tried to assassinate Senator Robert Kelly, a politician with a decidedly anti-mutant public stance.

The increase of anti-mutant sentiment in America led Mystique to the conclusion that her organization should give up its criminal activities. So she made a deal with Val Cooper, a special assistant to the National Security Advisor. The Brotherhood was renamed Freedom Force, and its members received full pardons for past crimes in exchange for agreeing to serve as superpowered government agents.

Non-criminals such as Spiral and the second Spider-Woman briefly joined Freedom Force, but the group was eventually dissolved in the wake of a series of high-profile failures. The public's discovery of the criminal nature of its membership also hastened the organization's downfall.

Some of Freedom Force's members went on to form a third incarnation of the Brotherhood of Evil Mutants. When Toad reformed the group, he was joined by Blob and Pyro. Sauron and a mysterious woman named Phantazia rounded out the initial membership. The group sought to ally itself with other mutants and eventually joined with Masque's Morlocks against X-Force. The third Brotherhood and their Morlock allies were defeated soundly, and the group dissolved.

In the wake of Operation: Zero Tolerance, a fourth Brotherhood arose. The core members of this group were Havok, the former leader of X-Factor, and the villainous alternate reality version of Hank McCoy known as Dark Beast.

Current Status: The fourth Brotherhood was disbanded when it was revealed that Havok was working undercover to determine the Dark Beast's plans.

Signature Equipment: The Brotherhoods have never had any special equipment.

Noteworthy Members: All prominent members of the various incarnations of the Brotherhood are detailed in this book, with the exception of the Scarlet Witch, Quicksilver, and Spider-Woman (see the upcoming **AVENGERS Roster Book**).

8B Strength **Intellect 7A**

3 Edge ★ **Hand Size 5(30)**

6C Agility **Willpower 8B**

CABLE (NATHAN SUMMERS)

CALLING: Soldier

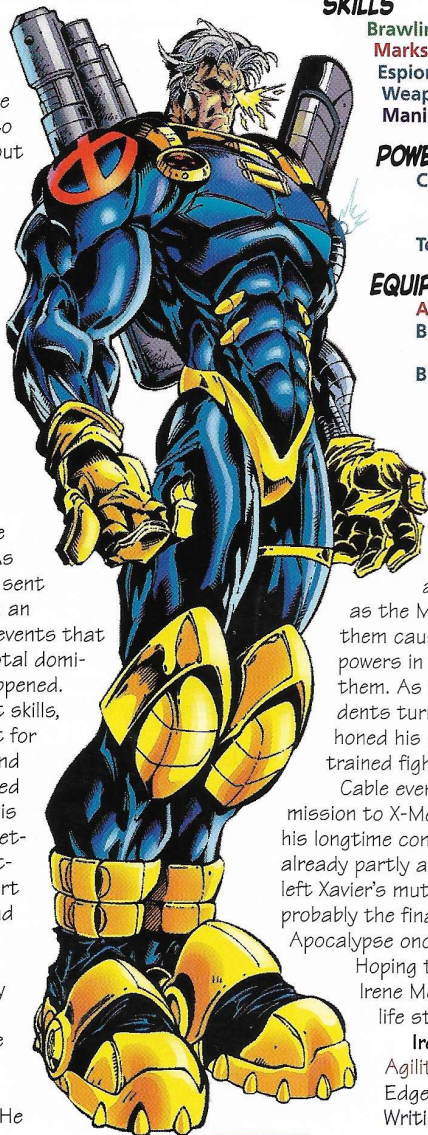
PERSONALITY: Cable is an unyielding, merciless warrior who expects his allies to be equally ruthless and to follow his orders without question. He is obsessed with defeating Apocalypse in every reality.

HISTORY

Cable is the son of Madelyne Pryor and Scott Summers (see **Cyclops**). To save his life from a strange techno-organic virus, Nathan was sent into the future of a reality where Earth fell to the undying Apocalypse. As an adult, Nathan was sent back to the present in an attempt to stop the events that led to Apocalypse's total domination before they happened.

To hone his combat skills, he worked as an agent for S.H.I.E.L.D., the CIA, and a mercenary band he led called the Wild Pack. His telekinesis and cybernetics made him a sought-after operative in covert wars against A.I.M. and HYDRA.

Eventually, Cable started on his primary mission. He orchestrated events to place him in a mentoring position for Professor X's younger students. He



SKILLS

Brawling, Climbing, Wrestling; **Marksmanship, Martial Arts**; Bionics, Espionage, History (of his reality), Weapon Systems; Military, Leadership, Manipulation

POWERS

Computer Link 7
Limit: Only allows control of his cybernetics at any distance
Telekinesis 7

EQUIPMENT

Assault Rifle +5 (High-tech model)
Bionic Right Eye
Enhanced Senses—Infravision 7
Bionic Left Shoulder and Arm
Strength 18B; has a small compartment operated by Cable's Computer Link
Body Armor +3

then involved them in a battle against the terrorist group known as the Mutant Liberation Front, giving them cause to learn how to use their powers in combat rather than just control them. As the less militant of Xavier's students turned away from Cable, he soon honed his so-called X-Force into a highly-trained fighting unit.

Cable eventually revealed his identity and mission to X-Men leaders Cyclops and Phoenix; his longtime confidante Domino presumably was already partly aware of this truth. He has since left Xavier's mutant teams to focus on what is probably the final stage of his mission to thwart Apocalypse once and for all.

Hoping to rebuild her career, journalist Irene Merryweather is chronicling Cable's life story.

Irene Merryweather: Strength 3X, Agility 4X, Intellect 5D, Willpower 5D, Edge 0, Health 10. Journalism, Writing. Calling: Investigator.

7D Strength **Intellect 3X**

1 Edge ★ **Hand Size 3(17)**

5X Agility **Willpower 7D**

CALIBAN

CALLING: Outcast

HINDRANCE: Monstrous

PERSONALITY: Caliban is a gentle, peaceful, sensitive soul trapped inside a monstrous body. He would like to live among normal humans, but knows that his appearance frightens people. When in or near cities, he often walks the streets dressed in a long coat and a floppy hat to hide his appearance.

SKILLS

Brawling; Survival

POWERS

Ability Boost 10 (Strength)

Detection (Mutants) 14

Unique Trait: works to a 25-mile radius
Emotion Control 12

Limit: Reflective Emotion (Can project only the emotions he currently is feeling onto others)

HISTORY

Caliban was a lonely, tortured Morlock. He first clashed with the X-Men when he fell in love with Kitty Pryde (see **Shadowcat**) and kidnapped her. He soon released her, though, when he saw how unhappy she was in the Morlock tunnels.

When Apocalypse assaulted the Morlocks, he captured Caliban to harness his mutant detection abilities. Through his super-science, Apocalypse made Caliban's appearance even more monstrous and brainwashed him into serving as the Hound of Apocalypse. In this role, Caliban was reduced to a murderous beast.

Eventually, he was saved by X-Factor. Upon recovering from Apocalypse's abuse, Caliban ended up serving as part of Cable's X-Force team.



5D Strength **Intellect 4X**

2 Edge * **Hand Size 4(25)**

5D Agility **Willpower 6D**

CANNONBALL

(SAM GUTHRIE)

CALLING: Youthful Exuberance

HINDRANCE: Naive

PERSONALITY: Sam is one of the nicest, most polite people on Marvel Earth. The many hardships he has experienced have done little to reduce his faith in the basic goodness of human nature. He has a strong sense of duty, tradition, and loyalty to his teammates. Sam also has a small-town, "Southern gentleman" attitude when it comes to women and frequently will step up to protect them.

HISTORY

Sam was a coal miner's son from Kentucky and seemed destined to become a coal miner himself. But a cave-in at the mines triggered Sam's mutant power and allowed him and the other miners to escape.

He eventually was recruited by a renegade member of the Hellfire Club who wanted to use Sam as a weapon against Xavier's Institute. Sam refused to attack the young mutants, and Xavier invited him to join his school. This team of young super heroes became known

SKILLS

Climbing; Demolitions; Leadership

POWERS

Flight 15

When he is in flight, Cannonball's Agility becomes 7.

Limit: Burst only

Force Field 16

Limit: Active only when Cannonball uses his flying power. When airborne, Cannonball and any person or objects he is carrying are protected by the force field.



as the New Mutants, and within a fairly short time Cannonball became one of its leaders.

Sam remained part of the team when some of the New Mutants reformed into X-Force under the leadership of Cable. But he found it very difficult to accept Cable's "ends justify the means" way of doing things.

Eventually, Sam left X-Force for the ranks of the X-Men.

Cannonball is still somewhat in awe of his new teammates but remains determined to do his best and prove that he really

does belong in the X-Men.

Sam's younger sister Paige attends the White Queen's academy as a member of Generation X, under the code-name of Husk.

15B* Strength Intellect 10D*

3* Edge * Hand Size 5*(30)

13C* Agility Willpower 11D*

CAPTAIN BRITAIN (BRIAN BRADDOCK)

CALLING: Exemplar

HINDRANCE: Guilt-ridden (0 in all abilities if he fails to protect his sister, Betsy)

PERSONALITY: Captain Britain is a stalwart champion of the United Kingdom. He would like nothing more than to be able to live a normal life, and he has retired from being a super hero more than once, but his sense of duty has obligated him to return to his costumed identity every time.

HISTORY

After almost being killed in a motorcycle accident, Brian Braddock saw the images of the legendary wizard Merlin and Roma, Goddess of the Northern Skies. They decreed that Brian was to be Britain's champion, and gave him fantastic powers as long as he stayed on British soil.

In the course of his many adventures, Brian traveled across alternate realities and saved not only Britain, but the entire world. Later, he spent time with the X-Men in order to be close to his beloved sister Betsy Braddock (see *Psylocke*). When it appeared Betsy and the majority of the X-Men had been slain in a battle against the Adversary, Brian sank into a deep depression. The sup-

SKILLS

Boxing, Brawling, Wrestling; Acrobatics, Aerial Combat; Physics; Leadership

EQUIPMENT

Captain Britain Battlesuit
Body Armor +3*, Flight 7*,
Force Field 9*

* Brian's powers and those of his suit are tied to the land of Britain. When not on British soil (or an extradimensional equivalent), all asterisked values drop 1 point per day until they reach 0 (or 3 in the case of his ability scores). The full values are restored immediately upon his return to Britain.

port of the remaining X-Men and an extradimensional threat against his beloved Great Britain brought Brian back from the brink and prompted him to become one of founding members of the super hero team Excalibur.

Brian and the mystical being Meggan have shared a romantic relationship in recent years. The two announced plans to get married, and shortly afterward Brian went on a leave of absence to determine what his role in life should be. Meggan, trusting in their relationship, waited with Excalibur for his return. The couple is now happily married.



3X Strength **Intellect 6C**

0 Edge * **Hand Size 2(10)**

4X Agility **Willpower 5C**

CECILIA REYES

CALLING: Outcast (formerly Protector)

PERSONALITY: Cecilia is a caring individual committed to the ideals and practice of medical science. She places the health and comfort of others above her personal safety.

HISTORY

A resident at New York City's Mother of Mercy Hospital, Cecilia had dedicated her life to becoming a doctor. When the mysterious Bastion launched his assault on mutantkind, the secret she had kept from family and colleagues alike—that she was a mutant—was exposed. She stood with the X-Men during Bastion's Operation: Zero Tolerance, and it was her medical talents that saved Cyclops's life.

SKILLS

Chemistry, Medicine; Leadership, Observation

POWERS

Force Field 11

Limits: Activates automatically when Cecilia is subjected to a physical attack (warding off damage equal to its intensity) or attacks someone herself (use Force Field intensity instead of Strength for attack).

Since the Force Field is an extension of Cecilia's body, any blows that it absorbs nevertheless cause her some minor damage. Cecilia loses at least one card for every successful attack against her, even if the Force Field should have absorbed the entire amount of damage. If the damage from an attack exceeds the Force Field intensity, she loses cards equaling or exceeding the difference.

That said, she had no intention of becoming a super hero. However, when Cecilia tried to return to her previous life and career, she found that she was confronted on all sides by fear and bigotry. She returned to the ranks of the X-Men, where she hopes to find her new place in the world. She also hopes the X-Men will help her gain more control over her force field powers which are still developing.



4D Strength Intellect 4X

1 Edge * Hand Size 3(17)

4X Agility Willpower 7D

CHAMBER (JONOTHON STARSMORE)

CALLING: Outcast

HINDRANCE: Monstrous

PERSONALITY: Jonothon is the stereotypical rebellious youth, although at 18 he is starting to settle down a bit. The disfigurement his powers have inflicted upon him has led him to view himself as a monster and a freak.

HISTORY

Jonothon was a rebellious youth whose latent telekinetic and psionic mutant powers activated with enough force to cause seemingly irreparable damage to his body. The same explosive release of telekinetic energy crippled his love interest, a young British noblewoman named Lady Gayle Edgerton. His power is so great that his physical form can't handle it well, and whenever he uses it, a little more of his body gets chewed away. The lower part of his face, his neck, and his vocal cords, have disintegrated, leaving behind exposed gouts of raw energy. Now, he can "speak" with others only through telepathy.

When he received the invitation to come to Xavier's School for Gifted Youngsters, Jonothon initially was very skeptical, doubting that anyone could help him. However, once there, he bonded with the equally troubled Penance, and has since developed fast friendships with several young mutants. He and Paige Guthrie (see **Husk**) share deeper feelings, but Jonothon is resisting because he still views himself as a freak, and because Paige is several years his junior.

SKILLS

Brawling; Intimidation

POWERS

Body Transformation 5

Energy Form

Limit: Cannot restore the part of his form that has been disintegrated if he uses this power

Cosmic Energy Control 5

Limit: Jonothon's physical form disintegrates a little more with each use of this power

Telekinesis 7

Force Bolt

Telepathy 13

Rangeless

Lady Gayle recently was manipulated by Emplate into helping him attack her former boyfriend. She was injured severely, and possibly even killed, when Emplate turned on her during the attack.

Lady Gayle Edgerton: Strength 4X, Agility 4X, Intellect 5X, Willpower 6X, Edge 0, Health 10. Hindrance: Physically Disabled—Unable to Walk (wheelchair-bound). Calling: Peace of Mind.



8D Strength **Intellect 4D**

2 Edge * **Hand Size 4(25)**

4B Agility **Willpower 5D**

COLOSSUS

(PIOTR "PETER" NIKOLAIEVITCH RASPUTIN)

CALLING: Protector

PERSONALITY: Piotr is a good person, through and through. He is unshakably loyal to his teammates and friends, and an unrelenting foe to anyone who would harm them. He is very proud of his Russian heritage, occasionally feeling guilt for having left the Mother Country behind.

HISTORY

When the original X-Men mysteriously disappeared, Professor X recruited several mutants to find them. This new team included Nightcrawler, Storm, Wolverine, and a young Russian named Peter Rasputin. Peter had grown up on a Soviet collective farm and used his powers to aid the group. Once the original X-Men had been located, however, Peter decided to stay in the United States and serve with them.

Colossus's steel body and strength hide a gentle soul. Despite his fighting ability, Peter was once the X-Man most dedicated to Professor Xavier's peaceful dream of mutant/human coexistence. His ideals were shattered by violent events, including his own death and resurrection in battle against the Adversary, the apparent death of his sister, Ilyana Rasputin (the New Mutant code-named Magik), and the murder of his parents. He left the X-Men and joined Magneto and his Acolytes for a while, turning to Magneto's stance of a more "aggressive defense" for mutantkind. Colossus eventually left the Acolytes when they proved to be more interested in violence and domination than an accord with humankind.

Colossus joined Excalibur and has renewed his dedication to peaceful solutions with the aid of longtime friends Nightcrawler and Shadowcat. He recently returned to the X-Men with the two of them.

SKILLS

Wrestling; Flinging (Humans), Martial Arts, Piloting; Mechanics; Art (Painting)

POWERS

Body Transformation 11

Limit: Can assume only a form of "organic steel" (Strength 16D)

Life Support 5

Limit: Transformation-Linked; usable only when in steel form



6D Strength **Intellect 6X**

3 Edge * **Hand Size 5(30)**

6B Agility **Willpower 8D**

CYCLOPS (SCOTT "SLIM" SUMMERS)

CALLING: Idealist

PERSONALITY: A brilliant leader, Scott has a knack for knowing the strengths and weaknesses of his teammates and for creating superb strategies in the middle of combat. If he has one flaw, it is that he holds himself responsible for virtually every move the X-Men make.

HISTORY

Scott and his younger brother Alex (see **Havok**) were separated from their parents when an alien spacecraft attacked the family's private plane. The boys were pushed out of the plane with a parachute and fell to the ground, where they were found and taken to an orphanage. Alex was adopted, but Scott grew up in the orphanage. The villain known as Sinister has hinted that he had much to do with shaping Scott's early life, although he has yet to reveal more than a few details.

After Scott's mutant power manifested, he was contacted by Professor X and became the first X-Man. Since then, Cyclops has devoted his life to Professor Xavier's dream. He has served as the leader of several X-teams,

SKILLS

Boxing; Martial Arts, Piloting, Ricochet; Leadership

POWERS

Energy Blast 14 ("Optic Blasts")
Momentum ("Pressor Beam"), Ricochet, Wide-Angle Beam

Limit: Uncontrolled without visor
Invulnerability to his own Energy Blasts and Havok's Cosmic Energy

EQUIPMENT

Visor

Allows power stunts, stops beam from firing)



co-founding the first X-Factor team along with the rest of Xavier's original students.

Cyclops believes it is his duty to lead the X-Men toward the goal of a true mutant-human peace. He is a great strategist, tactician, and leader.

Scott eventually married his longtime love, Jean Grey (see **Phoenix**). Together, after helping the group defeat Bastion and his anti-mutant terrorists, the two decided to retire from their lives as super heroes to start a family. Leaving behind his position of leadership among the mutant super heroes was one of the hardest decisions Scott has ever had to make.

12D Strength **Intellect 9C**

2 Edge * Hand Size **4(25)**

11C Agility **Willpower 6C**

DARK BEAST (HENRY "HANK" MCCOY)

CALLING: Investigator

PERSONALITY: Though identical in appearance to Beast of the X-Men—the notable exception being his spiky hair—the Dark Beast has a decidedly different personality. To Dark Beast, the world exists only to supply him with subjects for his twisted mutagenic experiments.

HISTORY

Dark Beast is one of the few survivors from a reality where Apocalypse ruled supreme. In this Age of Apocalypse, Professor X died before forming the X-Men, so heroes known to Earth often took on very different roles (Havok, for example, was a neo-fascist in Apocalypse's service).

Of all the alternate personas there, the Dark Beast is the most frightening. He has all of the other Hank's physical prowess, but none of his morality. Where the X-Man Beast uses his scientific gifts to help humanity, Dark Beast uses his genetic skills to perform cruel experiments on anyone who falls into his hands.

Dark Beast escaped to the mainstream Earth as the Age of Apocalypse universe collapsed into nothingness. He has since become a super-

SKILLS

Brawling; Acrobatics, Martial Arts; Biochemistry, Genetics; Intimidation, Observation

POWERS

Leaping 7

Prehensile Feet 10 (see Prehensile Hair)

Wall-Crawling 10

EQUIPMENT

Body Armor +3

villain, lending his terrifying science to mutant villains of this Earth. Among his allies in this campaign are the mercenary Random and the assassin Fatale.

Random is a cigar-smoking mercenary who was once allied with Havok's version of X-Factor. He seems immoral and will follow anyone with cash.

Fatale is a young Asian woman trained in the arts of the ninja. It is unclear whether or not she is a fellow survivor from Dark Beast's timeline.

Random: Strength 9X, Agility 7C, Intellect 4X, Willpower 4X, Edge 1, Health 17.

Contingent Attack, Marksmanship. Body Transformation 7 (Transforms parts of his body into weapons up to +7 in damage).

Calling: Demolisher.

Fatale: Strength 6C, Agility 7D, Intellect 5D, Willpower 6X, Edge 1, Health 17. Garrotes, Martial Arts Weapons, Martial Arts, Assessment. Ability Boost 7 (Agility), Teleportation 12 (Gateway, Limit: Earth only).

Equipment: Garrote +2.
Calling: Demolisher.



5X Strength Intellect 4D

1 Edge * Hand Size 3(17)

6D Agility Willpower 4C

CALLING: Gloryhound

PERSONALITY: Alison is an outgoing woman who has craved the limelight of stardom since her youth. She loves performing above all things, and it was with great reluctance that she turned her powers to superheroic pursuits.

HISTORY

Alison's mutant ability manifested itself while she was in high school, and she first used it to save a prom from some violent gang members. She had no interest in becoming a super hero, and instead pursued a career as a singer, using her light-generating abilities to augment her act. She rose to the top of stardom, but when her mutant heritage became public knowledge with the release of the movie *Dazzler*, her life and career fell apart in the bigotry backlash.

With nowhere else to turn, Alison joined the X-Men, finally adopting the mantle of hero that she had resisted for so long. She stood with the X-Men against the Adversary, and died with them as well. She was resurrected by the goddess Roma with no memory of her involvement with the X-Men.

More recently, the *Dazzler* movie was re-released. It became a huge success, and Alison regained her place in the entertainment community. After she had stayed clear of mutants and super heroes for a long period, her memories of her time with the X-Men were restored when she joined the extradimensional adventurer Longshot in battle against the rulers of his homeworld. She remains in that other dimension, where she and Longshot have married and now have a son who may well become the mutant hero Shatterstar.



DAZZLER (ALISON BLAIRE)

SKILLS

Skating, Energy Control; Finance (Show Business), Performing (Dancing and Singing)

POWERS

Energy Conversion 19

Limit: Sound into light only

Light Control 18

Blinding Blast, Force Field, Illusion, Laser, Lightshow, Strobe

Limit: Dazzler can control only light created by her own energy conversion power. The intensity of her stunts depends on the intensity of the sound she is using to create light.

9A Strength **Intellect 3X**

1 Edge ★ **Hand Size 3(17)**

6A Agility **Willpower 5C**

DEADPOOL (WADE WILSON)

CALLING: Repentant when heroic, Demolisher when not

HINDRANCE: Monstrous (Deadpool hides his twisted appearance with a costume that covers his entire body. Should he ever be in public without it, he is reduced to 0 Willpower when trying to convince normal people not to run away.)

PERSONALITY: Deadpool is a ruthless assassin overwhelmed by hunger for wealth. He is not above switching sides in combat if the offer's right. While fighting he constantly chatters, offers seemingly friendly jibes, and projects a sense of good humor in an effort to keep his opponents off-balance. This (poorly) hides the fact that Deadpool has deep-seated insecurities that at one moment drive him toward super-heroic pursuits, but in the next moment make him want to inflict harm on everyone he sees.

HISTORY

Wade was well-respected in mercenary circles until he was diagnosed with an incurable form of cancer. This news pushed him over the brink into insanity. After a spree of violence, Wade allowed agents of Landau Luckman & Lake, an intergalactic and transtemporal corporation, to subject him to an experimental treatment designed to emulate Wolverine's healing factor.

Wade was saved from death by the treatment, but his skin turned into a hideous mass of scar tissue. His mental state only slightly more stable than

SKILLS

Axes, Brawling, Climbing, Martial Arts Weapons; Acrobatics, Contingent Attack, Marksmanship, Martial Arts; Intimidation, Taunting

POWERS

Regeneration 14

EQUIPMENT

Big gun +4

Sword +2

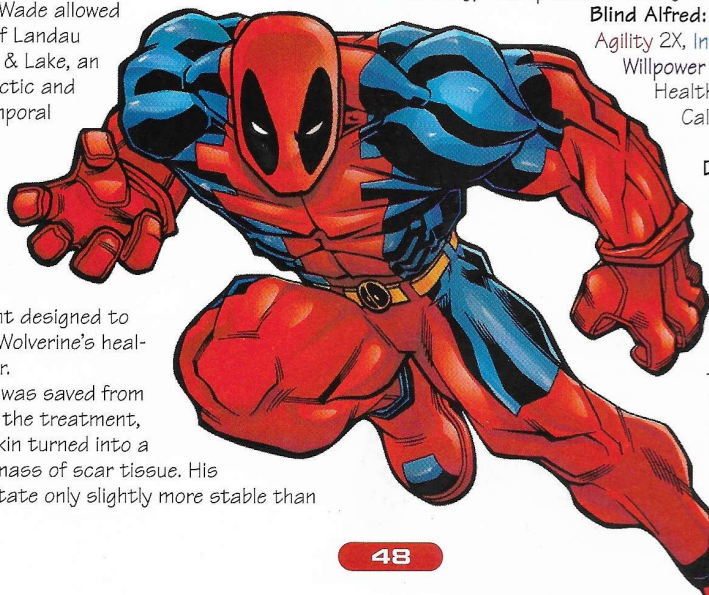
before his treatments, he now searches for meaning in his life—but while he's looking, he hires himself out as an assassin to the highest bidder.

Wade has three loyal companions: Weasel, his best bud and arms supplier; Blind Alfred, a woman who acts as Wade's confidante and moral compass, but with whom he shares a dark and twisted past; and Deuce the Devil Dog, Wade's pet and formerly Matt (Daredevil) Murdock's seeing-eye dog.

Weasel: **Strength 3X, Agility 3X, Intellect 3X, Willpower 5C, Edge 0, Health 10. Finance (Arms Dealing), Manipulation. Calling: Greed.**

Blind Alfred: **Strength 2X, Agility 2X, Intellect 5X, Willpower 7D, Edge 0, Health 10. Teaching. Calling: Mentor.**

Deuce the Devil Dog: **Strength 3X, Agility 3X, Intellect 2X, Willpower 2D, Edge 0, Health 10. Tracking. Teeth +2. Deuce is a world-class guide dog. Calling: Guardian.**



7C Strength **Intellect 6B**

2 Edge * **Hand Size 4(25)**

9A Agility **Willpower 5X**

DOMINO **(BEATRICE)**

CALLING: Thrill-Seeker

PERSONALITY: Domino is filled with a strong spirit and has a mischievous disregard for the importance others place on their goals—and even their lives. She is always willing to out-drink, outcurse, and outfight anyone, or to die trying. Her fearless nature made her an effective member of the Wild Pack and X-Force, but her indifference to the safety of others also makes her a threat to her teammates at times.

HISTORY

The early life of Domino is shrouded in mystery. Despite her youthful appearance, she is a veteran mercenary soldier with 15 years of experience. She served as part of Cable's Wild Pack in undercover wars with A.I.M. and HYDRA, but eventually left Cable's group to find her own path.

Exactly where that path took her is unknown. She eventually was captured by the criminal mastermind

SKILLS

Brawling, Martial Arts Weapons; Flinging, Marksmanship, Martial Arts, Piloting; Computers, Espionage, Weapon Systems

POWERS

Luck Control 15

Mr. Tolliver. An impostor was sent to infiltrate the ranks of X-Force with the intent to lead its team members and their mentor Cable to their doom. The scheme was revealed when the false Domino (who was revealed to be the mutant Copycat) shifted her loyalty from Mr. Tolliver to X-Force. The team then rescued the real Domino.

The real Domino joined Cable's team of mutants and served as his deputy, devil's advocate, and confidante. When Cable left X-Force to pursue more personal missions, Domino stepped into the position of team leader. After being captured and tortured by agents of Operation: Zero Tolerance, Domino has once again gone off on her own.



6D Strength Intellect **5C**

2 Edge * Hand Size **4(25)**

12X Agility Willpower **5B**

DONALD PIERCE

CALLING: Demolisher (formerly World Domination)

HINDRANCE: Overconfident

PERSONALITY: Donald is a power-hungry psychopath who delights in spreading pain and suffering. Since being transformed even further into a cyborg by mysterious benefactors, Donald has also been obsessed with creating new cyborgs.

HISTORY

Donald was a successful mining mogul—and the White Bishop of the Inner Circle of the Hellfire Club. Like the other members of this secret society, he supported Mastermind's efforts to make Phoenix the Club's mental slave. Unlike the other members, he could not accept defeat gracefully.

Donald launched a scheme to get revenge on both the X-Men and the Hellfire Club for the humiliation he had suffered. He kidnapped the Black King's assistant Tessa and Professor X as part of his plan, but was defeated by some of Professor X's students and even one of his own minions who turned on him (see **Cannonball**).

Donald was expelled from the Hellfire Club for his treachery. Over the next few years, he launched several assaults against both the X-Men and his former allies, assuming leadership of the Reavers in the process. After nearly assassinating

SKILLS

Brawling; Geology, Engineering; Finance, Intimidation, Leadership

POWERS

Computer Link 12

"Downloadable Awareness" (Can transfer his mind to a computer)

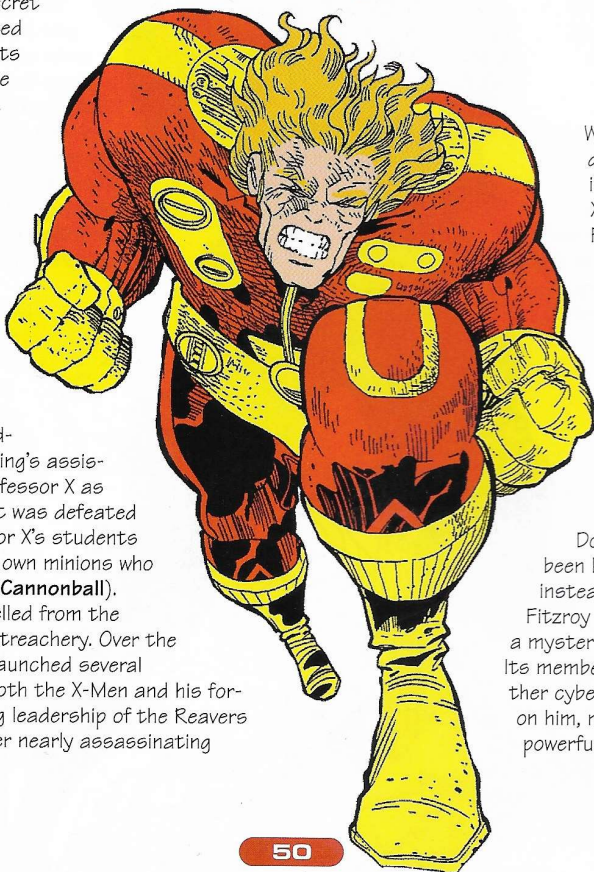
Cyborg Body (Strength 13)

Elongation 10

Seven League Strides, Telescopic Attack

Limit: Only cybernetic arms and legs can be extended.

Energy Blast 10



Wolverine and destroying holdings of Charles Xavier and Emma Frost (see **White Queen**), he apparently was killed by Sentinels under the command of the time traveler Trevor Fitzroy. In fact,

Donald had not been killed, but was instead delivered by Fitzroy into the hands of a mysterious organization. Its members performed further cybernetic alterations on him, making him more powerful than ever.

8D Strength **Intellect 10B**

1 Edge ★ **Hand Size 3(17)**

3X Agility **Willpower 4X**

DOUGLOCK

CALLING: Vestige of Humanity

HINDRANCE: Naive

PERSONALITY: Douglock is a sensitive, intelligent young being who puts the safety of his teammates ahead of his own. He is inquisitive about virtually everything, particularly human emotions; he has them, but he doesn't understand them.

HISTORY

Douglock's origins are at best unclear. He resembles Doug Ramsey, the late mutant machine empath formerly known as Cypher, yet Doug's body lies in a grave in New York. He has the powers of Warlock, a techno-organic alien who rebelled against his Phalanx collective. Doug and Warlock were close friends in life, and they died at about the same time. Friends poured Warlock's remains onto Doug's grave out of respect for the pair's friendship. Because of all this, the arrival of a strange entity calling himself Douglock was greeted with the suspicion that he might be some combined version of the two. Douglock insists that this

SKILLS

Wrestling; Computers, Electronics, Linguistics

POWERS

Body Armor +8

Body Transformation 17

Computer Link 17

Machine Animation,
Mechanical Link

Elongation 11

Empathy 9 (17 to
machines)

Hyperlinguistics 12

theory is meritless and that he should be treated as a unique person, not some amalgam of lost friends. However, he has not explained his resemblance to the two dead heroes. In fact, he is another rebelling member of the Phalanx. He claims that even though he doesn't know why he originally took on Doug's form, he maintains it out of respect for the New Mutant.

Douglock joined the Excalibur team, drawn there by the romantic feelings that Doug felt for Rahne Sinclair (see **Wolfsbane**). He has recently revealed his emotions to Rahne. Douglock struggles to come to terms with his "life," as do those who knew and cared deeply for the two individuals he resembles. He remained on Muir Island after the breakup of Excalibur.



7D Strength **Intellect 5C**

2 Edge * **Hand Size 4(25)**

6D Agility **Willpower 8D**

EMPLATE (MARIUS ST. CROIX)

CALLING: Demolisher

HINDRANCE: Physically Disabled—Needs portable respirator to breathe

PERSONALITY: Emplate is a psychotic, murderous cannibal who feeds on the lifeforces and genetic codes of other mutants. He revels in his monstrous activities and appearance, delighting in the fear he can induce in others.

HISTORY

Little has been revealed about this monstrous mutant. Monet, Nicole, and Claudette St. Croix, teenage mutants of Generation X, are his sisters (see **M** and **Penance**).

For years, Emplate fed on the young mutant called Penance. Upon venturing out in search of other fare, he clashed with Generation X when he tried to feed on Chamber. Angered by both his



SKILLS

Natural Weapons; Contingent Attack; Assessment, Dimensional Geography; Mental Control

POWERS

Claws +7

Detection (Life Energy) 5

Detection (Mutants) 25

Dimensional Travel 12

Limits: One Dimension Only (Can exist out of synch with Earth, viewling and traveling as far as he would on Earth)

Masochistic (loses a random card's value in Health from the angry spirits of the mutants he has fed on)

Imitation 10

Limit: Must first use his Life Drain power on a target

Life Drain 17

Limit: Touch Only (his palm has another "mouth")

Mind Control 25

Power Duplication 10

Limit: Must first use his Life Drain power on a target

Telepathy 20 (Mental Probe only)

EQUIPMENT

Respirator

Life Support 5

defeat and the concurrent freeing of Penance, Emplate attacked Generation X, even drawing in Chamber's former girlfriend, Lady Gayle Edgerton. His own temper defeated him, but he escaped relatively unscathed from this encounter with the Generation X kids. More recently, he tried and failed a second time to gain his revenge, and his temporary melding with M to form M-Plate in that encounter revealed his true relationship with Penance.

Emplate is assisted by a strange little man who wears a conductor's uniform with a badge reading "D.O.A." on the cap. He is quite possibly some form of demon, but his true nature and name remain unknown.

10D Strength Intellect 3B

1 Edge * Hand Size 3(17)

3X Agility Willpower 7C

FITZROY (TREVOR FITZROY)

CALLING: Demolisher

HINDRANCE: Overconfident

PERSONALITY: Fitzroy is a cruel, evil man who will manipulate or sacrifice anyone to achieve his goals. To him, the world exists only for his use or abuse.

HISTORY

Lord Trevor Fitzroy hails from an alternate future nearly a century away. In that time and reality, a police force known as Xavier's Security Enforcers (XSE) was formed to let mutants police their own kind. In its three decades of existence, XSE agents all but eliminated the threat that evil mutants posed to the fragile peace between humankind and mutantkind.

Fitzroy was among the most evil and monstrous mutant villains of his age, and the death and destruction he left in his wake reached legendary proportions. Even the XSE's greatest prison couldn't hold him, and he staged the ultimate mass breakout by opening a gateway to the past through which he and dozens of other mutant psychopaths fled. Some of the XSE's greatest enforcers, including the X-Man known as Bishop, pursued Fitzroy and the other escapees into the past.

Fitzroy tried to use his knowledge of things to come to manipulate events so that his native reality would never come to pass. After establishing a base in a polar iceberg, he schemed to seize the Hellfire Club. He turned mutant business mogul Gideon and the son of the Black King (see **Shinobi Shaw**) into his pawns, and once they had weakened the Hellfire Club's Inner Circle, he turned on his allies. But his arrogance got the best of him. With Fitzroy's attention split, XSE pursuers penetrated his stronghold at the

SKILLS

Brawling; Dimensional Geography, History (of his reality), Weapon Systems; **Leadership,** Manipulation

POWERS

Life Drain 14

Teleportation 5

Limit: Must first drain life from a victim to use this power

Time Travel 16

Limits: Must first drain life from one victim for himself and one for each passenger

One Direction Only (Trevor can travel only into the past and cannot travel forward again.)

EQUIPMENT

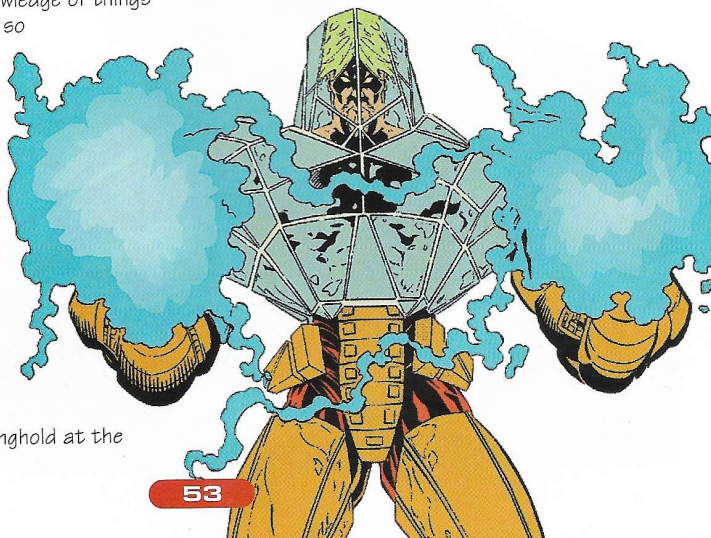
Bionic Arms and Legs

Raise Strength to 11D

Transparent Crystal Powered Armor +6

Ability Boost 6 (Strength)

very moment he was fending off an attack by the X-Men. His base was destroyed, and he was taken prisoner by agents of the vengeful Shinobi. He eventually escaped, only to be cornered and controlled by the Black Queen, Selene. He remains in her thrall as part of the new Inner Circle led by Sebastian Shaw.



5C Strength Intellect **4X**

1 Edge * Hand Size **3(17)**

6D Agility Willpower **6D**

FLEX **(ADRIAN CORBO)**

CALLING: Soldier

PERSONALITY: Adrian is a quiet young man who seems uncomfortable in a team environment. In battle, he can be a vicious combatant.

HISTORY

Adrian was recruited for Canada's government-sponsored super hero teams when funding was once again increased for Department H. After he and his brother Jared (see **Radius**) spent some time training with Beta Flight, they became among the first superpowered operatives to be assigned to the new Alpha Flight.

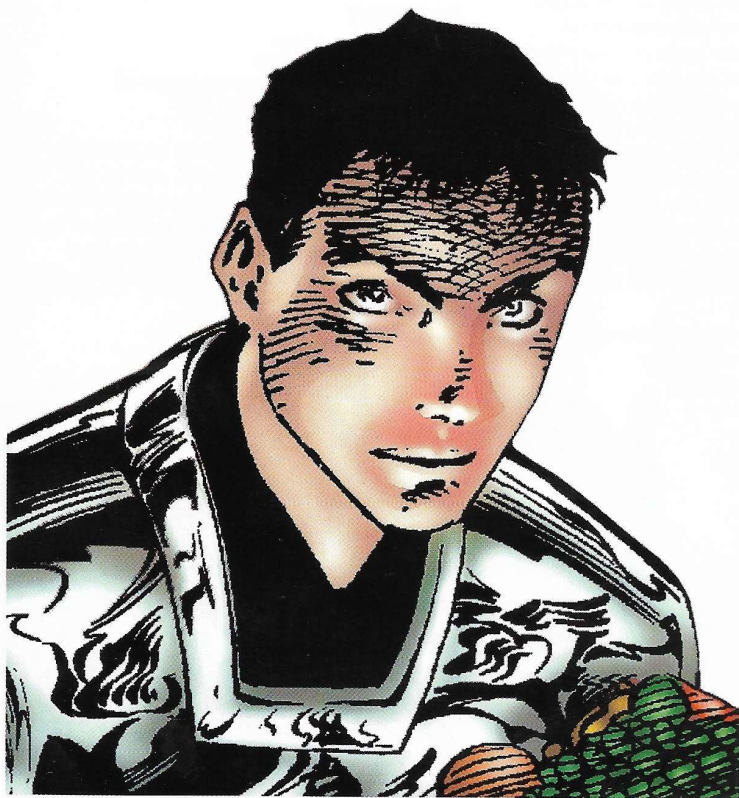
SKILLS

Brawling, Natural Weaponry; **Martial Arts**; Taunting

POWERS

Body Transformation 7

Limit: Adrian can turn only his limbs into razor-sharp blades +7



6D Strength Intellect 9A

1 Edge * Hand Size 3(17)

4D Agility Willpower 6C

FORGE

CALLING: Investigator

PERSONALITY: To most, Forge seems cold, calculating, and distant. Those he trusts know him to be a compassionate person concerned with the safety and health of the peoples of Earth. Forge is also one of those rare individuals capable of mastering both mystical and scientific disciplines, including the construction of cybernetic devices and holographic projectors.

HISTORY

Trained in the mystical arts by the shaman of his Cheyenne tribe, Forge gave up practicing magic when he was crippled in the Vietnam War. Replacing his lost limbs with cybernetic devices of his own creation, Forge built a business empire centered around his own high-tech creations.

Eventually, Forge was recruited by the U.S. government to devise a means of detecting and neutralizing the Dire Wraiths, a shapechanging alien species waging a covert war on humanity. Forge was successful in his efforts, personally striking the final blow in the battle against those enemies. However, when he learned people within the government planned to use his inventions to neu-

SKILLS

Wrestling; **Marksmanship**; Bionics, Computers, Electronics, Occult; Finance, Military

POWERS

Invulnerability to Illusions
Magic 7

Teleportation (self, others)

"Mechanical Empathy" 18

Unique Power: If the difficulty level of making a piece of mechanical equipment is equal to or less than the intensity of Forge's Mechanical Empathy, its difficulty is reduced to zero.

EQUIPMENT

Bionic Right Hand and Leg (Strength 6)

tralize the superpowers of every hero on Earth, he rebelled and destroyed the devices.

For a time, Forge believed he had killed the X-Men, and he went into seclusion. At the encouragement of the government's

Valerie Cooper, however, he joined the government-sponsored mutant team X-Factor as a cybernetics specialist. Forge was severely injured during an engagement with Mark VIII Sentinels during Bastion's Operation: Zero Tolerance. While he recuperated, Havok, the leader

of X-Factor, defected to reform the Brotherhood of Evil Mutants. Forge's current activities are unknown, though he remains a government employee.



6B Strength **Intellect 5X**

1 Edge * Hand Size 3(17)

9A Agility **Willpower 6X**

GAMBIT (REMY LEBEAU)

CALLING: Repentant

PERSONALITY: Remy is a headstrong individual who doesn't take orders well. He is also a rogue who is fond of all women. Remy speaks with a heavy Cajun accent, a legacy of his Creole roots. A loner at heart, he initially was very uncomfortable as a member of the X-Men, but he has grown more at home as part of that family.

HISTORY

Remy is an enigmatic rake of Creole or French descent. He was born and raised in New Orleans under the thumb of his father Jean-Luc, the head of the local thieves' guild. He fled his home after killing his brother-in-law in self-defense, then spent a few years drifting through the Mississippi Valley, making his living as a professional thief.

For a while, Gambit worked for Sinister and assembled the Marauders team, which subsequently massacred the Morlocks. Later, he hooked up with Storm, who at the time had been regressed to childhood by the strange being known as Nanny. The two operated as an effective pair of thieves, robbing criminals of their spoils. Eventually, Storm rejoined the X-Men. Gambit decided to change his criminal ways and joined as well.

SKILLS

Brawling, Clubs, Knives; Acrobatics, Fast Exit, Flinging, Thievery

POWERS

Emotion Control 5

Limit: Gambit must speak to use this power, and his targets must be able to hear and understand him.

Energy Blast 11

Limit: Gambit infuses small objects (like darts or playing cards) with his explosive energy, then flings them at his targets. The objects explode on contact. He can charge up to five objects at one time.

EQUIPMENT

**Body Armor +3
Deck of Cards
Telescoping
Quarterstaff +2**

During a confrontation with the alien Brood, Gambit's long-estranged wife, the assassin Belladonna, was killed before his very eyes. He has slowly recovered from all his traumatic experiences and developed a romantic relationship with Rogue—albeit one that cannot be consummated easily. Recently he was placed on “trial” to face charges relating to the death of his brother-in-law and other crimes relating to his time with Sinister. He was exonerated and came through the experience all the stronger. Though he may now have put his troubled past behind him, he has left the X-Men for the time being. His return, however, seems imminent.



3X Strength Intellect 4C

0 Edge * Hand Size 2(10)

3D Agility Willpower 5D

GATEWAY

CALLING: Peace of Mind

PERSONALITY: Gateway possesses an apparently unshakable peace of mind. He virtually never speaks and is unflappable in the face of even the greatest dangers.

HISTORY

Little is known about the enigmatic Gateway, and as he rarely speaks, it is unlikely that anything will be learned about his past. He will open a gateway to anywhere on Earth for anyone, and he has served both the Reavers and the X-Men.

While the X-Men, and the Reavers before them, were headquartered in Australia, Gateway served as the primary mode of transport for each team. When both left that base behind, Gateway remained, tending the sacred spot he had cared for before either superteam arrived. Later, Gateway mysteriously appeared at Xavier's School for Gifted Youngsters, bringing the young mutant Penance with him. Gateway also may have been a sort of mentor for the Generation X member known as M, although the details surrounding this relationship are unclear.

There are also indications that Gateway was somehow responsible either for the creation of the creature known as Emplate, or for Penance becoming a victim of Emplate's evil.

SKILLS

Boomerangs; Lore, Mythology; Meditation

POWERS

Teleportation 17

Gateway, Summoning

Limits: Earth locations only

Must use bullroarer to activate

Can summon only willing targets who have passed through a gateway he opened previously.

EQUIPMENT

Bullroarer (Needed for teleportive rituals)



5X Strength **Intellect 8A**

2 Edge * **Hand Size 4(25)**

6C Agility **Willpower 6B**

GUARDIAN (JAMES MACDONALD HUDSON)

CALLING: Protector

PERSONALITY: James is dedicated to the protection of ordinary citizens. Early in his career, his naiveté meant he was often manipulated by more callous bureaucrats and officials of the Canadian government. Since his return from the "dead," however, James has not allowed himself to be manipulated by anyone.

HISTORY

James MacDonald Hudson created an armored suit that would enable its wearer to bore through the earth. When he learned his employer was going to sell the suit to the U.S. military, he destroyed the blueprints and made off with the prototype. He was soon invited to join Department H, a top-secret R&D agency of the Canadian government. Inspired by the Fantastic Four, James persuaded Department H to form the Canadian hero team that would become Alpha Flight.

Its first member was a mysterious man named Logan (see **Wolverine**), who left the team after falling in love with James's wife Heather (see **Vindicator**). When James tried to bring Logan back by force, he almost killed a bystander. Believing he had to vindicate himself for his actions, James adopted the codename of Vindicator until he shed his guilt and changed his name to Guardian.

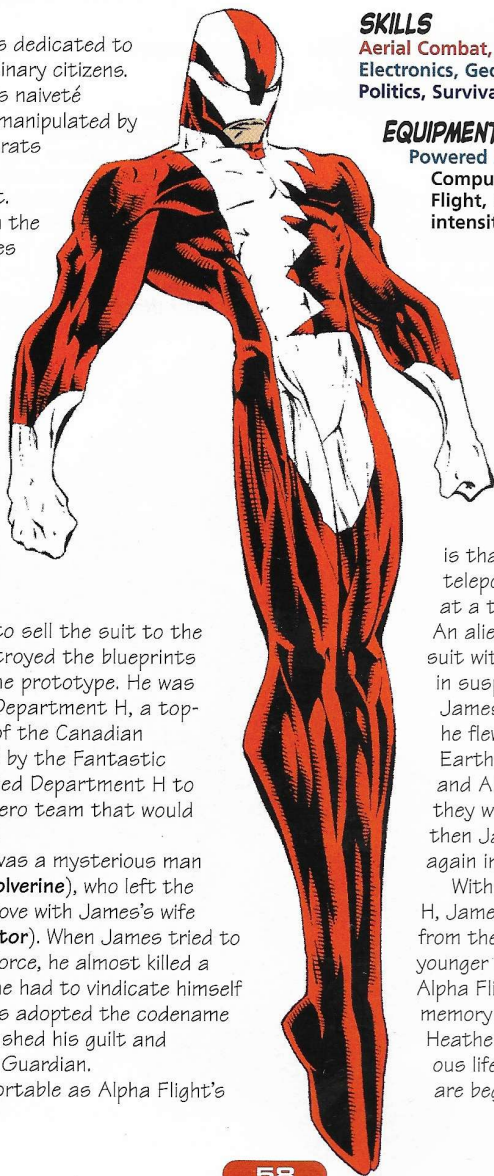
James grew comfortable as Alpha Flight's

SKILLS

Aerial Combat, Gadgetry; Computers, Electronics, Geology, Physics; Leadership, Politics, Survival

EQUIPMENT

Powered Armor +3
Computer Link, Energy Blast, Flight, Force Field (all intensity 13)



leader, even after the team's funding was cut. Then Omega Flight kidnapped Heather, and James apparently died when the circuits of his suit overloaded and caused it to explode. The odd truth

is that James had been teleported to the planet Jupiter at a time millennia in the past. An alien race merged his battlesuit with his body and placed him in suspended animation. When James awoke again in our time, he flew an alien ship back to Earth and reunited with his wife and Alpha Flight. For a time, they were happy together, but then James apparently died again in battle.

With the revival of Department H, James has once more arisen from the dead (though as a much younger version of himself) to lead Alpha Flight. He seems to have no memory of his marriage to Heather, or of much of his previous life, though those memories are beginning to return.

6D Strength **Intellect 5D**

2 Edge * **Hand Size 4(25)**

6X Agility **Willpower 6D**

HAVOK (ALEXANDER "ALEX" SUMMERS)

CALLING: Uncontrolled Power

PERSONALITY: Havok is a reluctant hero, but once he discovers that his actions truly can make a difference in a situation, he doesn't rest until his opponents have been defeated. He has ping-ponged from heroism to villainy and back again.

HISTORY

Alex and his older brother Scott (see **Cyclops**) were left alone in the world when aliens abducted their parents. Alex was adopted by a kindly couple, but Scott grew up in an orphanage.

The two brothers were reunited when Alex was kidnapped by the Living Pharaoh, who wanted to use his latent powers of cosmic energy control to trigger his transformation into the Living Monolith. Alex's powers activated during this conflict, and he joined the X-Men in order to learn how to control them.

Unlike many super heroes, Alex rarely has sought adventurous pursuits, but is instead time and again drawn into them because others want to exploit his powers.

Alex and his longtime love Lorna Dane (see **Polaris**) have several times tried to settle down to a quiet life far removed from superheroics, but fate and circumstance always interfere. Most recently, they were offered places on Val Cooper's reorganized X-Factor team. Initially, Havok refused to get

SKILLS

Boxing; Geology; Leadership

POWERS

Cosmic Energy Control 17

Limit: Plasma Only

Invulnerability to his own blasts and those of Cyclops

involved with a government-sponsored team of "polite, cuddly mutants." But when Lorna joined and Valerie promised him the position of team leader and a relatively free hand, he signed on.

During the Bastion-led Operation: Zero

Tolerance, Havok defected from

X-Factor. He formed another Brotherhood of Evil Mutants, claiming that he was tired of working for a government that

actually hates mutants. In reality, the formation of this new Brotherhood was a ploy to root out the Dark Beast, who had been manipulating the lives of X-Factor team members. Havok deserted Polaris and his other X-Factor teammates for their own safety at the start of this undercover operation, but the fact that he did not trust them with the truth has since put a severe strain on those relationships. Havok was trying to reassemble an X-Factor team when he was swept up into an alternate Earth.



HELLFIRE CLUB

History: The Hellfire Club was founded in the 1600s, and it soon developed into a true center of power. On the surface it was merely an exclusive club for rich persons of a particularly hedonistic bent. But at its heart was the Council of the Chosen, a secret society of powerful men and women who sought to dominate the world through economic and political means. Its members had largely secret identities and took on the names of chess pieces.

In recent years, the Council's leader put the Hellfire Club's resources behind Stephen Lang's anti-mutant Sentinel project. In response, powerful mutant members Sebastian Shaw (see **Black King**) and Emma Frost (see **White Queen**) seized control of the Council in a bloody coup. They renamed it the Inner Circle, and this secret body of power-mongers came to be dominated by mutants.

Over the next few years, the Inner Circle greatly expanded both its power and its economic base, becoming a subversive organization almost on a par with groups like HYDRA. Despite power struggles, the group continued to expand, and after several clashes with the X-Men, even managed to make hesitant allies out of these longtime enemies due to increasing anti-mutant hysteria. However, when the ancient sorceress Selene (see **Black Queen**) tried to take control of the Inner Circle away from Shaw and Frost,

she managed to plunge the organization into a conflict that almost destroyed it.

Current Status: Sebastian Shaw has reclaimed power from his treacherous son Shinobi who, believing he had killed his father, set out to rebuild the Circle. Sebastian has an uneasy alliance with the Black Queen and something of a romance with Madelyne Pryor, though both women have their own agendas. Tessa, Fitzroy, and Pierce have also come back to the Inner Circle, though Shaw is the only real power.

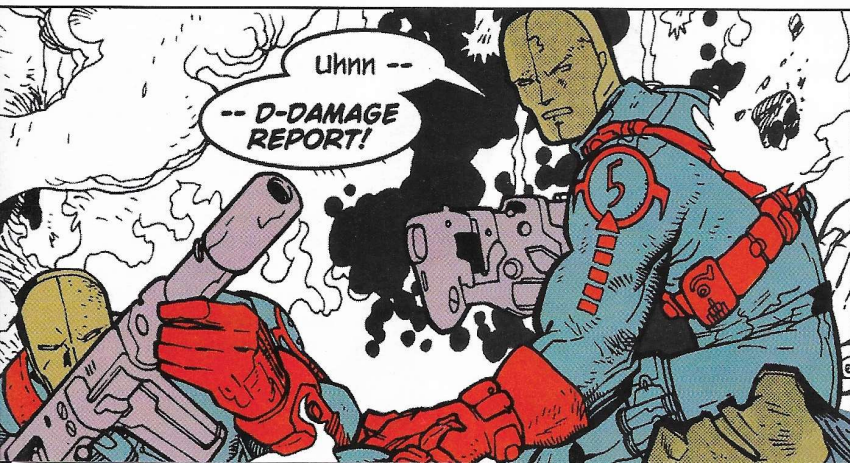
Signature Equipment: The Hellfire Club employs mercenaries who wear distinctive blue and red Body Armor +2 with full face masks. They typically carry Machine Guns +3, though they and the Inner Circle use a wide variety of technology granted by or stolen from Shaw Industries—including Sentinels.

Noteworthy Members: Notable Inner Circle members the Black King, the Black Queen, the White Queen, Donald Pierce, and Shinobi Shaw are described elsewhere in this book. The only other important figures are the faceless, dedicated, and highly skilled mercenary soldiers. The most recent major action on the part of the Hellfire Club's private army was its attempt to capture Cable.

Hellfire Club

Mercenaries:

Strength 7C,
Agility 4C,
Intellect 3X, Will-
power 4D, Edge
0, Health 10.
Brawling, Knives,
Marksmanship,
Martial Arts,
Military. Equip-
ment: Body
Armor +2,
Machine Guns
+3. Calling:
Soldier.



3X Strength Intellect 7X

1 Edge * Hand Size 3(17)

5X Agility Willpower 5D

HUSK (PAIGE GUTHRIE)

CALLING: Guardian

HINDRANCE: Naive

PERSONALITY: Paige is a level-headed girl who is very organized and task-focused for her age. When she becomes someone's friend, she will do everything she can to support the person. She will sacrifice anything, even her life, for his or her safety and well-being. Like her brother Sam (see **Cannonball**), she is well-mannered and almost old-fashioned in her dealings with other people. Paige is also very conscious of her brother's status as one of the X-Men, and she focuses firmly on making a name for herself as a mutant super hero.

HISTORY

When the alien creatures known as the Phalanx launched an invasion of Earth, they hoped to neutralize the mutants who might stand against them, absorbing them into their techno-organic collective. One of their targets was Paige Guthrie, the younger sister of the X-Man known as Cannonball.

While most of the world's mutant heroes and villains rallied against the Phalanx, it was Paige and the soon-to-be Generation X team that turned back the invasion. The nature of Husk's powers first became evident

SKILLS

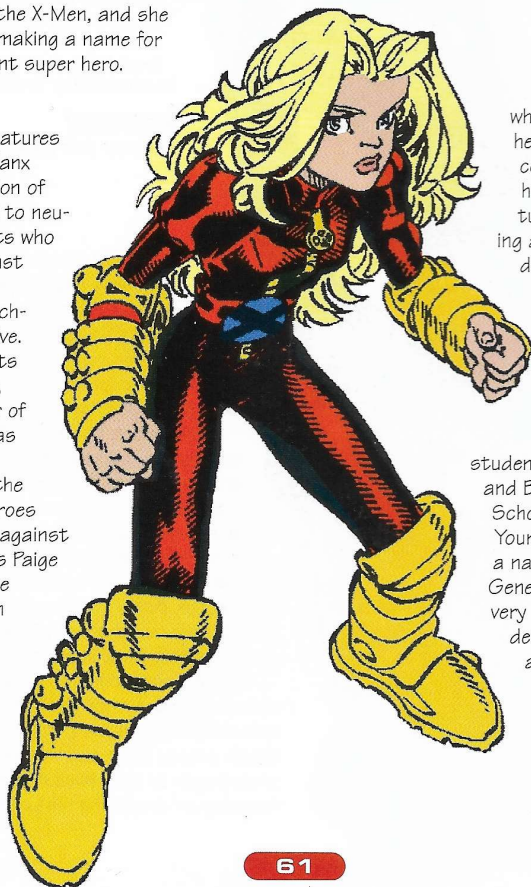
Leadership

POWERS

Adaptation 11

Instant Healing (Husk is restored to full Health whenever she sheds an old form. If she falls unconscious, another individual can strip off Husk's outer form to achieve this.)

Limit: Husk can assume only solid forms. When she changes, she sheds her previous form as a snake might shed its skin.



when Sabretooth slashed her to prevent the Phalanx collective from absorbing her. Instead of dying, she turned into a being of living adamantium while shedding her other body, one that was dying both from Sabretooth's attack and from being transformed by the Phalanx's transmode virus.

Paige remains a student of the White Queen and Banshee at Xavier's School for Gifted Youngsters. Like Sam, she is a natural leader in Generation X. She is also very bright—the star student at Xavier's. She is attracted to fellow student Jonathon Starsmore (see **Chamber**).

5X Strength Intellect **6X**

2 Edge * Hand Size **4(25)**

6D Agility Willpower **6C**

ICEMAN (ROBERT "BOBBY" DRAKE)

CALLING: Responsibility of Power

HINDRANCE: Susceptible to Fire

PERSONALITY: Although a mature individual who takes his position among the X-Men seriously, Bobby still maintains a cheerful manner and is known for his bright outlook on life.

HISTORY

When bullies attacked the teenage Bobby in his Long Island hometown, his latent powers activated and he froze one of them in a solid block of ice. Citizens rioted, and the sheriff had to take Bobby into protective custody.

SKILLS

Flinging: Art (Ice Sculpting), Finance

POWERS

Cold Control 13

Body Armor (+8 when Iceman is "iced up"), Cold Wave, Ensnarement (intensity 18), Ice Missiles, Ice Patch, Ice Ramps (intensity 25), Ice Sculpture, Ice Walls
Limit: Uncontrolled (Without an inhibitor, Iceman's Cold Control increases to intensity 18, and uncontrolled Cold Waves of intensity 18 constantly emanate from his body)

Invulnerability to Cold

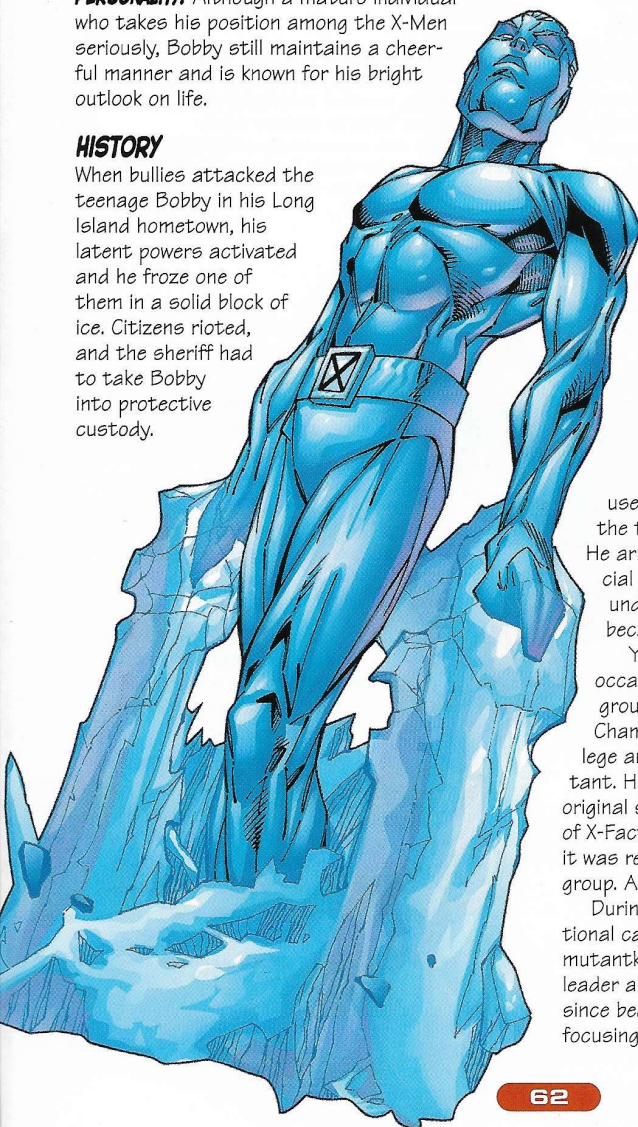
EQUIPMENT

Inhibitor Belt (Inhibits Cold Control)

Learning of the incident, Professor X used his mighty psychic powers to erase the townsfolk's memories of Bobby's powers. He arranged to have Bobby enrolled in his special school for superhuman mutants. Thus, under the codename of Iceman, Bobby became a founding member of the X-Men.

Years later, Bobby left the team. He occasionally worked with other super hero groups such as the Defenders and the Champions, but he eventually attended college and settled down in a job as an accountant. He left that job to join the other four original students of Professor X in the founding of X-Factor. Bobby remained with X-Factor until it was reorganized as an official government group. At this time, Iceman rejoined the X-Men.

During Operation: Zero Tolerance, an international campaign of terror leveled against all of mutantkind by Bastion, Bobby emerged as a leader among the newer mutant heroes. He has since begun to take himself more seriously, focusing on developing his powers.



6X Strength Intellect 8B

1 Edge * Hand Size 3(17)

6C Agility Willpower 8X

JOSEPH

CALLING: Outcast

PERSONALITY: Joseph is soft-spoken and friendly. He rarely uses more force than is absolutely necessary to defeat an opponent. However, when under pressure or confronted with acts of extreme evil, a side of his personality emerges that is reminiscent of Magneto, the man with whom he shares a strong resemblance.

HISTORY

Joseph's background is draped in mystery. The X-Men first encountered him during Operation: Zero Tolerance, near Magneto's abandoned Savage Land base. His connection with the mutant Master of Magnetism is unclear. There is no doubt that he shares Magneto's looks, powers, and some of his ideals, but none of his memories.

SKILLS

Computers, Genetics, Robotics; **Gadgetry, Repair**

POWERS

Fire Control 12 (Heat Only)

Gravity Control 12

Light Control 12

Magnetic Control 14

Animation, Energy Detection, Entrapment, Flight, Force Field, Manipulate Nonferrous and Nonmetallic Objects

Radiation Control 12

EQUIPMENT

Body Armor +3

Joseph himself has come to believe he is a clone of Magneto, or possibly even an age-regressed Magneto who has been robbed of his memories, despite the assertions of Maggott that Joseph is not the Master of Magnetism. After surviving Operation: Zero Tolerance with the X-Men, Joseph left to determine the truth about who he is.



4X Strength Intellect 4X

1 Edge * Hand Size 3(17)

6A Agility Willpower 4D

JUBILEE (JUBILATION LEE)

CALLING: Youthful Exuberance

PERSONALITY: Jubilation is a reluctant hero who doesn't like putting herself at risk for the benefit of her friends, let alone people she doesn't know.

This gutsy, outgoing teenager is quick on her feet and always enthusiastic. She is adventurous and very capable of fending for herself. She sees Wolverine and the White Queen as parental figures in her life—if there's anyone she would put herself at risk for, it would be them. Though young, she never tires of acting like a veteran and telling stories of her time in the big leagues as a member of the X-Men.

HISTORY

Jubilation is an orphan who spent several years living in Hollywood as a homeless "mall rat." She survived by entertaining customers with her fireworks displays. It was a hard existence, and she was forced to learn how to defend herself in the County Juvenile Hall.

After her release, she was present one day at a California mall when the X-Men were attacked while shopping. Impressed by their powers and style, she decided to follow them to their secret headquarters. When she was discovered there, she was invited to remain as an

SKILLS

Acrobatics, Flinging, Martial Arts, Skating; Taunting

POWERS

**Light Control 12
Lightshow, Fireworks**



X-Man-in-training. Wolverine took her under his wing, instructing her in the art of combat. During an invasion of Earth by the alien race known as the Phalanx, Jubilation cemented a friendship with the White

Queen and her latest group of students. She moved to the Massachusetts

Academy, where she now remains.

During the covert anti-mutant campaign codenamed Operation: Zero Tolerance, Jubilation was captured and tortured by Bastion's minions. Although she managed to escape before any permanent harm came to her, she may have psychological scars that have yet to become evident. Still, Jubilation has been through many hardships in her short years, and she may well shrug off this experience as well.

19D* Strength Intellect 3X

2 Edge * Hand Size 4(25)

2X Agility Willpower 4D

JUGGERNAUT (CAIN MARKO)

*Juggernaut uses his Agility to hit foes.

CALLING: Demolisher

HINDRANCE: Bruiser

PERSONALITY: Cain's virtual invulnerability and immense strength make him a terrifying foe. The Juggernaut is uneducated and often speaks in simple words, but he can be canny on occasion. Though he commits crimes, the Juggernaut sometimes seems like a big bully who just likes getting what he wants. In fact, Cain enjoys using his powers and knowing that few things can affect him.

HISTORY

Cain Marko is the stepbrother of Charles Xavier (see **Professor X**). While they were growing up, Charles accidentally used his telepathic powers to read Cain's mind. Cain felt the contact and believed Charles deliberately was invading his thoughts; he has held a deep hatred for Xavier ever since.

Cain left home to become a mercenary. During his travels he found the ruby of Cytorrak, which transformed him into the Juggernaut and gave him enormous physical power. Cain uses the power in one scheme or another in attempts to obtain the things he seeks: wealth, respect, and revenge on Xavier. He formed a partnership with Black Tom Cassidy, who shared many of the same goals.

SKILLS

Sonic Slam; Intimidation

POWERS

Invulnerability to Disease

Life Support 15

Regeneration 5

Resistance +7 to Cold, Gases, Poison, all Energy

Unstoppable (Unique Power: Can't be stopped by anything)

EQUIPMENT

Body Armor +7 (total defense 26)

Resistance to Magic, Resistance to Mental

Control, Unbreakable, Unremovable
(Except for helmet, without which he is vulnerable to psionic attacks)



8A Strength Intellect 6X

2 Edge * Hand Size 4(25)

8A Agility Willpower 6B

KA-ZAR (LORD KEVIN PLUNDER)

CALLING: Guardian of the Savage Land

HINDRANCE: Frenzied

PERSONALITY: Ka-Zar is a man caught between two worlds. The world of the Savage Land requires physical strength, while the world of man requires more subtle survival skills. He loves his family, but he struggles with fatherhood: Since he never had a childhood, he now feels as though he missed something very important.

HISTORY

Kevin Plunder is the oldest son of famed British nobleman and explorer Lord Robert Plunder, the discoverer of the Antarctic paradise called the Savage Land. Lord Robert brought his eldest son there, but was murdered by natives. As the savages were about to kill the boy, a sabretoothed tiger burst from the jungle and rescued him. The

boy and the
tiger immediately
formed

SKILLS

Brawling, Climbing, Knives, Wrestling; Acrobatics, Archery, Flinging, Slings; Animal Handling, Survival, Tracking

EQUIPMENT

Knives +2

an empathic bond and became inseparable. As he grew to adulthood, the natives started calling him "Ka-Zar," which translates into "son of the tiger."

Later, visitors from the outside world, including the X-Men and Kevin's younger brother Parnival, spurred his interest in reclaiming his heritage. Though he still lived in the hidden jungle, Ka-Zar began to immerse himself in Western culture, aided by his American companion Shanna O'Hara (see *Shanna the She-Devil*). The two later married and now have a son named Matthew.

Ka-Zar has, with help from the X-Men and the Avengers, defended the Savage Land against repeated assaults by Zaladane and the Savage Land Mutates, but was unable to protect it from the cosmic might of Terminus. He and Shanna were rescued by the Avengers, but returned to the Savage Land after Zaladane, Garokk, and the High Evolutionary used technology to recreate the realm. Ka-Zar and Shanna pursued Parnival to New York after the latter stole the alien technology that maintains the Savage Land's jungle environs. He triggered the device in the heart of Manhattan, and the couple battled both Parnival and his cosmic master Thanos to keep the urban jungle from becoming a real one.

Zabu, Ka-Zar's pet sabretoothed tiger, is always at his side.

Zabu: Strength 7X, Agility 7X, Intellect 3X, Willpower 2D, Edge 1, Health 17. Tracking. Claws +3, Enhanced Senses 7 (Hearing, Smell), Teeth +4. Calling: Guardian.



3X Strength Intellect 5C

1 Edge * Hand Size 3(17)

5X Agility Willpower 7A

KARMA (XI'AN COY MANH)

CALLING: Outcast

PERSONALITY: Karma is a determined young woman who has experienced much tragedy. She is self-sufficient, preferring not to burden others with her troubles.

HISTORY

Manh's powers first manifested when she used them to control a soldier who had tried to stop her family from fleeing Vietnam. After many hardships, she and her two younger siblings eventually arrived in the United States, where they were taken in by their uncle, a prosperous international criminal.

For a time, Manh worked with her uncle. But when he kidnapped her younger siblings to gain a stronger hold over her, she turned on him. Shortly thereafter, she enrolled in Professor X's school. Drawing on the hardship of her youth, she quickly emerged as a leader among the younger students, known as the New Mutants.

Her education, however, was cut short when she was possessed by the disembodied spirit of Professor X's old enemy, Amahl Farouk (see **Shadow King**). As his thrall, the young woman became an international crimelord. She eventually was freed from his control, and briefly tried to return to Xavier's tutelage. But when her younger siblings were kidnapped once again—this time by unknown forces—she again left the school to search for them. She has since rescued her family members with the help of the Beast and is now trying to live out her life in as normal a manner as possible.

Despite her extensive criminal contacts, Manh typically does not commit crimes. She has often helped Wolverine (under his assumed identity of "Patch") thwart the plans of her uncle and Madripoor's corrupt government.

SKILLS

Criminology, Linguistics; Finance, Leadership, Mental Control, Survival

POWERS

Mind Control 18

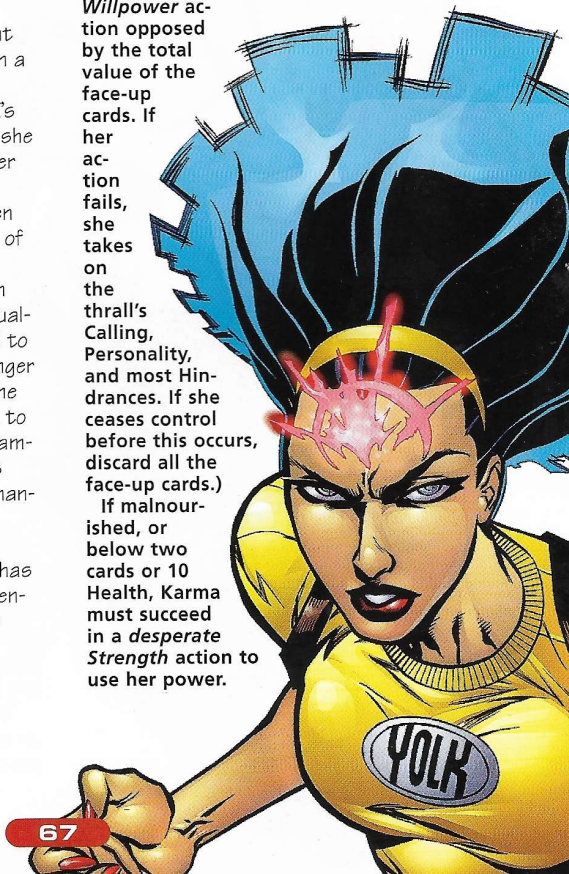
Multiple Targets (Karma must make a successful easy *Willpower* (*Willpower*) action to maintain control of each controlled thrall when she tries to exert power over a new thrall).

Limits: Personality Merge (At the start of each exchange in which Karma controls a thrall, her player is dealt a face-up card. At the end of the exchange, she must try an easy

Willpower action opposed by the total value of the face-up cards. If

her action fails, she takes on the thrall's Calling, Personality, and most Hindrances. If she ceases control before this occurs, discard all the face-up cards.)

If malnourished, or below two cards or 10 Health, Karma must succeed in a *desperate Strength* action to use her power.



11B Strength Intellect **5D**

1 Edge * Hand Size **3(17)**

8D Agility Willpower **7C**

LADY DEATHSTRIKE

(OYAMA YUKIRO)

CALLING: Vengeance

HINDRANCES: Monstrous, Obsessive about her father's honor

PERSONALITY: Yuriko is a woman consumed by her desire to deny her own guilt and to restore her father's honor. Both these feelings drive her to slay Wolverine. She has come close to succeeding on several occasions, but she wishes to kill him in battle and on her terms. She is fanatical about the honor of Japan.

SKILLS

Brawling, Knives, Martial Arts Weapons; Martial Arts; Lore (Japanese); Intimidation, Art (Origami)

EQUIPMENT

Cyborg Body Armor +5

Cyborg Claws +4

HISTORY

Oyama Yuriko is the daughter of the Japanese scientist who is credited with developing the technique that allowed adamantium to bond to Wolverine's skeleton. When she was a young girl, her father ritually scarred her face, and she grew to hate him for it. She eventually killed him, but later guilt prompted her to launch a crusade to restore her father's honor. She tried to rediscover his adamantium bonding process and attempted to kill Wolverine in order to retrieve his skeleton for study.

After her first failed attempt, Yuriko encountered the extradimensional mercenary Spiral. The two struck a deal, and in Spiral's Body Shoppe, Yuriko was transformed into a cyborg warrior. With the help of Donald Pierce and the Reavers, Yuriko captured Wolverine, but he escaped during an attack by the Sentinels and time traveler Trevor Fitzroy. Yuriko apparently remains Donald Pierce's ally, as she served as one of his agents during a clash with Domino.

Yuriko has faced Wolverine several times, but on every occasion fate has intervened to save her quarry's life.



2X Strength **Intellect 3D**

1 Edge ★ **Hand Size 3(17)**

3D Agility **Willpower 4D**

LEECH

CALLING: Outcast

HINDRANCE: Kid

PERSONALITY: For all the pain and suffering he has experienced in his life, Leech is a pretty well-adjusted kid. He is friendly, outgoing, and considerate of others. Leech is happiest when among friends and at play.

HISTORY

Leech was abandoned by unknown Morlock parents at a young age; his strange physical appearance was one that even a mother couldn't love. His first years were spent drifting rootlessly through the Morlock tunnels, finding friendship and affection where he could. Still, he typically lived in near-total isolation, since his power-dampening mutant abilities tended to rob his fellow Morlocks of one of the few things they could take pride in—their powers.

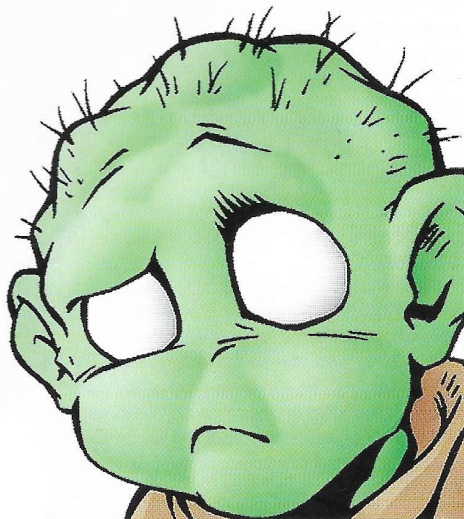
When the Marauders attacked the Morlocks, Leech found safety with X-Factor. Since then, he has been a ward of the X-Men, for a time attending school with another young mutant named Artie Maddicks. After he was kidnapped by an adult Marrow who had traveled to Earth from an alternate dimension, he and Artie were both transferred to Xavier's School for Gifted Youngsters, where they remain the youngest charges in the White Queen's care.

SKILLS

Fast Exit; Trivia; Survival

POWERS

Nullification 25



3B Strength **Intellect 5X**

2 Edge * **Hand Size 4(25)**

13A Agility **Willpower 4D**

LONGSHOT

CALLING: Adventurer

HINDRANCE: Naive

PERSONALITY: Longshot personifies "happy-go-lucky." He loves adventure and has very few inhibitions. He is a kindhearted and trusting individual who firmly believes in the basic goodness of humanity, always assuming the best about those he encounters until their actions cause him to reevaluate his opinions.

HISTORY

Arize, a geneticist of the same race as the despotic entertainment mogul Mojo, created Longshot as part of a campaign to sow rebellion in the slaves he had designed for the rulers of the Mojoverse. When Longshot became sentient as an adult, his first words to Mojo were, "No one owns me." Mojo made Longshot work as a death-defying stuntman in his films, but the young mutant yearned for freedom.

When he and Arize met, the scientist urged Longshot to foment revolt among Mojo's slaves. Longshot became a rebel leader, but finally was captured and mindwiped by Mojo's forces. The amnesiac mutant fled through a portal to Earth, with his ex-lover Spiral and other rebel hunters hot on his tail. There, he gained the name Longshot when he repeatedly overcame heavy odds.

As Longshot evaded Spiral, Mojo came to

SKILLS

Climbing, Clubs, Knives; Acrobatics, Contingent Attack, Flinging, Martial Arts; Performing (stunts and death-defying escapes)

POWERS

Empathy 11

Leaping 4

Luck Control 22

Postcognition 11

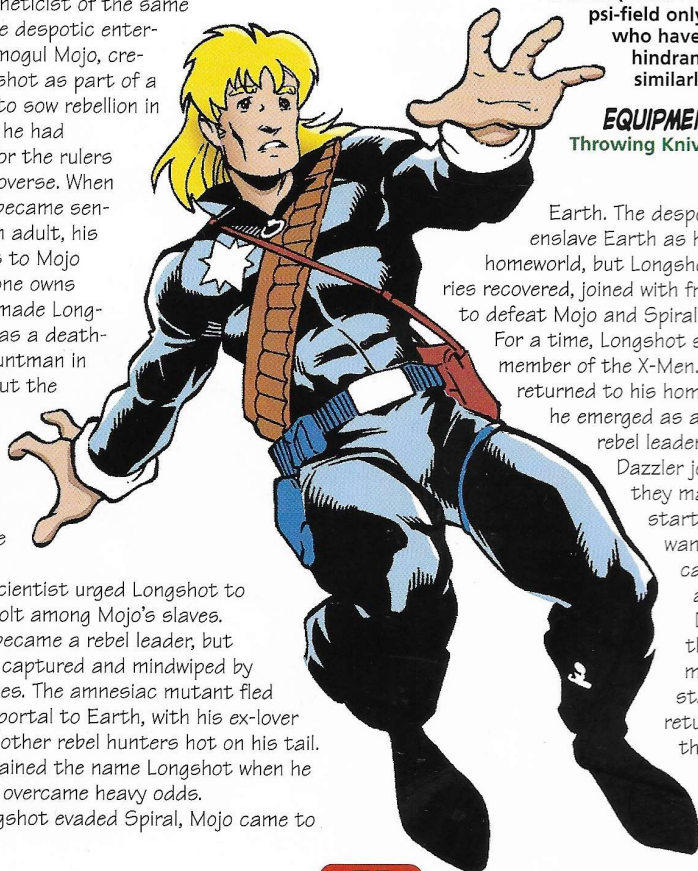
Memory Dredge

Psi-Screen +11

Psi-Field (Limit: Can create the psi-field only for beings who have the Naive hindrance or are similarly innocent)

EQUIPMENT

Throwing Knives +1



Earth. The despot intended to enslave Earth as he had his homeworld, but Longshot, his memories recovered, joined with friends on Earth to defeat Mojo and Spiral's hunters.

For a time, Longshot served as a member of the X-Men. Eventually he returned to his homeworld, where he emerged as a legendary rebel leader. His love

Dazzler joined him, and they married and started a family. A wanderlust overcame Longshot, and he left Dazzler and their son (who may be Shatterstar). He has returned to Earth, though how long he'll stay is anybody's guess.

12X Strength Intellect 11A

1 Edge * Hand Size 3(17)

7C Agility Willpower 6C

CALLING: Majesty

PERSONALITY: Monet is supremely arrogant, projecting an air of nobility in everything she does. She is prone to making condescending remarks.

HISTORY

Monet St. Croix, her brother Marius, and her sisters, the twins Nicole and Claudette, were the mutant children of wealthy Monaco parents. Marius became the evil entity Emplate, who feeds on mutants. When Monet refused to join him in a quest for dominance, Marius transformed her into Penance and took her away to another dimension. There, he fed on her for years, torturing but never killing her. Penance was rescued by Gateway, who brought her to Xavier's School for Gifted Youngsters.

In the meantime, Nicole and Claudette, distraught over the loss of Monet, merged their 8-year-old bodies together to form a 16-year-old copy of Monet. As "Monet," the twins were taken captive by the Phalanx on the very eve they were to arrive at Xavier's School for Gifted Youngsters. After their rescue, they spent months oblivious to the world around them. Eventually, the sisters emerged far more educated than before and wise beyond their years. They had absorbed knowledge, skills, and attitudes from those around them.

Over the next few months, "Monet" settled in



M
(MONET ST. CROIX)

SKILLS

Acrobatics, Equestrian; Chemistry, Computers, Photographic Memory, Physics; Art (Drawing), Meditation, Trance

POWERS

Ability Boost 14

Dual Ability Boost

Body Armor +7

Flight 3

Gestalt 13

Telepathy 9

Mental Probe, Psi-Screen

at the school, showing genius-level skills in a wide number of areas. She also consistently displayed manners and a refinement that exceeded those of the other students, except perhaps in areas of tact. She put a positive spin on everything relating to her life in Monaco, particularly her parents and how her loved ones viewed her superpowers.

M entered trances whenever she was under stress or required to engage in great concentration. At such times, she exhibited odd behavior, such as making a paper house out of a test paper. Although Hank McCoy (see **Beast**) posited that she might be autistic, Monet insisted that there was nothing wrong with her. The true nature of her gestalt state was revealed during Operation: Zero Tolerance, when M's halves were again divided.

Later, when Marius returned and merged with M to form M-Plate, the twins discovered the fate of their sister Monet. Upon their release from the M-Plate amalgam, they joined together once more, then merged with Penance, thereby forcing the real Monet out of that body and taking her place there.

To what extent M's powers will remain the same as listed here remains to be seen, now that she truly is Monet rather than a Nicole-Claudette amalgam.

7B Strength **Intellect 4X**

1 Edge ★ **Hand Size 3(17)**

5X Agility **Willpower 5C**

MAGGOTT

CALLING: Soldier

HINDRANCE: Obsessed with hunting down Magneto

PERSONALITY: Maggott is a tough-spoken man who seems totally focused on his goal: to find Magneto. He has displayed a tendency toward violence even when violence might not be necessary. He appears to be as brutal and cold-hearted as the two wormlike beings that accompany him everywhere.

HISTORY

Next to nothing is known about the young man who calls himself Maggott. Engaged in a hunt for Magneto, he surfaced during the chaos surrounding Operation: Zero Tolerance and started tracking members of the X-Men in the hope that they would lead him to his prey. Eventually, he confronted them and the man named Joseph, who many suspected was an age-regressed Magneto. Maggott arrived just in time to stop the superpowered Mossad agent Sabra from killing Joseph for Magneto's crimes, convincing her that the young man wasn't Magneto.

Afterward, Maggott remained with the X-Men. Though he has relaxed his push to find Magneto, Maggott's exact motivations are unclear. He may be using his affiliation with the X-Men to collect more solid leads on Magneto's whereabouts, or in hopes that their paths will cross.

Maggott's constant companions are a pair of large wormlike creatures named Eanie and Meanie. Their exact nature is unknown, but they have some connection to the N'Garai dimension. In any case, Eanie and Meanie are intelligent

SKILLS

Brawling, Clubs, Wrestling; Observation, Tracking

POWERS

Ability Boost 6 (Strength or Agility)

Empathy 5

Telepathy 5 (Eanie and Meanie only)



beings. They share a mental link with Maggott and provide him with sustenance in some unsettling way. They have ravenous appetites, preferring to feed on human, and perhaps specifically mutant, flesh. The trio are fiercely protective of one another, like a family.

Eanie and Meanie:

Strength 3X, Agility 3X, Intellect 7X, Willpower 10X, Edge 1, Health 17.

Resistance +11 to all damage, Teeth +4, Telepathy 5. Calling: Demolisher. They pile on a victim together, getting +2 to each of their attacks.

3B Strength **Intellect 4C**

1 Edge ★ **Hand Size 3(17)**

4D Agility **Willpower 4X**

MAGMA (AMARA JULIANA OLMANA AQUILLA)

CALLING: Majesty

HINDRANCE:

Triggered-Powerless
(0 intensity if not in contact with the ground, or a floor in contact with the ground)

PERSONALITY: Amara is a serious-minded young woman dedicated to the ideals and betterment of her society, Nova Roma. More often than not, she puts the good of Nova Roma above her own wants and desires. The one exception to this is her hatred for the Black Queen of the Hellfire Club. Amara sets aside all other concerns when she sees an opportunity for revenge against the woman who almost destroyed her life.

HISTORY

Amara is the descendent of Roman colonists who settled deep within the Amazon jungle many centuries before Europeans landed in the New World. To this day, the society they built, Nova Roma, exists hidden from the world at large as a fusion of Incan and Roman Republic cultures. Amara spent a happy childhood there, but fled to the outside world when the Black Priestess Selene

SKILLS

Shields, Spears, Swords; **Martial Arts**; History (Nova Roma), Mythology (Roman and Incan)

POWERS

Earth Control 17

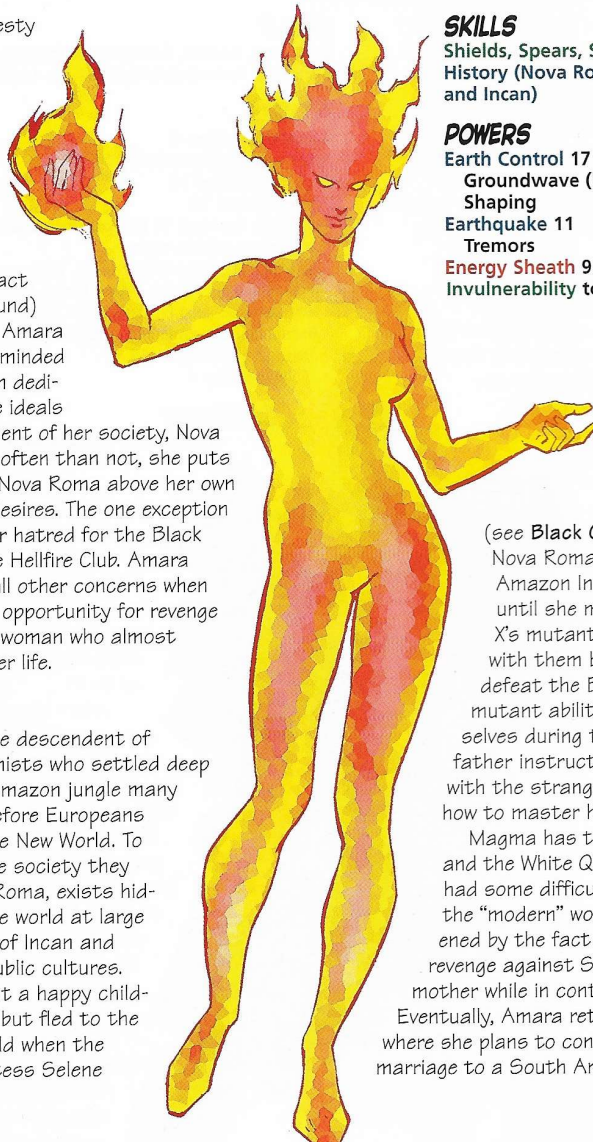
Groundwave (lava), Lava Blasts, Lava Shaping

Earthquake 11

Tremors

Energy Sheath 9 ("Flaming Form")

Invulnerability to Heat and Light



(see **Black Queen**) seized control of Nova Roma. The girl lived among Amazon Indians for a few years, until she met a group of Professor X's mutant students and journeyed with them back to Nova Roma to defeat the Black Priestess. Amara's mutant abilities manifested themselves during this battle, and her father instructed her to travel back with the strange outsiders and learn how to master her powers.

Magma has trained at both Xavier's and the White Queen's academies. She had some difficulties adapting to life in the "modern" world—difficulties heightened by the fact that she thirsts for revenge against Selene, who murdered her mother while in control of Nova Roma.

Eventually, Amara returned to Nova Roma, where she plans to consummate her arranged marriage to a South American prince.

7X Strength Intellect 10A

4 Edge * Hand Size 6(40)

6C Agility Willpower 12C

MAGNETO

(ERIK MAGNUS LEHNSHERR)

CALLING: World Domination (formerly Exemplar)

HINDRANCE: Obsessive about the superiority of mutantkind

PERSONALITY: Magneto's chief goal has always been to safeguard mutantkind. Over the years, he has tried many methods to achieve this goal, but his dedication to it has never wavered. Magneto is a strong-willed, domineering individual who strives always to be in control of his surroundings.

HISTORY

The victim of persecution and prejudice from a young age, Magnus was captured by Nazis and sent to the Auschwitz concentration camp during the Holocaust of World War II. Prisoner 214782 managed to escape—but with scars. He vowed never to allow that sort of persecution to affect “his people,” the world’s mutants.

Magnus’s friendship with Professor X dissolved over their differing solutions to mutant-human tensions. Calling himself Magneto, he formed the Brotherhood of Evil Mutants (which included Quicksilver and the Scarlet Witch, whom he later learned were his children) and began a campaign for mutant supremacy.

Magneto’s methods have changed over the years, but his dedication to mutantkind never wavers. He truly believes that humans can never overcome their fear and hatred of anyone different, so

SKILLS

Gadgetry, Repair; Computers, Energy Control, Genetics, Robotics; Intimidation, Leadership

POWERS

Astral Projection 4

Fire Control (Heat Only) 14

Gravity Control 14

Light Control 14

Magnetic Control 18 (all powers usable on anything within sight)

Animation, Direction Sense, Energy Detection,

Entrapment, Flight, Force Field, Manipulate

Nonferrous and Nonmetallic Objects, Rapid

Assembly, Scrambling, Stun Blast, Telekinesis

Radiation Control 14

Telepathy 4

EQUIPMENT

Chain Mail Body Armor +3



he must protect mutants from human oppression.

He has never considered himself evil, since he fights for what he believes is the greater good; if he must do evil acts to attain his goal, so be it!

After Magneto tore the adamantium out of Wolverine’s skeleton, Professor X wiped his mind—and accidentally created the powerful Onslaught within himself. A young, white-haired guest of the X-Men called “Joseph” shares Magneto’s looks and powers, as well as some of his ideals, but none of his memories. Apparently, Joseph is not an age-regressed Magneto. The “real” Magneto has recently resurfaced, though his intentions are not yet clear.

MARAUDERS

History: The Marauders may be the largest collection of superpowered slayers ever assembled. They always aim to kill, and the word "mercy" is unknown to them. Their first known activity was the Mutant Massacre, in which they slaughtered most of the Morlocks, and they have attacked the X-Men and other targets repeatedly since.

Current Status: The Marauders have an ever-changing roster of members, as they are the cannon-fodder of Sinister's covert operations. They are sent against the most powerful mutants and other superbeings. Since they fight to kill, their opponents often must use deadly force to defeat them. The current Marauders are actually clones of themselves; they have all been killed several times over in Sinister's service.

Noteworthy Members: The Marauders were originally recruited by Gambit when he was working for Sinister. The most infamous recruit is Sabretooth, who gleefully signed up for the assaults on the Morlocks. Vertigo, a Savage Land Mutate, ran with the Marauders until she died fighting the X-Men. For a time, the hero Polaris also joined while possessed by the energy being called Malice.

Arclight is a super-strong mutant who is always spoiling for a fight. She has a romantic interest in Scalphunter.

Harpoon is a young Inuit whose energy-charged harpoons once cost Archangel his wings. When he took part in the assault against the Morlocks, he had never before been in a big city, and everything about Manhattan impressed him.

Malice appears to be one of Sinister's top lieutenants, and her sadistic orders are followed without hesitation or question.

Scalphunter, a ruthless ex-G.I., is the group's tactician. His orders are overruled only by Malice or Sinister. Scalphunter is the most cold-blooded of the group. His custom battle armor features a variety of easily assembled weapons.

Scrambler, the youngest Marauder, disrupts electronic, physiological, and genetic systems. This Korean is a psychopath more concerned

with looking stylish than with the suffering he inflicts on others.

Arclight: Strength 15B, Agility 3X, Intellect 3X, Willpower 4X, Edge 1, Health 17. Brawling, Boxing, Sonic Slam. Equipment: Body Armor +2. Calling: Demolisher.

Harpoon: Strength 8C, Agility 5X, Intellect 3X, Willpower 4X, Edge 1, Health 17. Brawling, Spears, Darkforce Control 10 (Limit: Must channel Darkforce into a spear or harpoon), Energy Blast 10 (Limit: Must place the energy into a harpoon or spear). Equipment: Body Armor +2, three Harpoons +2. Calling: Demolisher.

Malice: Strength 0, Agility 0, Intellect 5X, Willpower 6X, Edge 2, Health 25. Invulnerability to physical attacks, Mind Control 16 (Possession). Calling: Demolisher.

Scalphunter: Strength 8C, Agility 8C, Intellect 6X, Willpower 8C, Edge 2, Health 25. Brawling, Swords, Marksmanship, Martial Arts, Leadership, Military. Ability Boost 10 (Strength and Agility), Blending 7. Equipment: Body Armor +4, Firearms +2 to +4. Calling: Demolisher.

Scrambler: Strength 4X, Agility 4X, Intellect 4X, Willpower 5X, Edge 1, Health 17. Phasing 5 (Scrambling 12), Stun Blast 12 (Limit: Touch Only). Equipment: Body Armor +4. Calling: Demolisher.



7A Strength **Intellect 4X**

1 Edge ★ **Hand Size 3(17)**

5D Agility **Willpower 7D**

MARROW ("SARAH")

CALLING: Vengeance

HINDRANCE: Monstrous

PERSONALITY: Sarah treats everyone with hostility, constantly posturing and issuing challenges to anyone she believes might perceive her as weak. She particularly is hostile toward authority figures, or those who try to order her around. Sarah's abrasive personality can be attributed to her harsh upbringing among the Morlocks, and her emotional scars to having watched their slaughter.

HISTORY

Sarah was born and raised in the Morlocks' tunnel systems under New York. As the child of out-cast mutants, her life was a constant struggle for survival. At Apocalypse's bidding, Sinister's Marauders massacred many Morlocks. Much later, agents of Bastion did the same during Operation: Zero Tolerance. Marrow was determined to battle these murderers until her last breath.

Only weeks after she met Cable and Domino, Marrow was drawn into an alternate dimension by Mikhail Rasputin. After 20 years there, she returned to reclaim the old Morlock tunnels as a mutant haven. But due to the differences in time flow between the dimensions, only a few days had passed in this one since her departure; thus she left a child and returned an adult.

When Morlock society was destroyed, Sarah allied with the X-Men and X-Force, who were engaged in their own fight for survival against Bastion and his force of cybernetic mutant-haters. When Bastion was arrested by S.H.I.E.L.D., Sarah accompanied the X-Men back to their mansion.

As the X-Men started to rebuild their compound, Sarah's basic anti-social tendencies

SKILLS

Brawling, Clubs, Knives, Natural Weapons; Acrobatics; Intimidation

POWERS

Bones +2

Marrow extracts bones from her body that she can use as thrown natural weapons or clubs for +2 damage

Regeneration 7

Bone Regeneration 20

Limit: Marrow constantly grows shards of bone from her body

caused quite a bit of friction, but Wolverine took her under his wing. Like him, Sarah has had a difficult time adjusting to a team environment.

Adult Marrow: Strength 11A, Agility 5D, Intellect 5X, Willpower 9D. Axes, Brawling, Clubs, Natural Weapons, Acrobatics, Intimidation. Body Armor +3, Bones +2, Claws +3, Detection (Mutants) 5, Regeneration 7 (Bones 20). Calling: Demolisher.



4X Strength Intellect 6X

1 Edge * Hand Size 3(17)

3D Agility Willpower 5C

MASTERMIND (JASON WYNGARDE & "WYNGARDE")

CALLING: World Domination

HINDRANCE: Physically Disabled—Legacy Virus (at the start of each day, if a negative card is drawn, Jason Wyngarde is at half Strength and Agility)

PERSONALITY: Jason Wyngarde could best be described as weaselly. He always hid behind his illusions, and when confronted with true danger, he would try to flee. His daughter—if that's who she is—appears somewhat braver, although it's not clear whether anyone has seen her true self, or whether she too cloaks herself in illusion.

HISTORY

Jason Wyngarde was using his mutant abilities for his mentalist act in a carnival when he was recruited by Magneto for the original Brotherhood of Evil Mutants. Seeing the potential for power and wealth, Jason swiftly joined, standing with Magneto in battle against both Thor and the X-Men.

When Magneto dissolved the group, Jason felt confident enough in his abilities to approach the Inner Circle of the Hellfire Club with a request to join. To prove his worth, he offered to bring the powerful telepath Jean Grey (see **Phoenix**) under his mental control so she could serve them as a slave. Unfortunately for Jason's ambition, he merely managed to awaken the Phoenix Force, which at that time was in possession of a duplicate of Jean's body, to full consciousness.

Jason was rendered catatonic by his mental contact with such a powerful psychic entity. When he later recovered, he longed for the cosmic visions he had experienced while in contact with

SKILLS

Sleight of Hand; Mesmerism, Performing (Magic Tricks)

POWERS

**Illusion 18
Prolonged Images**

the Phoenix Force. This longing caused him to hate Jean Grey, and he began a complex scheme to get revenge by causing her friends to suffer. The X-Men eventually grew wise to his scheme and defeated him.

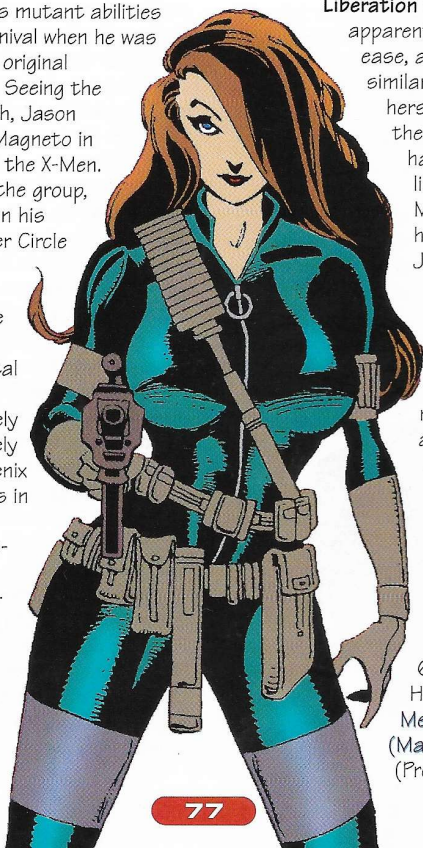
Jason Wyngarde is presumed to have died from Stryfe's Legacy Virus (see **Mutant**

Liberation Front). Shortly after he apparently succumbed to the disease, a young woman with powers similar to his surfaced. She calls herself Wyngarde, has adopted the name of Mastermind, and has displayed powers much like those of the original Mastermind. Although she has not claimed to be Jason Wyngarde's daughter, many assume that she is.

The younger Wyngarde's objectives are unclear. Her predecessor always sought power and recognition from his peers and the world at large, but she seems to be motivated by little more than the desire to cause misery and suffering. She does not appear to be infected with the Legacy Virus.

Wyngarde: Strength

4X, Agility 3D, Intellect 6X, Willpower 5C, Edge 1, Health 17. Sleight of Hand; Mesmerism, Performing (Magic Tricks). Illusion 18 (Prolonged Images).



MAVERICK

(DAVID NORTH)

CALLING: Peace of Mind (formerly Investigator)

HINDRANCE: Physically Disabled—Legacy Virus (at the start of each day, if a negative card is drawn, Maverick is at half Strength and Agility)

PERSONALITY: David's life is a deadly game of kill-or-be-killed. He finds it difficult to trust others, although now that he feels he is nearing the end of his life, having contracted the fatal Legacy Virus, he seeks to rediscover the sense of humanity and decency he has long kept buried.

HISTORY

An ex-CIA operative for the superpowered cadre Team-X, David became a mercenary after his wife's death—he killed her himself after learning she was a double agent. A master in the deadly art of espionage, he specializes in the dirty jobs that no one else will undertake. His mutant power to rechannel kinetic impact and a state-of-the-art arsenal are his stock in trade.

David recently contracted the Legacy Virus. Although he has always known that people in his line of work live on borrowed time, he has rededicated himself to filling what time he has left with some sense of purpose.

He enjoys a close friendship with his long-time supplier of high-tech

SKILLS

Brawling, Climbing; **Archery, Demolitions, Marksmanship, Martial Arts; Computers, Cryptography, Espionage; Taunting**

POWERS

Energy Reflection 12 (Kinetic only)
Power Storage (intensity 18)

EQUIPMENT

Body Armor +4
High-tech Firearms +4

gadgetry, Isabel Ferguson, and has fallen in love with Elena Ivanova, an ex-KGB agent with considerable telepathic abilities. When Elena fell into the hands of some of David's enemies, they forced her to help them implant false memories into his mind. After these enemies were defeated, he and Elena became closer, proof that the ties that bind are often forged in the face of great adversity.

In addition, David has befriended Chris Bradley (Bolt), a teenage mutant who is also infected with the Legacy Virus. Emotionally rejected by friends and family, Bolt now lives alone under the assumed name of Brian Johnson in Kissimmee, Florida. Brian is severely depressed and lonely, and he is emotionally dependent on Maverick's friendship.

Elena Ivanova: Strength 4X, Agility 5C, Intellect 6D, Willpower 8X, Edge 0, Health 10. Martial Arts, Marksmanship, Espionage. Telepathy 7 (Mind Probe 14). Calling: Investigator.

Isabel Ferguson: Strength 4X, Agility 7C, Intellect 7C, Willpower 4X, Edge 0, Health 10. Gadgetry, Repair, Electronics, Weapon Systems. Calling: Investigator.

Bolt (Brian Johnson/Chris Bradley): Strength 4X, Agility 4X, Intellect 3X, Willpower 2X, Edge 0, Health 10. Electrical Control 9. Hindrances: Bruiser (With respect to Electrical Control; use intensity value for damage), Physically Disabled — Legacy Virus (see above). Calling: Outcast.



4X Strength Intellect 3C

1 Edge * Hand Size 3(17)

6B Agility Willpower 2D

MEGGAN

CALLING: Peace of Mind

HINDRANCE: Naive

PERSONALITY: Meggan is a caring and gentle woman, but she is also very naive. She has a low self-esteem and is constantly worrying about how others perceive her.

HISTORY

Meggan is either a powerful mutant who enjoys an unexplained and seemingly mystical link to the British Isles, or she is actually a faerie changeling. She was born to English gypsies, and her powers activated immediately; she came into the world in winter—with fur. Gossip presented her as a “were-child,” as her powers caused her body to change in appearance, giving her the strange body parts (such as antennae) that the gypsies had gossiped about.

She spent most of her early life in her parents’ camper, watching television. She was then kidnapped by a mysterious group that wanted to exploit her mutant powers, but was rescued by Brian Braddock (see **Captain Britain**). He took her in, and as she grew close to him, she shed the strange appearance of her youth and transformed into the media stereotype of a beautiful super heroine.

SKILLS

Acrobatics, Aerial Combat, Fast Exit; Photographic Memory, Trivia (TV); Animal Handling

POWERS

Empathy 3*

Flight 9*

Resistance to Cold +9*

Unique Trait: She becomes covered with fur if she uses this power

Shapeshifting 18*

Limit: Unconscious Shift (Her looks mirror her emotions. When happy, she looks gorgeous. When sad, she is plain or ugly. When angry, she takes on a hulking shape. When attracted to someone, she reflects that person’s impression of her.)

* Meggan’s powers are tied to the land of Britain. When not on British soil (or an extradimensional equivalent), her power intensities drop 1 point per day until they reach 0. The full intensities are restored immediately upon her return to Britain.

Meggan and Brian began a romantic relationship. When he descended into depression after the apparent death of his sister Betsy (see **Psylocke**), Meggan sought out members of the X-Men on Muir Island. As Brian recovered, Excalibur was formed. It seemed that Meggan finally had conquered

the insecurities of her isolated childhood when she and Brian announced their engagement. Brian’s leave of absence briefly threatened this serenity, but he recently returned and they were married.



4X Strength Intellect **4D**

1 Edge * Hand Size **3(17)**

5C Agility Willpower **5D**

MELTDOWN (TABITHA SMITH)

CALLING: Youthful Exuberance

PERSONALITY: Tabitha is one of the most exuberant members of X-Force. She is a practical joker who constantly makes wisecracks. However, her cheerful exterior is a cover for deeply held insecurities stemming from her parents' rejection of her when her powers manifested. Despite being part of one of the more militant mutant teams, she doesn't care much for violence and has been known to chastise team members when she feels they are going too far. Similarly, she typically tries to avoid harming others too much with the explosions she generates.

HISTORY

Though only in her late teens, Tabitha has served as part of mutant hero teams for several years. When her powers manifested, her parents grew so frightened of her that she ran away from home. She fell in with a godlike being known as the Beyonder, but when she realized he was trying to destroy the universe, she betrayed him to Earth's heroes.

Tabitha arrived in New York around the time of Sinister's attacks against the Morlocks, but managed to stay clear of harm by taking up with the Vanisher and his Fallen Angels. During this time, she became friends with Siryn, who wanted to help the team's young members avoid the life of crime

SKILLS

Flinging, Martial Arts; Criminology; Taunting

POWERS

Cosmic Energy Control 5

Time Bombs (Tabitha creates explosive globules of cosmic energy that detonate with an intensity of 5 to 15, at her choice. She can decide upon a detonation time ranging from instantaneous to 30 minutes after she creates them.)



that she had once led. Tabitha went under

the codename of Boom Boom, and later Boomer.

When the team dissolved, Tabitha gravitated toward X-Factor, where she received training in the use of her powers. She later joined X-Force, drawn there by a romantic attraction to Sam Guthrie (see Cannonball). She has remained with the team because of her strong friendship with Siryn and the fact that she and Sunspot have begun a romantic relationship since Sam's departure.

3X Strength Intellect 5X

1 Edge * Hand Size 2(17)

3X Agility Willpower 5D

MESMERO

CALLING: Demolisher

PERSONALITY: Mesmero believes he is superior to all humans and most mutants. He uses his powers to prove his superiority, but always is defeated by those without such complexes. Even though he has been unsuccessful as a villain, Mesmero's powers are quite strong and might be fearsome if put to good use.

HISTORY

Mesmero performed his hypnotism act at circuses and carnivals, secretly hating those

SKILLS

Mesmerism

POWERS

Hypnosis 13

Multiple Targets, Implant False Memories (Can force victims to believe the memories he implants are real.)

Limit: Requires eye contact (if a hero is shielding his or her eyes, all of the hero's actions are at +4 difficulty)

Illusion 14

Psychic Blast 14

Mind-Blowing



who gawked at his deceptions. He was hired by Magneto—or rather, a robot version of Magneto—to lead a robotic army called the Demi-Men. The X-Men and the mutant Polaris quickly destroyed the Demi-Men, but Mesmero escaped with his life and a deep hatred for the heroic mutants. Mesmero continued to wield his circus-style powers against the X-Men, Magneto, and other superbeings for years.

It was believed that Mesmero had been killed by Apocalypse's Dark Riders, who were weeding out "weak" mutants, but in fact Mesmero had hypnotized them into "seeing" his death. After keeping a low profile for a time, Mesmero returned, going up against the new Alpha Flight.

5X Strength Intellect **3X**

1 Edge * Hand Size **3(17)**

4D Agility Willpower **3X**

MIMIC (CALVIN RANKIN)

CALLING: Outcast

HINDRANCE: Overconfident

PERSONALITY: When he first came to prominence, Calvin was a bitter, vengeful person determined to make humanity pay for his father's death. He eventually changed his ways, and by the time of his apparent death, he had matured into a heroic man who wanted to use his powers for the greater good.

HISTORY

Calvin Rankin gained his powers by breathing a mysterious red gas created by his father, noted chemist Ronald Rankin. He found he could absorb the skills and knowledge of others. As his powers grew, his father feared that others might someday attack his son out of hatred and fear, so he took Calvin to an isolated cave where he thought the two could live in peace. But Ronald was killed when he tried to seal the cave opening, and Calvin went into the world in search of revenge.

SKILLS

Disguise

POWERS

Life Drain 16

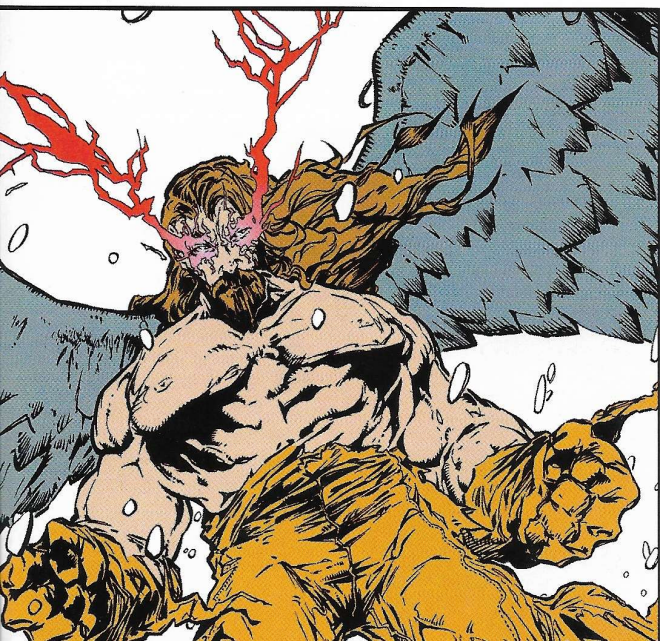
Limit: Uncontrolled

Power Duplication 16

Calvin encountered the X-Men and found that he could mimic mutant powers as well. He battled them, using their own powers, but was defeated. In the course of the battle, his powers were lost. Professor X used his mental powers to block Calvin's memory of ever having been Mimic.

Sometime later, when Calvin was a university student, an accident restored his memories. He sought out the X-Men and pressured them into allowing him to join. His arrogance and combativeness soon led Xavier to dismiss him. The embittered Calvin helped the Super-Adaptoid in an attempt to conquer the world, but when the android tried to turn Calvin into a being like himself, both of them lost their powers.

Calvin tried to lead a normal life. However, his powers returned far stronger and more unpredictable than before. Worse, he started draining life energies from the people around him. He fled to an isolated cabin in Alaska, and his girlfriend convinced Hank McCoy (see **Beast**) to join him there in an attempt to find a cure. Fate again intervened in the form of the Hulk, who became an unwitting tool for Calvin's apparent suicide: He absorbed enough of the Hulk's gamma radiation into his body to kill himself. The Mimic did not die, however; he recently resurfaced to work with X-Force. He was then captured by Operation: Zero Tolerance, but has since been freed by members of Excalibur.



3X Strength Intellect 8A

0 Edge * Hand Size 2(10)

3X Agility Willpower 7X

MOIRA MACTAGGART

CALLING: Investigator

HINDRANCE: Physically Disabled—Legacy Virus (at the start of each day, if a negative card is drawn, Moira is at half Strength and Agility)

PERSONALITY: Moira is a steady, level-headed woman with an iron will who rarely lets her emotions cloud her keen intellect. Despite her strong discipline, she is not cold-hearted. She shows great compassion and concern for her loved ones and fights like a hellion to defend those who would threaten them.

HISTORY

A leading genetics researcher and the founder of the Mutant Research Center on Muir Isle in Scotland, Moira Kinross MacTaggart has won the Nobel Prize for her work in genetics. She was also Charles Xavier's (see **Professor X**) silent partner in founding his school for young mutants.

Moira's research facility has become a world-renowned center for mutant studies, especially the study of dangerous mutants. Moira's dedication to mutant research stems in part from the fact that her own son was a powerful and insane mutant called Proteus. Although she worked feverishly to find a cure for him, the X-Men eventually were forced to kill him to save themselves. The loss of her son has not dampened her maternal instincts, however. She is the guardian of Rahne Sinclair

SKILLS

Scientific Genius: Biochemistry, Biology, Chemistry, Computers, Genetics (Including **Genetic Immunology**), Medicine, Super-Physiology

EQUIPMENT

Containment Suit

Inulnerability to airborne illnesses

(see **Wolfsbane**), and she helped longtime love Sean Cassidy take care of his daughter Theresa (see **Banshee** and **Siryn**).

When the Mutant Liberation Front's founder Stryfe unleashed the Legacy Virus as his final dying act, Moira became one of the first non-mutants to contract it. As part of her effort to find a cure for the deadly disease, she isolated herself in a quarantine chamber, not only to study the affliction's progress in a controlled environment, but also to protect others from infection. Rahne could not bear the thought of being without her foster mother, so she ran into the chamber as it sealed shut. Though they were both recently released, Moira is no closer to finding a cure.



7X Strength **Intellect 9B**

1 Edge ★ **Hand Size 3(17)**

1X Agility **Willpower 9B**

MOJO

CALLING: *Greed*

HINDRANCES: Monstrous, Physically Disabled—
Unable to Walk

PERSONALITY: Mojo appreciates the potential of humans to become good slaves and cinematic subjects. He prefers filmmaking to achieving victory, letting foes escape if it makes for good footage. He sees himself as a consummate artist, casting himself as the villain so his protagonists can attain immortality through battling him. As a true artist never repeats himself, Mojo never uses the same plot twice.

HISTORY

Mojo is a member of an invertebrate other-dimensional alien race. They use technology and slaves (both captured and genetically engineered) to make up for their lack of mobility. Many of the slaves they create resemble devils of their culture's mythology—devils which bear a strong resemblance to human beings.

Mojo became supreme ruler of the Mojoverse, controlling the slave trade and an interstellar movie merchandising empire. He had slaves, chief among them Longshot, created to perform stunts in his films. When Longshot led a rebellion and fled to Earth, Mojo sent mercenaries to hunt and kill him.

SKILLS

Electronics, Genetics, Super-Physiology; Art (Filmmaking and Life-Form Creation), Finance, Leadership

POWERS

Affliction 17

Aging, Aging Reversal

Dimensional Travel 10

Hypnosis 15

Empathy, Multiple Targets

Mind Control 16

Mindwipe

Reality Warping 18

Limit: Destructive Events Only

Regeneration 11

Healing

Stun Blast 13

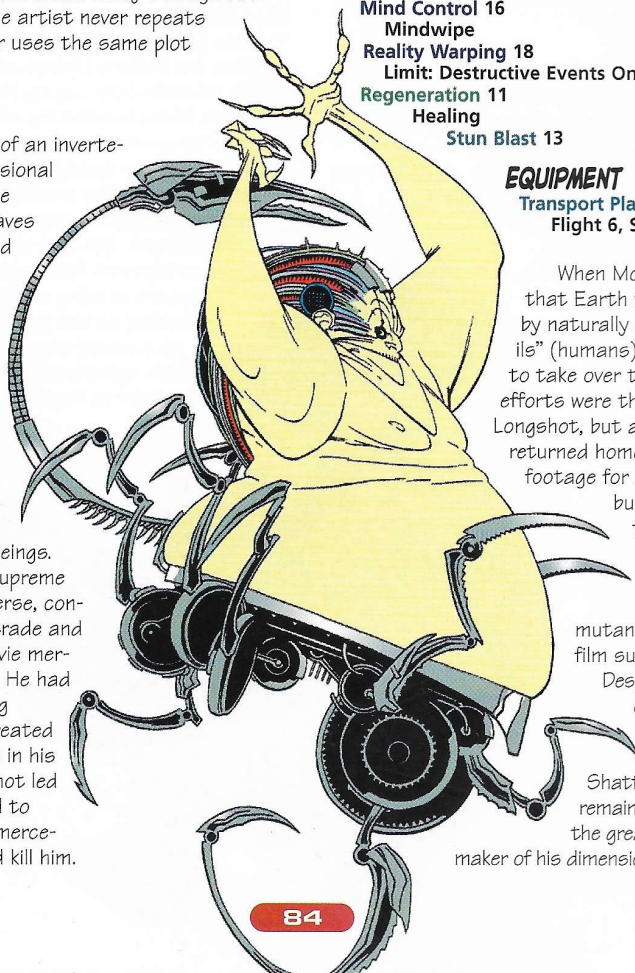
EQUIPMENT

Transport Platform

Flight 6, Strength 12

When Mojo learned that Earth was populated by naturally occurring "devils" (humans), he decided to take over the planet. His efforts were thwarted by Longshot, but at least he returned home with lots of footage for a new blockbuster. He continues to visit Earth to abduct various mutants for use as film subjects.

Despite the efforts of rebels like Longshot, Dazzler, and Shatterstar, Mojo remains the ruler and the greatest filmmaker of his dimension.



6D Strength **Intellect 6C**

2 Edge ★ **Hand Size 4(25)**

7B Agility **Willpower 7C**

CALLING: Protector

PERSONALITY: Dani is a strong-willed young woman who is very proud of her Cheyenne heritage. She is extremely loyal to her family and friends, even willing to face death if that's what it would take to save one of them. She is a natural leader, but she also knows how to work well with others as part of a team.

HISTORY

Dani's uncontrolled psychic powers frightened both herself and the other members of her tribe. Her grandfather contacted Charles Xavier, who accepted her among the third class of students at his academy. Dani, under the codename Mirage, soon learned to draw forth images of people's greatest fears from their minds. She also developed the ability to



MOONSTAR

(DANIELLE "DANI" MOONSTAR)

SKILLS

Spears; Archery, Equestrian, Martial Arts; Lore (Native American), **Mythology** (Native American and Norse); **Leadership, Survival** (Desert)

POWERS

Animal Control 16 (Animal Telepathy only)

Image Summoning 18

Dream Summoning

Limit: Can summon only images of a person's greatest fears

Recognition 17 (Stunt Only)

Death Sense (When used, if the Narrator draws a Doom card, Dani sees a ghostly skull over someone's head. If Dani does nothing to prevent it, the individual will die that day.)

Telepathy 18 (Mental Probe only)

Telekinesis 5 (Force Bolt only)

Limit: Must use a real bow to channel bolts (Archery skill applies)

maintain a psychic link with Rahne Sinclair (see *Wolfsbane*) when the latter took animal form. A more disturbing aspect of her power that manifested while she was serving with the Valkyries of Asgard was her ability to see the "aura of Death" around those who would soon die. After leaving the Valkyries, she rose to become a leader of the New Mutants along with Cannonball.

Dani's powers were magnified by an agent of the High Evolutionary when a machine designed to remove mutant powers malfunctioned.

Now when she draws forth people's fears, they become real, substantial creatures. She has no control of them, though, so she rarely uses this power. Instead, she creates solid psychic images, forming arrows of psychic energy that stun their targets.

Dani appeared to betray her friends when she joined the terrorist Mutant Liberation Front. It later became clear that Dani had infiltrated the MLF as an operative for S.H.I.E.L.D. She is now back among friends, serving in X-Force.

MORLOCKS/GENE NATION

History: The Morlocks were a large community of outcast mutants who lived in the underground tunnels connecting New York, New Jersey, and Connecticut. These passages were built in the 1950s by the U.S. government as shelters in case of a national emergency. The main tunnel is 50 feet high and runs the length of Manhattan. There are numerous side passageways, many of which are unexplored. The vast majority of the public is unaware of the tunnels' existence.

The Morlocks took their name from the subterranean race in the H.G. Wells story *The Time Machine*. Like their namesakes, most of these Morlocks were hideous and deformed, another reason for them to dwell apart from human society. When Professor X offered to help resettle them on the surface, they declined because they felt the tunnels were their home.

The Morlocks' history began when Dark Beast emerged from his alternate reality into the Marvel Earth reality of 20 years past. He found a camp of homeless mutants and used them as guinea pigs for his cruel genetic testing. The tunnel community was founded by Callisto, who moved into the tunnels shortly after they were abandoned. She enlisted the aid of Caliban in finding other mutants to create a new underground society. She ruled the Morlocks for many years until Storm deposed her in a trial-by-combat during a conflict with the X-Men. Since Storm was not in residence, Callisto ruled on her behalf, enforcing Storm's desires for Morlock society.

This fragile peace collapsed when the Marauders attacked the Morlocks, slaughtering the defenseless mutants. The survivors were divided against each other, some staying loyal to Callisto and Storm, and others siding with the more militant Masque. Eventually, Masque won the power struggle and formed the remaining Morlocks into an army, which he then marched against the surface world. After clashing with X-Force, Masque promised to not attack the surface world again, but his actions had called even

more attention to the community. During Operation: Zero Tolerance, Bastion's teams of mutant-killers exterminated most of the remaining Morlocks, finishing the job the Marauders had started.

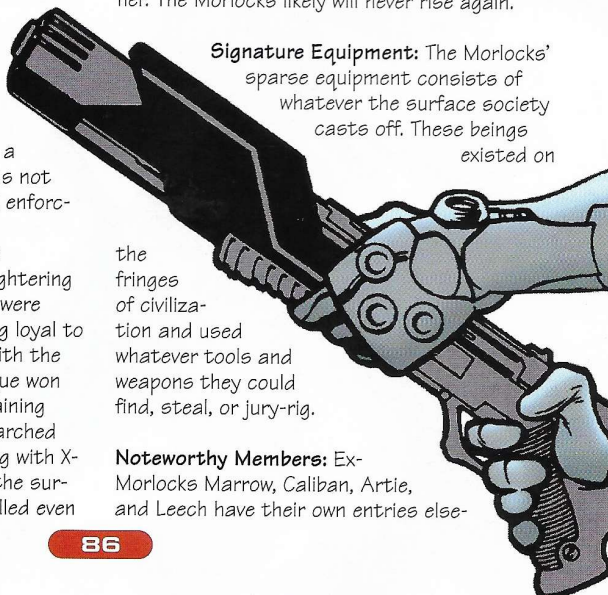
At the community's height, there were hundreds of Morlocks dwelling in the tunnels. Now, those tunnels are deserted; the thriving society beneath Manhattan is gone. A few surviving Morlocks found refuge with the X-Men, and some others were taken to an alternate reality by Mikhail Rasputin, where they evolved and grew for 20 years — though only weeks had passed in "Earth" time. These were rescued by Storm, and a few of the more militant ones became Gene Nation, led by Marrow. But now that Marrow has joined the X-Men, Gene Nation, as far as anyone knows, has disbanded.

Current Status: The Morlock community is extinct. Although Marrow paid lip-service to reestablishing it, she attacked mutants and humans alike who ventured into the tunnels, or who even appeared to be a potential challenge to her. The Morlocks likely will never rise again.

Signature Equipment: The Morlocks' sparse equipment consists of whatever the surface society casts off. These beings existed on

the fringes of civilization and used whatever tools and weapons they could find, steal, or jury-rig.

Noteworthy Members: Ex-Morlocks Marrow, Caliban, Artie, and Leech have their own entries else-

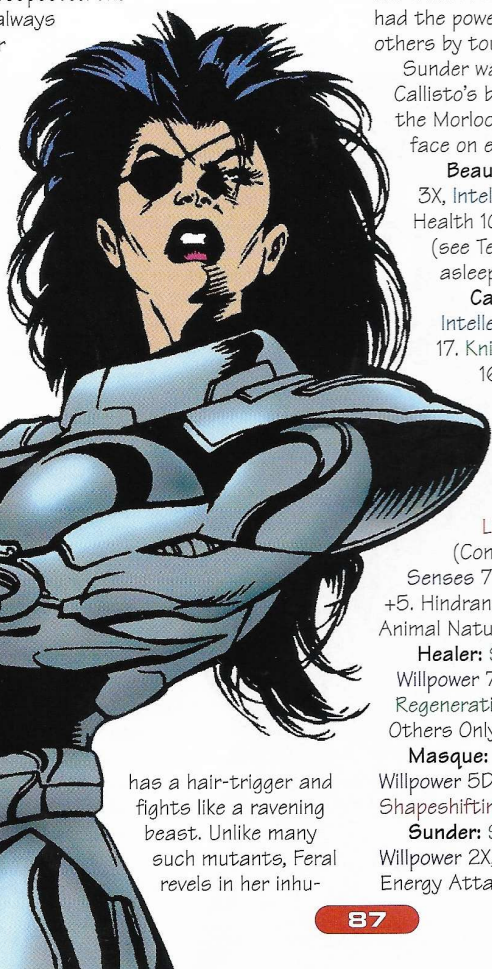


where in this book. In addition to these individuals, a number of other Morlocks came to the fore, particularly during clashes with the X-Men. All but Feral are presumed slain.

Beautiful Dreamer had the ability to contact sleeping minds through her singing and erase and alter memories.

Callisto, the group's longtime leader, was a lanky woman with extremely heightened senses. Though she respected the X-Men, she always resented her subservient status to Storm, who won from her the leadership of the Morlocks.

Like a housecat, Feral is playful and eager for affection, but she



has a hair-trigger and fights like a ravening beast. Unlike many such mutants, Feral revels in her inhu-

man nature and appearance. After she refused to join Masque's army, she joined X-Force, then left when her bloodthirstiness horrified her teammates.

Healer affected the appearance of a fairy-tale wizard. His power to heal injuries and diseases with a touch made him much loved among the Morlocks.

Masque, a dangerous psychotic who seized the leadership of the Morlocks in their final days, had the power to change the appearance of others by touch.

Sunder was a lout and a bully who acted as Callisto's bodyguard. He was the strongest of the Morlocks and often was sent to the surface on errands.

Beautiful Dreamer: Strength 2X, Agility 3X, Intellect 2X, Willpower 11D, Edge 0, Health 10. Performing (Singing). Mindwipe 12 (see Telepathy, Limit: Target must be asleep). Calling: Explorer.

Callisto: Strength 6D, Agility 7X, Intellect 5X, Willpower 7D, Edge 1, Health 17. Knives, Leadership. Enhanced Senses 16 (All). Calling: Guardian.

Feral: Strength 8D, Agility 10C, Intellect 4X, Willpower 5C, Edge 1, Health 17. Natural Weapons, Acrobatics, Fast Exit, Survival, Tracking. Additional Limb—Prehensile Tail 10 (Constriction), Claws +7, Enhanced Senses 7 (Smell, Hearing, and Vision), Teeth +5. Hindrances: Frenzied, Monstrous. Calling: Animal Nature.

Healer: Strength 6X, Agility 3X, Intellect 4D, Willpower 7X, Edge 0, Health 10. Medicine. Regeneration 4 (Disease Remission 14, Limit: Others Only). Calling: Protector.

Masque: Strength 5X, Agility 4X, Intellect 3X, Willpower 5D, Edge 1, Health 17. Intimidation. Shapeshifting 12 (Others). Calling: Vengeance.

Sunder: Strength 17X, Agility 4X, Intellect 2X, Willpower 2X, Edge 1, Health 17. Resistance +8 to Energy Attacks. Calling: Soldier.

4X Strength Intellect 4C

1 Edge * Hand Size 3(17)

4X Agility Willpower 3X

MULTIPLE MAN **(JAMES "JAMIE" MADROX)**

CALLING: Exemplar

HINDRANCE: Naive

PERSONALITY: Jamie is a quiet, intensely moral young man. He never overtly criticizes others for the choices they make, but instead tries to show them the correct way to behave by setting a good example. He believes that deep down everyone is a decent human being.

HISTORY

Jamie's mutant powers manifested at birth when upon being spanked by the doctor, he split into two beings. Upon the advice of Charles Xavier (see **Professor X**), his parents moved to an isolated farm in Kansas so they could raise Jamie in privacy. A special suit was created to prevent him from splitting into several beings accidentally, but otherwise he was raised as a normal child—except that he had to wear the same clothing every day. He was never told why he had to wear the suit and grew up ignorant of his mutant powers.

When he was 15, Jamie's parents were killed by a tornado. While he was tending the farm, his suit malfunctioned and his inhibited powers began to manifest. Seeking help, he hooked up with Professor X, who repaired his suit and helped him master his duplication powers. When asked to join Xavier's team of adventuring mutants, Jamie declined, preferring to assist Moira

SKILLS

Biochemistry, Genetics

POWERS

Duplication 25

Reabsorption Healing

Limit: Living Duplicates, happens automatically upon impact

Empathy 5

Limit: Duplicates Only

Telepathy 5

Limit: Duplicates Only

EQUIPMENT

Control Suit

Stops impact-based duplication

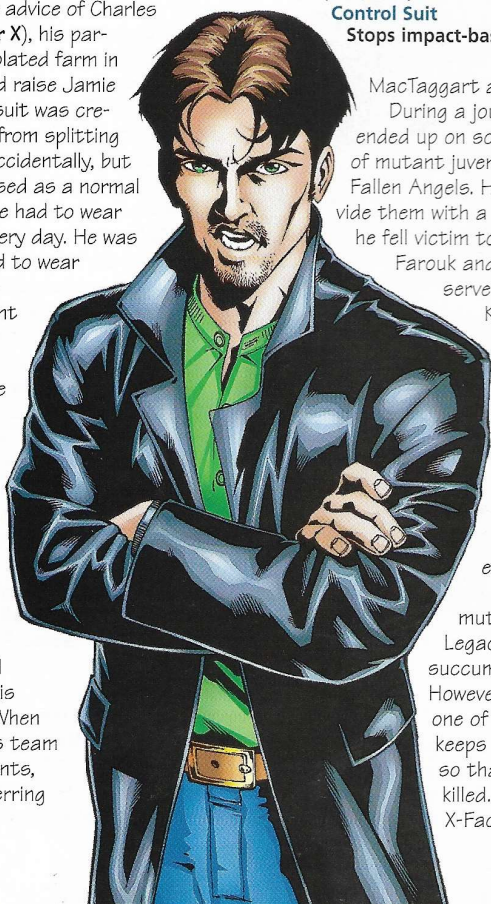
MacTaggart at the Muir Isle complex.

During a journey off the island, Jamie ended up on some adventures with a group of mutant juvenile delinquents called the Fallen Angels. He stayed with them to provide them with a decent role model. However, he fell victim to possession by Amahl

Farouk and returned to Muir Isle to serve as a tool of the Shadow King's revenge.

When Valerie Cooper organized the second X-Factor team, she invited Jamie to join. Having gained some experience as a super hero, he felt less reluctant to join a team than when Professor X had made the offer earlier.

Jamie was one of the first mutants infected with the Legacy Virus, and he apparently succumbed to the disease. However, the dead Jamie was only one of his duplicates. He still keeps a few such extras around, so that in essence he cannot be killed. His whereabouts after X-Factor's breakup are unknown.



3X Strength **Intellect 4X**

1 Edge * **Hand Size 3(17)**

5D Agility **Willpower 4D**

MURMUR (ARLETTE TRUFFAUT)

CALLING: Thrill-Seeker

PERSONALITY: Murmur is friendly and outgoing. She is a gregarious young woman who enjoys physical pleasures.

HISTORY

Arlette is a French Canadian mutant. Little is known of her past, or how she came to be recruited by Department H's General Clarke for the reinstated Alpha Flight.

SKILLS

Martial Arts; Manipulation

POWERS

Mind Control 13

Limit: Touch Only

Arlette seems to need male companionship to validate her own self-worth. She has flirted with virtually every male member of Alpha Flight, but as soon her quarry gives even the slightest hint of rejecting her, she rivets her attention on someone else. This has caused jealous rivalries to form between her teammates. Murmur's distracting behavior may be part of General Clarke's efforts to keep Alpha Flight members from questioning their missions, but this remains to be seen.



MUTANT LIBERATION FRONT

History: The Mutant Liberation Front (MLF) is an extremist group whose stated purpose is to perform terrorist acts in response to any and all crimes against mutants. Although Cable had been fighting a covert war against the organization and its leader, the mysterious Stryfe, for several years, the MLF didn't hit the headlines until its members stole some tritium—a key component of hydrogen bombs. Stryfe was actually a clone of Cable who had been sent into the past. His goal was to stop Cable from interfering with Apocalypse's efforts to trigger a worldwide conflict.

The MLF became such a threat that S.H.I.E.L.D. recruited the young mutant Moonstar to infiltrate the organization. Due to her efforts, as well as those of S.H.I.E.L.D. and X-Factor, the MLF was brought to its knees—but in defeat, the group's leader unleashed the lethal Legacy Virus into the atmosphere. The virus was thought to affect only mutants, but it has started to infect normal humans as well.

Current Status: Though Stryfe has apparently been killed, the MLF continues its activities. In a recent encounter with X-Force, the group was attacked by Bastion's forces, learning in the process that Moonstar was a S.H.I.E.L.D. agent.

Signature Equipment: Each MLF member supplies his own weapons and gear.

Noteworthy Members: First and foremost among the MLF was Stryfe, an arrogant and cruel man who ran the organization with an iron fist.

Dragoness is very arrogant about her ability to defeat her foes in battle. She shoots bio-electric bolts that resemble fire.

Forearm is a serious man who believes in the cause of the MLF. He isn't evil so much as misguided. He shrugs off pain; getting injured seems to invigorate him. He and Moonstar grew close when she infiltrated the MLF.

Kamikaze is a reckless fighter who often brags about his combat prowess.

Reaper enjoys going into battle for the MLF, looking at it as more fun than work. He almost managed to take out Cable during an early engagement.

Skids (a.k.a. Sally Blevins) and Rusty Collins reluctantly worked with the MLF after the Front freed them from prison. After the deaths of Stryfe and Rusty, Skids broke off all contact with the MLF. Sally then joined X-Factor and now tries to lead a normal life as a college student.

Strobe is a firebrand whose power is so hot that she melted Cable's arm.

Sumo likes to tout his powers and is proud of his huge size. His main battle tactic is to leap about and crush foes under his immense form.

Tempo is fanatically devoted to the cause of the MLF, so much so that she risks a heart attack whenever she uses her power.

Dragoness: Strength 7X, Agility 8D, Intellect 4X, Willpower 4X, Edge 1, Health 17. Aerial Combat. Fire Control 12 (Fire Missiles, Resistance to Fire), Flight 6. Equipment: Body Armor +1, Wings 5. Hindrance: Overconfident. Calling: Demolisher.

Forearm: Strength 11X, Agility 7D, Intellect 4X, Willpower 3X, Edge 1, Health 17. Martial Arts. Additional Limbs—Two Extra Arms 12, Chi 8. Equipment: Body Armor +4. Calling: Soldier.

Kamikaze: Strength 7X, Agility 7X, Intellect 3X, Willpower 3X, Edge 1, Health 17. Energy Blast 10 (Limit: Must be in flight and be able to touch target to use this power), Flight 8. Calling: Demolisher.

Reaper: Strength 7D, Agility 5X, Intellect 3X, Willpower 4X, Edge 1, Health 17. Whips. Paralysis 12. Equipment: Whip +1 (Channels Paralysis). Calling: Thrill-Seeker.

Rusty Collins: Strength 4D, Agility 5X, Intellect 3X, Willpower 4X. Brawling. Fire Control 6. Calling: Outcast.

Skids: Strength 3D, Agility 7D, Intellect 4X, Willpower 4X, Edge 1, Health 17. Brawling, Skating. Force Field 14 (Expanded Field, Shield from Energy and Psionics, Limit: Constant, requires a difficult Willpower action to deactivate),

NEW HINDRANCE: THE LEGACY VIRUS

The Legacy Virus ravages the immune systems of mutants until it kills them. It's not clear how one catches the disease; it may be transmitted through the air. The virus can lie dormant for months or years before any symptoms show. While in incubation, the disease causes no ill effects.

Anyone with the hindrance of full-blown Legacy Virus will be in pain quite often. Each day, the player of the infected hero draws a card. If the card draw is negative, the virus will flare, dropping the hero to half Strength and Agility. The virus seems to manifest by triggering a carrier's powers uncontrollably. Every hour the virus flares, draw a card. If your card draw is negative, the victim will lash out with his or her mutant powers at full intensity.

So far, the Legacy Virus has eventually killed everyone it has infected.

The virus can be introduced into an adventure series in a number of ways. The heroes may meet a mutant infected with the virus, or be sent by a scientist to retrieve a rare medicine that might help treat it. The heroes could also transport an infected super-villain to the Mutant Research Center in Scotland, headed by Dr. Moira MacTaggart—herself a sufferer of the virus.

Resistance +23 to Ensnarement (Limit: Active only if Force Field is on). Calling: Peace of Mind.

Strobe: Strength 5X, Agility 4D, Intellect 3X, Willpower 3X, Edge 1, Health 17. Martial Arts. Energy Sheath 14 (Heat—Strobe's touch inflicts the power's intensity in fire and heat damage while using Energy Sheath). Calling: Demolisher.

Stryfe: Strength 8X, Agility 6X, Intellect 7X, Willpower 8X, Edge 3, Health 30. Telekinesis 7. Equipment: Body Armor +4, Paralysis Ray 8. Calling: Demolisher.

Sumo: Strength 12D, Agility 3X, Intellect 3X, Willpower 4X, Edge 1, Health 17. Wrestling. Leaping 9. Calling: Demolisher.

Tempo: Strength 5X, Agility 4X, Intellect 5X, Willpower 5X, Edge 1, Health 17. Time Control 5 (Time Twisting 16, Limit: Tempo loses 16 Health if a Doom card is drawn when she uses this power). Calling: Soldier.



6C Strength **Intellect 8B**

3 Edge ★ **Hand Size 5(30)**

6A Agility **Willpower 8A**

MYSTIQUE (RAVEN DARKHOLME)

CALLING: World Domination

PERSONALITY: Raven is a self-serving opportunist with a keen analytical mind. She always searches for ways to increase her power. This charismatic leader works well with others but usually keeps her motives secret from her teammates. Though cold-hearted and manipulative, Raven has a soft spot for Rogue, her adopted daughter. She will not allow Rogue to be harmed and will help her when they're not at cross purposes. Raven is also the real mother of Kurt Wagner (Nightcrawler).

HISTORY

Raven led a double life as a high-ranking member of the Department of Defense—and as the leader of the second Brotherhood of Evil Mutants. Raven was so adept at changing her appearance that most of her partners in crime didn't even realize she led a

SKILLS

Garrotes, Knives; Disguise, Flinging, Marksmanship, Martial Arts; Assessment, Espionage, Weapon Systems; Leadership, Manipulation, Military, Politics

POWERS

Imitation 18

Imitate Fingerprints, Imitate Retinal Patterns

EQUIPMENT

Costume

Energy Reflection 14

Psi-Screen +17 ("Psionic Scrambler")

double life—the notable exception being Rogue, whom Mystique raised as a surrogate daughter.

After a few clashes with the X-Men and other super hero groups, and spurred in part by the U.S. government's launching of the mutant-tracking program Project Wideawake, Raven decided that times were growing too dangerous for the Brotherhood to continue its criminal activities. She approached Valerie Cooper, special assistant to the head of the National Security Council, and offered the services of her organization to the government.

Renamed Freedom Force, the members of the Brotherhood were granted pardons and started careers as superpowered government enforcers. The team served with distinction, if total ruthlessness, until it was disbanded due to the members' criminal moonlighting and negative publicity from high-profile missions.

Raven spent a brief period of time working with heroes such as Wolverine, as well as cultivating schemes, in the course of her job at the Department of Defense.

However, her longtime duplicity was uncovered by Val Cooper, who used this knowledge to force Mystique to become part of the reorganized X-Factor. Her current activities are unknown.



4B Strength **Intellect 5X**

1 Edge * **Hand Size 3(17)**

6C Agility **Willpower 8C**

NATE GREY, ("X-MAN")

CALLING: Outcast

PERSONALITY: Nate is a heroic young man seeking a place in an unfamiliar world. He is a firm protector of the underdog, although his methods are somewhat violent for the standards of society in our world.

HISTORY

Nathan Grey is one of a handful of survivors from an alternate reality where Charles Xavier died before founding the X-Men. In that reality, Apocalypse managed to plunge the world into a seething sea of conflict and hatred, where his forced march of human and mutant evolution was the law of the world.

Nate was created in a lab by Sinister, using genetic material from Cyclops and Jean Grey. Sinister hoped to use him as a weapon against Apocalypse, but he broke free soon after being brought to consciousness and was "raised" by that reality's Forge.

Although Nate was duped by Sinister's lies into supporting him at first, he later joined the world's most powerful mutants when they united under Magneto to oppose Apocalypse. During the final conflict, one which literally wiped his world from existence, Nate was shunted to the reality of Marvel Earth. Since arriving, he has been living in New York City. Despite the ever-increasing anti-mutant sentiments among normal people, Nate has become a minor celebrity in Manhattan neighborhoods and clubs. Recently, however, the mysteries of his past have begun to catch up with him, and he is now traveling the world seeking answers about who he is and how to control his vast power.

SKILLS

Brawling, Climbing, Wrestling; Acrobatics, Martial Arts; Mental Control, Observation

POWERS

Mind Control 3

Mindwipe 7

Postcognition 11

Precognition 4

Psychic Blast 7

Telekinesis 11

Force Bolt, Force Field, Object Swarm

Telepathy 12

Mental Probe, Psi-Screen, Psychic Detection, Psychic Invisibility



6X Strength Intellect **5D**

1 Edge ★ Hand Size **3(17)**

3X Agility Willpower **3D**

NEMESIS

CALLING: Vengeance

HINDRANCE: Bruiser

PERSONALITY: Nemesis is relentless in his quest for vengeance against those responsible for the loss of his physical body, and he has a thirst for power that rivals that of his father, Apocalypse. He pursues his opponents with single-minded intensity and fights with utter disregard for the welfare of all save himself. He cooperates with other villains to gain his desired ends, but holds no particular loyalty to any other being, switching alliances solely on the basis of personal advantage.

HISTORY

Nemesis is the son of Apocalypse from the same alternate reality that produced Nate Grey. In that world, he served his father as one of the Four Horsemen. In combat with Nate Grey and his supporters, Nemesis's energy power overloaded, destroying his physical body and making him a being of almost pure energy. He had a containment suit built to hold his energy body together. Fitted with a blaster on one hand to channel energy blasts, the armored suit

SKILLS

Energy Control; Military

POWERS

Energy Sheath 19

Limit: Constant

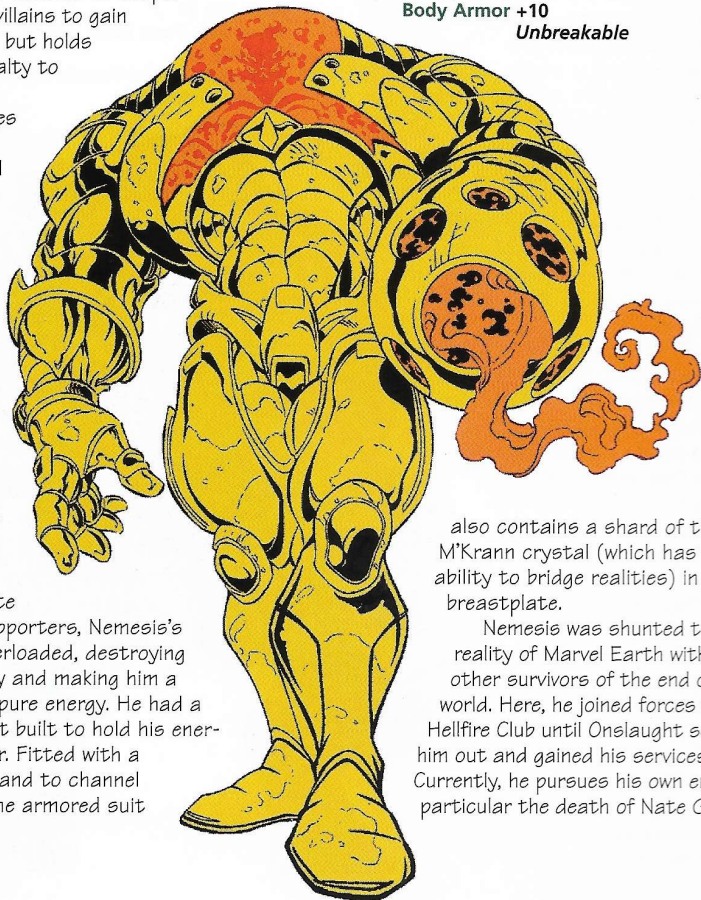
Radiation Control 19

Ability Boost (Strength) 16

EQUIPMENT

Body Armor +10

Unbreakable



also contains a shard of the M'Krann crystal (which has the ability to bridge realities) in its breastplate.

Nemesis was shunted to the reality of Marvel Earth with a few other survivors of the end of his world. Here, he joined forces with the Hellfire Club until Onslaught sought him out and gained his services. Currently, he pursues his own ends, in particular the death of Nate Grey.

6C Strength **Intellect 5D**

2 Edge ★ **Hand Size 4(25)**

12A Agility **Willpower 7C**

NIGHTCRAWLER (KURT WAGNER)

CALLING: Adventurer

HINDRANCE: Monstrous

PERSONALITY: Nightcrawler is a personable, fun-loving adventurer whose strongest role model is the swashbuckling movie star Errol Flynn. Although there isn't much that can bring down his high spirits, he is a level-headed leader whose years of training with the X-Men have taught him to temper his hunger for excitement with consideration for the safety of his team.

HISTORY

Apparently abandoned by his parents, the obviously mutant child Kurt Wagner was adopted by Margali Szardos, a gypsy sorceress and circus fortune-teller. Kurt grew up in the circus, using his natural agility to become a star acrobat.

When he left the circus, Kurt found his foster brother Stefan and was horrified to discover that the latter had become a murderer. Kurt tried to stop him, but as they fought, Kurt accidentally killed his foster brother. Villagers found Kurt standing over Stefan's body and assumed he was responsible for the murders. Before the mob could kill him, Professor Xavier arrived and recruited Kurt to join the X-Men.

When the majority of his X-Men comrades were apparently slain while he and Kitty Pryde (see **Shadowcat**) were recovering from injuries, Kurt assembled the Excalibur team to keep Professor X's dream alive. As an X-Man and now as the Excalibur team leader, Nightcrawler is one of the most dedicated and constant members of the X-family.

Kurt has learned that he is the natural son of Raven Darkholme (see **Mystique**). He and his mother share what can best be described as a love-hate relationship. He has shared an amorous relationship with Amanda Sefton, Margali's natural daughter. Kurt has recently rejoined the X-Men.

SKILLS

Climbing, Swords; Acrobatics, Fast Exit, Piloting, Repair; Mechanics; Leadership, Performing

POWERS

Additional Limb—Prehensile Tail 4
Blending 4

Limit: Darkness Only

Teleportation 3 ("Bamfing")

Fusillade, Quick Turnaround

Unique Trait: Causes a small smoky implosion, which leaves a sulfurous smell
Wall-Crawling 2

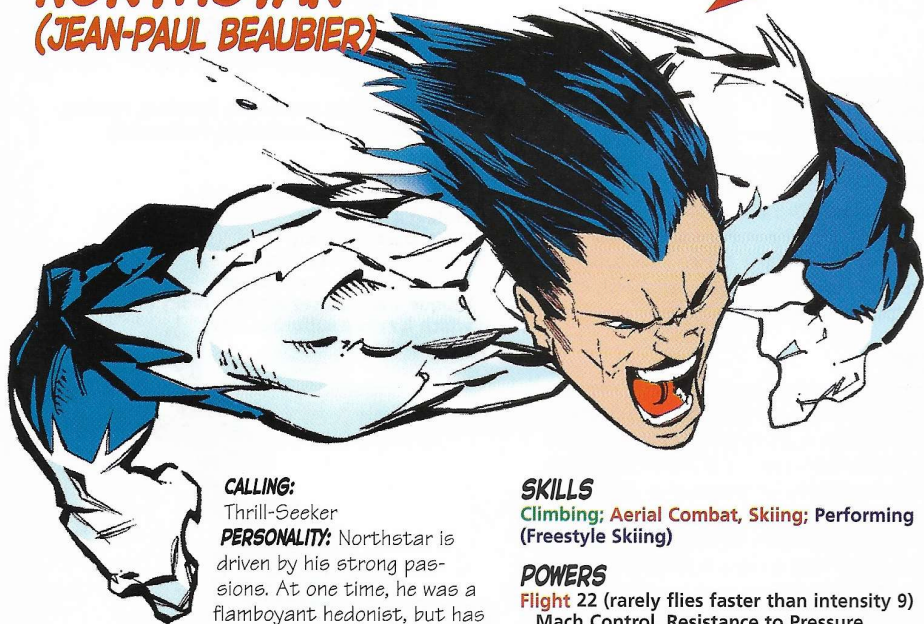


5D Strength Intellect **4X**

2 Edge ★ Hand Size **4(25)**

7C Agility Willpower **4D**

NORTHSTAR (JEAN-PAUL BEAUBIER)



CALLING:

Thrill-Seeker

PERSONALITY: Northstar is driven by his strong passions. At one time, he was a flamboyant hedonist, but has since settled down somewhat.

He is very protective of his twin sister, Jeanne-Marie (see **Aurora**).

HISTORY

Jean-Paul and his twin sister Jeanne-Marie were separated when their parents died in an accident, so they grew up unaware of each other's existence. When Jean-Paul's mutant powers emerged during his adolescence, he used them to become a championship skier, taking a gold medal in the Olympics and later earning great wealth as a professional.

When Alpha Flight recruited Jeanne-Marie, an investigation by Department H revealed their blood-ties. Jean-Paul was invited to join Alpha Flight and was overjoyed to discover he had a sister. Both siblings joined the team.

Jean-Paul quickly became overprotective of his sister, even acting hostile toward her boyfriends. However, when she learned that Jean-Paul was a homosexual, his sister mistook his

SKILLS

Climbing; Aerial Combat, Skiing; Performing (Freestyle Skiing)

POWERS

Flight 22 (rarely flies faster than intensity 9)
Mach Control, Resistance to Pressure

concern for jealousy. The wedge between them grew so severe that Jean-Paul quit Alpha Flight and spent the next several months drifting. When Aurora's lover Walter Langkowski was killed, Jean-Paul returned to offer his sister emotional support, and the two reconciled.

He rejoined Alpha Flight, but soon discovered he was dying of AIDS. Over several months, he grew progressively weaker. When he was on the verge of death, his birth mother contacted him and revealed herself as a faerie. Realizing that he and his sister were only half human, Jean-Paul managed to cast off his dying human half. Then he, his mother, and his sister's faerie self all left Earth for the Norse realm of Asgard.

Recently, Jean-Paul came back to Earth. The reasons for his return remain vague, but he may be attempting to make contact with his old Alpha Flight associates, even though he has expressed the opinion that the current Alpha Flight is hardly the *real* Alpha Flight.

10B Strength **Intellect 3D**

2 Edge * **Hand Size 3(17)**

6D Agility **Willpower 5C**

OMEGA RED (ARKADY GREGOROVICH)

CALLING: Demolisher

HINDRANCE: Obsessive about killing Wolverine

PERSONALITY: Arkady is a psychopath who cares nothing for human life. He has a hair-trigger temper and will attack anyone who dares speak against him, friend or foe. His death and rebirth have left him with an implacable hatred for Wolverine, whom he blames for his "death."

HISTORY

Arkady was a KGB agent recruited for a Soviet program to develop a mutant super-soldier, pre-dating the Canadian "Weapon X" program that produced Wolverine. Arkady's mutant power mirrored Wolverine's healing factor: He radiated a death aura and had to drain the life-force of others to survive.

He was in the final stages of transformation when Project: Omega Red was attacked by CIA agents, among them the man who would become Wolverine. The spies stole the Carbonadium Synthesizer, a device that controlled Arkady's need to absorb life energy. Without it, Arkady fell into a deathlike coma.

SKILLS

Brawling, Whips, Wrestling; Martial Arts; Espionage; Intimidation, Observation

POWERS

Life Drain 13

For every 5 Health drained, Arkady regains 1 lost Health point

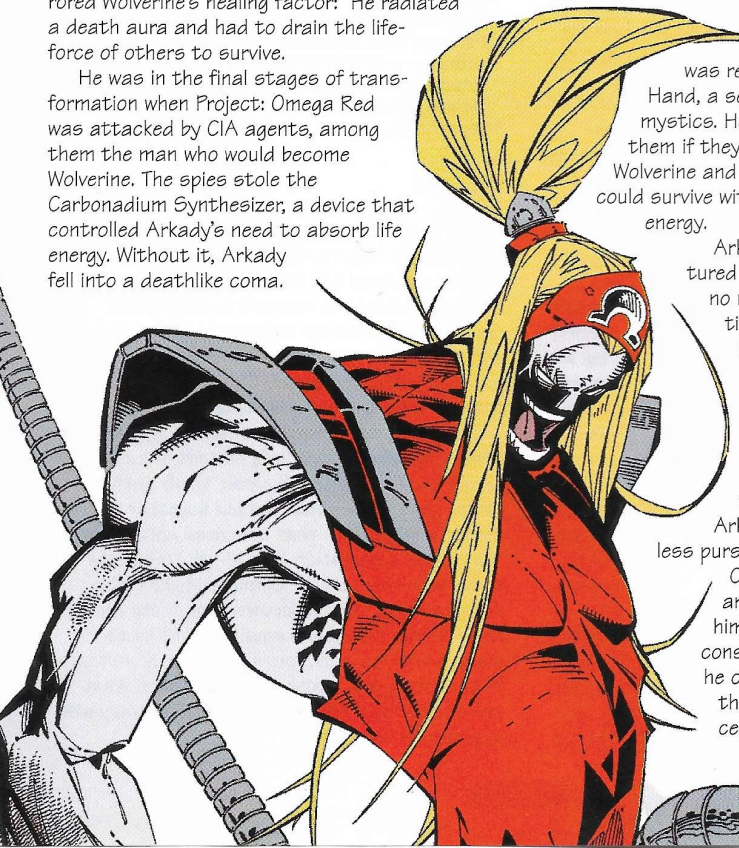
Limit: Arkady loses 1 Health point every hour, and must drain the lifeforce of others in order to replenish them. For every 5 Health he loses, his Hand Size is reduced by 1. Arkady can drain life from all beings in Striking Distance, whether he touches them or not.

Pheromones 8

Limit: Malodorous

Years later, Arkady was revived by agents of the Hand, a secretive group of ninja mystics. He agreed to work with them if they would lead him to Wolverine and the C-Synthesizer, so he could survive without needing to drain life energy.

Arkady and the Hand captured Wolverine. Finding he had no memory of his CIA activities, they tried to regress his memories to reveal the fate of the device. But before the regression was complete, Wolverine escaped. Arkady was left frustrated in his search for vengeance and succor. Arkady continues his relentless pursuit of Wolverine and the C-Synthesizer, as well as any plans that might allow him to have another device constructed. In the meantime, he offers up his abilities to the highest bidder as a mercenary and assassin.



3D Strength **Intellect 5D**

0 Edge * **Hand Size 2(10)**

5D Agility **Willpower 6D**

PENANCE

(NICOLE AND CLAUDETTE ST. CROIX)

CALLING: Peace of Mind

HINDRANCE: Mute

PERSONALITY: Penance is almost completely withdrawn. She reveals herself only when curiosity gets the better of her, or with someone she trusts fully. She has grown close to Banshee and Jubilee, but has otherwise remained aloof from the other Generation X students. She is very childlike in her innocence and cannot speak.

HISTORY

Until recently, Penance was the most mysterious student at Xavier's School for Gifted Youngsters. She has never spoken a word. School manager Emma Frost (see **White Queen**) has tried to discover something about her identity through telepathic means, only to encounter a psychic shield like no other.

Penance was once Monet St. Croix, sister of Nicole, Claudette, and Marius St. Croix (see **Emplate** and **M**). When Monet refused to join her brother in his quest for dominion of another dimension, he transformed her into the mute

Penance.

Emplate, a mutant cannibal who gains nourishment from the life

energies of mutants, held Penance captive for years and fed off her, never drawing enough to kill her, but subjecting

SKILLS

Natural Weapons; **Fast Exit**; Assessment; Survival

POWERS

Adaptation 21

Limit: Constant (Her skin and hair are constantly diamond-hard and razor-sharp, giving her hair a spiky appearance and making her skin appear slightly ruddy. If she succeeds in a *desperate Willpower* action, she can lower the Adaptation's intensity by 10, though never below intensity 1.)

Body Armor (Armor rating equals intensity of Adaptation in effect)

Claws (damage bonus is half her Adaptation, rounded down)

Psi-Screen +20

Backlash (Anyone using mental powers on Penance must succeed in a *desperate Willpower* action or suffer 20 intensity damage and 0 intensity in Willpower-based powers until at full Health or cards)

Shapeshifting 1

her to great physical and emotional torture in the process. When he left her alone in his extradimensional lair, the elderly mutant Gateway seized the moment to rescue her. Gateway delivered her to Xavier's School for Gifted Youngsters and said the only word anyone has ever heard him speak: "Penance." Her name followed from this oblique statement.

Penance's true identity remained unknown for some time, even to Monet's sisters, the twins Nicole and Claudette. (The pair, thinking their sister gone forever, had merged together to recreate her; it was that combined entity who first joined Generation X as M.) But while the twins were merged with Emplate in the multi-being M-Plate, they discovered the truth. Upon their release from that amalgam, the twins merged with Penance, forcing the real Monet out of that body and taking her place there. What new powers this new version of Penance may display remain to be seen.



4C Strength **Intellect 7C**

1 Edge ★ **Hand Size 3(17)**

7B Agility **Willpower 5D**

PETE WISDOM

CALLING: Soldier

HINDRANCE: Addicted to Nicotine

PERSONALITY: Peter hides a cold and callous heart underneath a flip exterior. The feelings Kitty Pryde (see **Shadowcat**) has for him have weakened his defenses, but his first love remains Great Britain. He is committed to giving his all for his country—even if the intelligence secrets he has uncovered have caused him to doubt some of his fellow defenders of the Crown.

HISTORY

Pete Wisdom entered the British Intelligence service MI-6 at a young age and rose quickly by virtue of both his sharp mind and his ruthless nature. His mutant powers made him particularly deadly on special missions. Early in his career, Peter was involved with assassin Sari St. Hubbins. He chose duty over romance when he uncovered Sari's involvement in a plot to kill Queen Elizabeth.

SKILLS

Brawling, Knives; Flinging, Marksmanship, Martial Arts; Cryptography, Espionage; Intimidation

POWERS

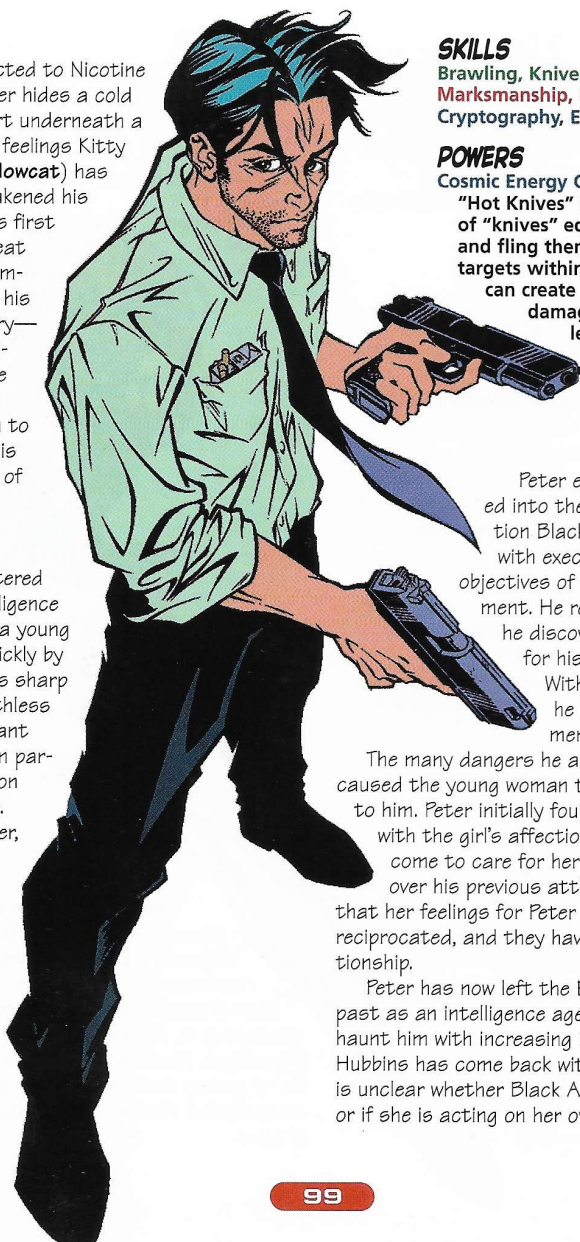
Cosmic Energy Control 5

"Hot Knives" (Can create a number of "knives" equal to his intensity and fling them at as many as five targets within firing distance; or he can create knives that cut with a damage bonus equal to or less than his power intensity.)

Peter eventually was recruited into the top secret organization Black Air, a unit charged with executing the least savory objectives of the British government. He resigned his post when he discovered secrets too dark for his conscience to bear. With nowhere else to go, he became a reluctant member of Excalibur.

The many dangers he and Shadowcat shared caused the young woman to become attracted to him. Peter initially found it useful to toy with the girl's affections, but has since come to care for her and now feels guilty over his previous attitudes. Kitty realized that her feelings for Peter weren't completely reciprocated, and they have broken off their relationship.

Peter has now left the Excalibur team. His past as an intelligence agent is returning to haunt him with increasing intensity. Sari St. Hubbins has come back with a vengeance, and it is unclear whether Black Air backs her vendetta or if she is acting on her own.



4X Strength **Intellect 6X**

2 Edge * Hand Size **4(25)**

6C Agility **Willpower 10B**

PHOENIX (JEAN GREY)

CALLING: Guardian

PERSONALITY: Jean is emotionally strong, practical, and a steadying presence to her teammates. She also has a passionate side that can appear in battle, which makes her a dangerous opponent. She loves her husband, Scott Summers (see **Cyclops**), but still has simmering feelings for Wolverine.

HISTORY

After several years of working with Professor Xavier to control her telekinetic abilities, Jean became the fifth member of the original X-Men, adopting the codename **Marvel Girl**. She soon learned to use her telepathic powers as well.

Jean and the X-Men flew a shuttle during a solar radiation storm, but the pilot's cabin was unshielded against the deadly rays. Only Jean could both fly the shuttle and shield it from radiation, but the storm overpowered her. Somehow, the cosmic entity called the **Phoenix Force** saved Jean's life and took on her form. For some time, the **Phoenix Force** took Jean's place in the X-Men, while unbeknownst to anyone, Jean's body lay cocooned at the bottom of **Jamaica Bay**.

The tragedy that gripped the X-Men is now legendary. The **Phoenix Force** transformed into the powerful **Dark Phoenix** entity, which destroyed a populated planet, prompting the spacefaring **Shi'ar** to condemn what they thought to be Jean. That **Phoenix** committed suicide, breaking **Scott's** heart.

Then **Marvel Girl** emerged from the cocoon. After her rebirth, she joined **X-Factor**; then once again became an **X-Man**. She and **Cyclops** married and retired from adventuring. Jean may return under the guise of **Phoenix**, named in honor of **Rachel Summers**, the daughter of the **Jean Grey** of another reality. **Rachel**, also a vessel of the **Phoenix Force**, came from a future where **Sentinels** ruled **America**. This troubled girl joined the **X-Men** and later **Excalibur**, finally dying in defense of mutantkind.

SKILLS

Martial Arts, Piloting; Meditation, Mental Control, Trance

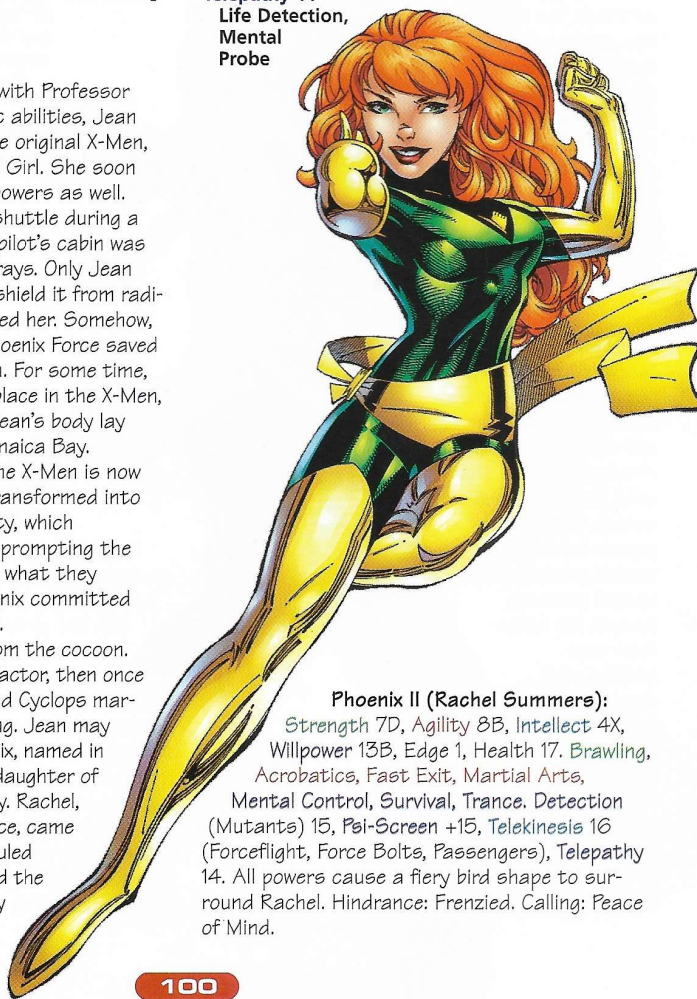
POWERS

Telekinesis 13

Forceflight, Force Bolt, Force Field, Passengers

Telepathy 11

Life Detection, Mental Probe



Phoenix II (Rachel Summers):

Strength 7D, Agility 8B, Intellect 4X, Willpower 13B, Edge 1, Health 17. Brawling, Acrobatics, Fast Exit, Martial Arts, Mental Control, Survival, Trance. Detection (Mutants) 15, Psi-Screen +15, Telekinesis 16 (Forceflight, Force Bolts, Passengers), Telepathy 14. All powers cause a fiery bird shape to surround Rachel. Hindrance: Frenzied. Calling: Peace of Mind.

5X Strength **Intellect 5D**

1 Edge * **Hand Size 3(17)**

5C Agility **Willpower 5X**

POLARIS (LORNA DANE)

CALLING: Outcast

PERSONALITY: Orphaned at a young age, Lorna has spent her life searching for meaningful relationships to make up for the family she never had. She views her teammates as her family, particularly Alex Summers (see **Havok**), with whom she has enjoyed a long-standing romance. She has a strong sense of morality and is not afraid to stand up for her principles.

HISTORY

Lorna was born with green hair, superficial evidence of her mutant ability. As a child, she kept her hair dyed. Her powers remained dormant until the villains Mesmero and Samuel Saxon abducted her and used a device to manipulate her genes, activating her dormant mutant powers. After hypnotizing her into thinking she was Magneto's daughter, they sent her and a robotic Magneto against the X-Men. Lorna turned against Mesmero and Saxon in the battle, and afterward was invited to join the X-Men.

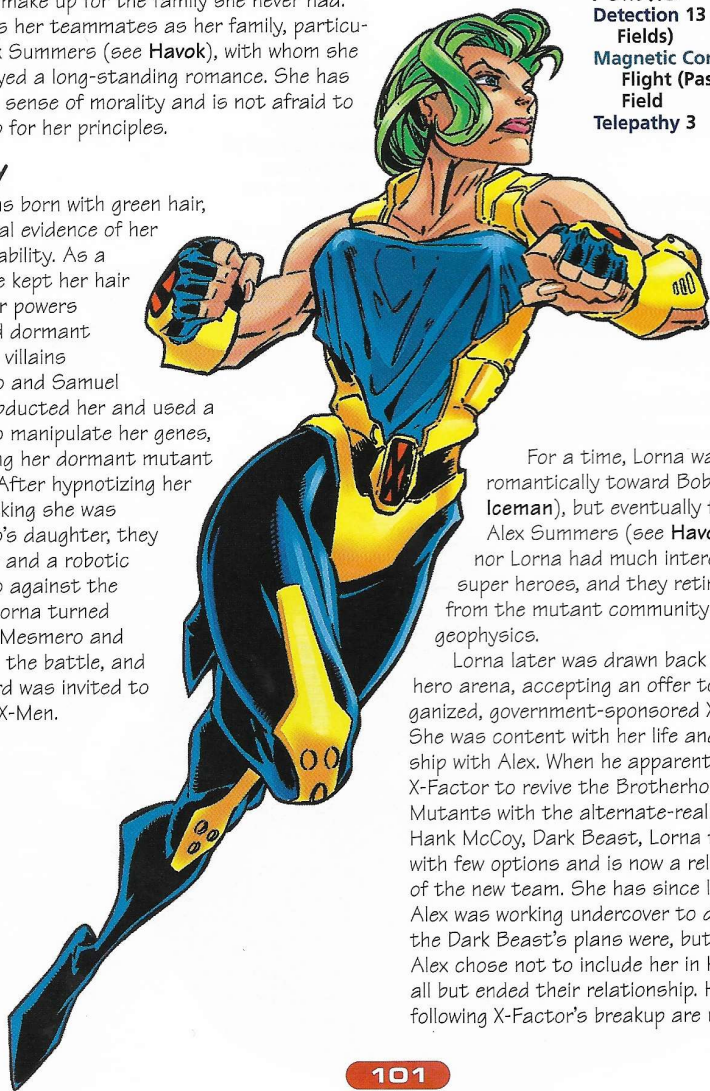
SKILLS

Marksmanship, Martial Arts; Geology

POWERS

Detection 13 (Magnetic Fields)

Magnetic Control 12
Flight (Passengers), Force Field
Telepathy 3



For a time, Lorna was inclined romantically toward Bobby Drake (see **Iceman**), but eventually fell in love with Alex Summers (see **Havok**). Neither he nor Lorna had much interest in life as super heroes, and they retired for a while from the mutant community to study geophysics.

Lorna later was drawn back into the super hero arena, accepting an offer to join the reorganized, government-sponsored X-Factor team. She was content with her life and her relationship with Alex. When he apparently defected from X-Factor to revive the Brotherhood of Evil Mutants with the alternate-reality version of Hank McCoy, Dark Beast, Lorna found herself with few options and is now a reluctant member of the new team. She has since learned that Alex was working undercover to discover what the Dark Beast's plans were, but the fact that Alex chose not to include her in his scheme has all but ended their relationship. Her whereabouts following X-Factor's breakup are unknown.

3X Strength Intellect 10A

3 Edge * Hand Size 5(30)

3X Agility Willpower 12A

PROFESSOR X (CHARLES FRANCIS XAVIER)

CALLING: Idealist

HINDRANCE: Physically Disabled—Wheelchair-bound)

PERSONALITY: Charles Xavier is a stern and reserved man whose force of personality makes him the master of any debate he enters. He is dedicated to the ideal of peaceful coexistence between mutants and humans, and he labors tirelessly to achieve this goal.

HISTORY

Charles Xavier was born with vast mental powers that he learned to control fully only after many years. His interest in his mutant powers led him to study biology and genetics, eventually earning him several degrees in various related fields. He soon became the world's most renowned expert on genetic mutation.

Experience led Charles to two conclusions: that mutants must be trained to control their powers if they are ever to be accepted, and that mutants who use their powers for evil must be stopped. To accomplish both goals, Charles established a school and recruited five young mutants, who became the original X-Men. He has since taken in many other students as well.

Over the years, the cost of holding to his philosophy—both to himself and to his students—began to wear on the Professor. During a violent confrontation

SKILLS

Computers, Electronics, Genetics, Sociology; Leadership, Meditation, Mental Control, Teaching

POWERS

Astral Projection 15

Detection 15 (Mutants; doubled with the Cerebro device)

Hyperlinguistics 15 (speech only)

Illusion 10

Mind Control 15

Mindwipe

Psi-Screen +12

Psi-Field

Psychic Blast 15

Telepathy 15

Mental Probe, Psychic Invisibility, Psychic Surgery, Team Link

EQUIPMENT

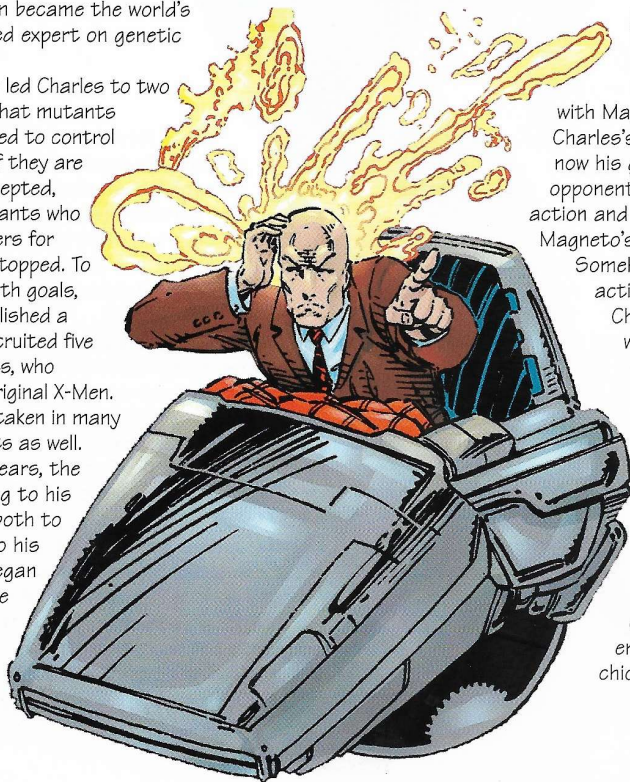
Hoverchair
Flight 1

with Magneto, once Charles's best friend and now his greatest idealistic opponent, Professor X took action and telepathically wiped Magneto's mind clean.

Somehow, guilt over this action caused a part of Charles's psyche to warp into the overwhelmingly powerful psychic entity known as

Onslaught.

Onslaught was defeated, and Charles's original personality was restored, although not without cost: He apparently has lost all psychic ability.



0X* Strength Intellect **5X**

0 Edge * Hand Size **2(10)**

0X* Agility Willpower **7X**

PROTEUS

*Proteus's physical abilities depend on the body he inhabits. His Strength and Agility scores are 2 less than those of his victim, due to his unfamiliarity with the body he is possessing. He also gains access to the victim's powers, but not skills. In combat, he does not gain the victim's Edge or trump bonuses.

CALLING: Demolisher

HINDRANCES: Fatally Vulnerable to the touch of metal, Burnout (his great psychic powers burn out the body he possesses, draining 1 point of Strength permanently each hour until the body dies at 0 Strength)

PERSONALITY: Proteus became self-aware in the womb of his mother, geneticist Moira MacTaggart. Moira hated her child's father, and Proteus's great psychic powers fed off this hatred even as he was developing inside her. This emotion bent his mind and

POWERS

Mind Control 18 (stunts only)

Possession, Transferral

Life Drain 18 (Psychic Vampirism only)

Reality Warping 15

Telekinesis 12

Object Swarm

Telepathy 12

Mind Probe

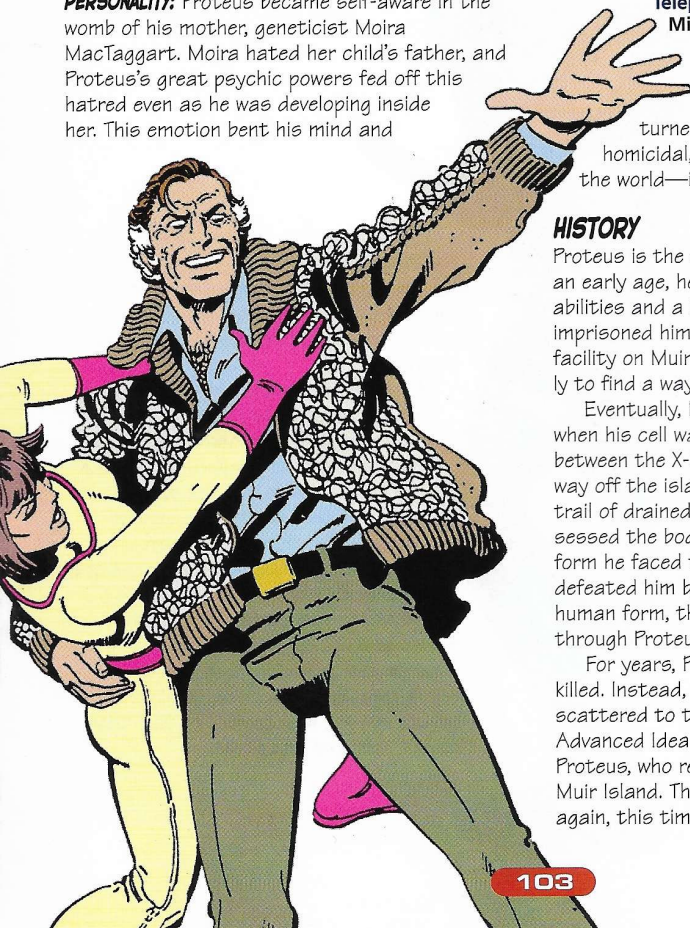
turned him into a psychotic killer. He is homicidal, egomaniacal, and intent on ruling the world—if he doesn't destroy it first.

HISTORY

Proteus is the son of Moira MacTaggart. From an early age, he developed dangerous mutant abilities and a hatred for all life, so his mother imprisoned him in a special cell in her research facility on Muir Island. She worked unsuccessfully to find a way to reverse his mutations.

Eventually, Proteus escaped imprisonment when his cell was damaged during a battle between the X-Men and Magneto. He made his way off the island to Scotland, where he left a trail of drained bodies behind him. He finally possessed the body of his own father, and in this form he faced the X-Men. Colossus finally defeated him by first shattering his decaying human form, then by driving his metal fists through Proteus's energy form.

For years, Proteus was believed to have been killed. Instead, his energy form somehow was scattered to the winds. The scientists of Advanced Idea Mechanics (A.I.M.) revived Proteus, who returned to terrorize Scotland and Muir Island. Then he dispersed himself once again, this time of his own volition.



6C Strength Intellect **5D**

2 Edge * Hand Size **4(25)**

8B Agility Willpower **8D**

PSYLOCKE (ELIZABETH "BETSY" BRADDOCK)

CALLING: Thrill-Seeker

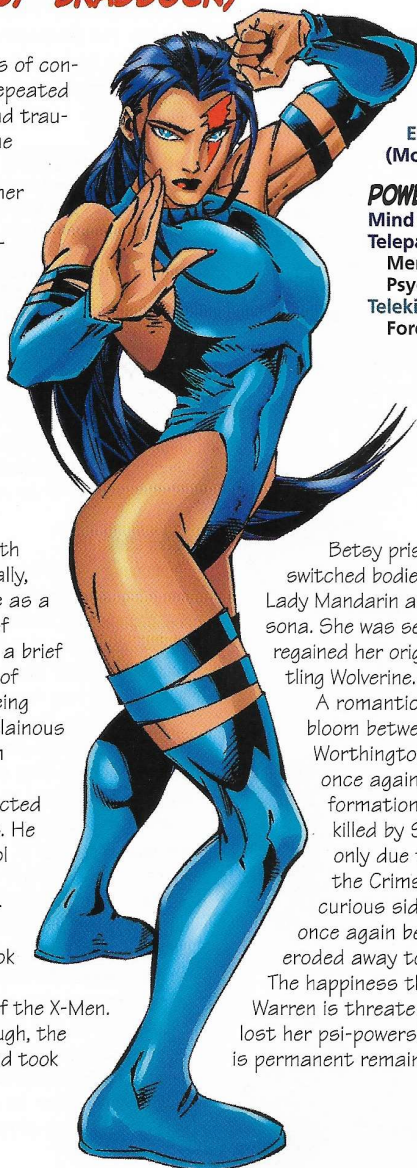
PERSONALITY: Betsy is a mass of contradictions, thanks to the repeated mind-altering experiences and traumas she has suffered. On one hand, she is a gentle, caring woman who is protective of her family and friends. On the other, she is a ruthless combatant who will often instigate a confrontation that might otherwise have been avoided. She also shows an increasing willingness to sacrifice everything, even her life and those of others, in order to bring about a greater good.

HISTORY

Betsy Braddock was born with vast telepathic powers. Initially, she put these powers to use as a member of the British arm of S.H.I.E.L.D.'s Psi Division. For a brief time, she donned the armor of Captain Britain, but after being beaten and blinded by the villainous Slaymaster, she retired from superheroics.

Soon after, she was abducted by Mojo and given bionic eyes. He subjected her to mind control and used her to lure Xavier's students to his home dimension in front of his rolling cameras. She eventually shook off Mojo's domination and thereafter joined the ranks of the X-Men.

If that weren't jarring enough, the ninja group known as the Hand took



SKILLS

Martial Arts Weapons, Swords; Acrobatics, Flinging, Martial Arts; Espionage; Performing (Modeling)

POWERS

Mind Control 6
Telepathy 12
Mental Probe, Psi-Screen, Psychic Weapon, Team Link
Telekinesis 12
Force Bolt

Betsy prisoner. Brainwashed, she switched bodies with an assassin called Lady Mandarin and assumed the latter's persona. She was sent against the X-Men, but regained her original personality while battling Wolverine.

A romantic relationship began to bloom between Betsy and Warren Worthington III (see **Archangel**). But once again, Betsy underwent a transformation. When she was almost killed by Sabretooth, she survived only due to the magical energies of the Crimson Dawn. Now, because of a curious side effect, her personality is once again being altered, or possibly even eroded away to reveal her true persona.

The happiness that she had found with Warren is threatened. Recently, Psylocke has lost her psi-powers; whether or not this change is permanent remains to be seen.

6C Strength **Intellect 6B**

2 Edge * **Hand Size 4(25)**

8A Agility **Willpower 6D**

PUCK (EUGENE MILTON JUDD)

CALLING: Soldier

HINDRANCE: Transformative into the demon Razer (currently inactive)

PERSONALITY: Eugene is a stoic sufferer who rejects his personal misfortunes and concentrates on being an upbeat, cheerful brawler. He possesses great dedication and will accept the burden of long-term commitments, no matter what the personal cost. He secretly carries a torch for Heather Hudson (see *Vindicator*), but has not confessed his feelings. He hates Razer, a demon who haunts his life.

HISTORY

Born in 1914, Eugene Milton Judd spent the first half of this century as a globe-trotting adventurer. He came into possession of the Black Blade of Baghdad and was possessed by the demonic spirit trapped inside it. Under the influence of this spirit (called Razer), Eugene's physical form became that of a dwarf, but he virtually stopped aging. Despite being more than 80 years old, he remains in his physical prime.

From World War II on, Eugene served as an intelligence operative for the Canadian government. With the creation of Department H's super hero teams, Puck joined Beta Flight, and eventually graduated to Alpha Flight. He served with the team in the final months before Department H's funding was cut, then entered into semi-retirement. During his time with Alpha Flight, Puck was freed of Razer's influence, though the demon seemed to have a cruel fondness for Puck.

When funding for Department H once again increased and its government-sponsored super hero teams were reinstated, he was again recruited for Alpha Flight. His fellow team members see him as the team's heart and soul, and he views them in an almost fatherly fashion. He has noticed disturbing inconsistencies

SKILLS

Brawling, Wrestling; Acrobatics, Flinging, Marksmanship, Ricochet; Espionage, Linguistics, Tactics; Tracking

POWERS

Magic 12

Limit: Usable only when the demon Razer possesses Puck's body. This possession also raises his Intellect to 9B and his Willpower to 15D, while changing his calling to Demolisher.

surrounding the reorganized Alpha Flight, however, and has begun to doubt his government's true motives for reviving the group.



4X Strength Intellect **5D**

1 Edge ★ Hand Size **3(17)**

3X Agility Willpower **3X**

PYRO (ST. JOHN ALLERDYCE)

CALLING: Thrill-Seeker

HINDRANCE: Physically Disabled—Legacy Virus (at the start of each day, if a negative card is drawn, Pyro is at half Strength and Agility)

PERSONALITY:

St. John is relatively unambitious. He chose to become a costumed criminal because of the thrills and easy money he thought it could bring.

HISTORY

St. John Allerdycy's powers emerged when he was but a lad in Australia. However, since he could not think of a way to turn a profit with them, they went unused except in emergencies.

Allerdycy became a correspondent for an Australian wire service, and the experiences he had while traveling in Vietnam and Indonesia became the basis for the novels he started writing. His works were despised by serious novelists



SKILLS
Journalism

POWERS

Fire Control 14

Fire Elementals, Fire Missiles, Fire Shields

Limit: Non-Generative

Resistance +20 to Fire

Limit: Resistance applies only to fire under his control

and critics, but they found wide readership throughout the English-speaking world, something which was more important to Allerdycy than artistic recognition.

Eventually, Allerdycy met the mutant known as Mystique. She showed him how to manipulate his mutant abilities, and as a result he joined her new version of the Brotherhood of Evil Mutants.

Pyro remained with Mystique when the Brotherhood of Evil Mutants became the government-sanctioned "Freedom Force," but embarked on a solo career as a costumed criminal once that arrangement ended. When last seen, Pyro had contracted the Legacy Virus (see **Mutant Liberation Front**) and was dying a slow, painful death.

7C Strength **Intellect 4D**

1 Edge ★ **Hand Size 3(17)**

5D Agility **Willpower 6X**

RADIUS (JARED CORBO)

CALLING: Uncontrolled Power

HINDRANCE: Unable to use sense of touch

PERSONALITY: Jared is a tight-lipped young man with a strong tendency toward violence; he would just as soon kill his foes as incapacitate them. Part of his anti-social attitude might stem from the fact that his uncontrolled powers have made him unable to feel anything. Jared's fondest wish is to regain his sense of touch and other physical sensations.

HISTORY

Not much is known about Jared's past. After training for several months with Beta Flight, Jared and his younger brother Adrian (see **Flex**) were named among the first members of Department H's reinstated Alpha Flight team. His first major engagement was an abortive attempt to retrieve Wolverine under the pretense that the mysterious mutant was still considered the property of the Canadian government.

Jared has been growing hostile toward his fellow teammates and the world in general, probably a side-effect of the partial sensory deprivation he is suffering from. However, it might also be part of General Clarke's hidden agenda for the team at large...the exact truth has yet to be revealed.

SKILLS

Boxing, Brawling; **Martial Arts**; Physics

POWERS

Force Field 12

Expanded Field, Force Bubble

Limit: Force Field is always active

Kinetic Control 12

Momentum, Repulse Field



RAVERS

History: The original Reavers were a team of cyborgs led by Bonebreaker, hailing from a base in the Australian Outback. Using an aging mutant named Gateway as their passport to targets around the Pacific Rim, the Reavers looted and pillaged at will until the X-Men discovered and shut down their activities.

Later, Donald Pierce formed a new group of Reavers. Its members included Lady Deathstrike, the three survivors of the original group, and three ex-Hellfire Club mercenaries who had been injured by Wolverine and turned into cyborgs. After retaking their Australian base, the cyborgs terrorized the X-Men and the businesses of the Hellfire Club's Inner Circle. The second Reavers met defeat at the hands of Sentinels under the command of Trevor Fitzroy in his attempt to seize control of the Hellfire Club.

Current Status: Although all the Reavers but Lady Deathstrike were believed killed in battle with Fitzroy's Sentinels, Pierce and the Reaver known as Skullbuster have resurfaced. It is unknown if any other Reavers are functional.

Signature Equipment: All members of the Reavers are cyborgs. The origins of Bonebreaker, Prettyboy, and Skullbuster's cybernetics are unknown, but they are presumed to be the products of Spiral's Body Shoppe, like Lady Deathstrike. Donald Pierce and the three Hellfire Club mercenaries—Cole, Macon, and Reese—have cyborg bodies that originally were constructed using Hellfire Club technology.

Noteworthy Members: The majority of the original

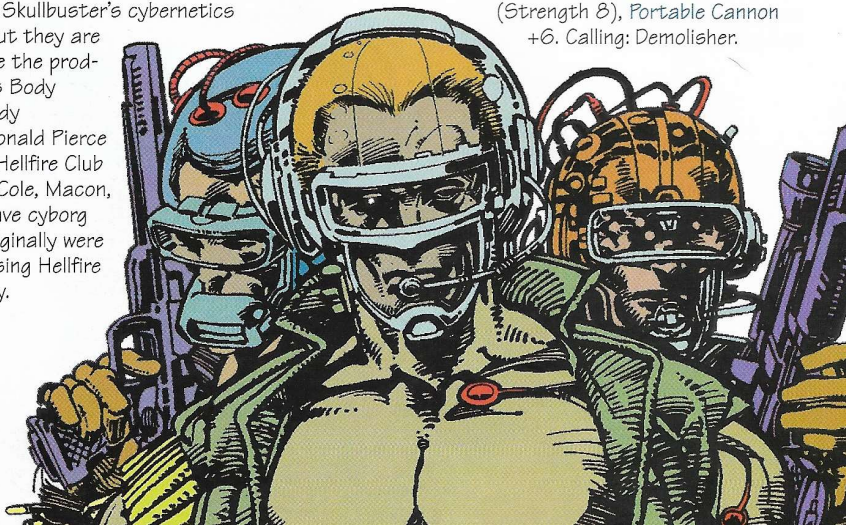
Reavers are dead, but the status of the second group is in doubt. Aside from being cyborgs, they all share the dubious distinction of being vicious criminals who enjoy inflicting pain on those who cannot fight back. For details on Donald Pierce and Lady Deathstrike, see their individual entries elsewhere in this book.

Bonebreaker: Strength 12X, Agility 5C, Intellect 3D, Willpower 5D, Edge 1, Health 17. Marksmanship, Martial Arts, Criminology, Leadership. All-Terrain Treads 9, Body Armor +4, Cyborg Body (Strength 8), two Machine Pistols +4. Calling: Demolisher.

Cole, Macon, and Reese: Strength 7X, Agility 7X, Intellect 3X, Willpower 3X, Edge 1, Health 17. Cyborg Body (Strength 8), Machine Guns +5. Calling: Soldier.

Prettyboy: Strength 11X, Agility 6D, Intellect 3D, Willpower 6X, Edge 1, Health 17. Martial Arts, Criminology. Body Armor +4, Cyborg Body (Strength 8), Claws +4 (retractable), Elongation 7, Mind Control 8 (Limit: Must first run fiber-optic cables into his victim's brain via his claws). Calling: Demolisher.

Skullbuster: Strength 11X, Agility 5X, Intellect 6D, Willpower 6X, Edge 2, Health 25. Criminology. Body Armor +4, Cyborg Body (Strength 8), Portable Cannon +6. Calling: Demolisher.



6D Strength Intellect 4X

1 Edge ★ Hand Size 3(17)

4X Agility Willpower 5D

RICTOR (JULIO ESTABAN "J.E." RICHTER)

CALLING: Adventurer

HINDRANCE: Guilt-Ridden (O in all abilities if he causes a fatal quake)

PERSONALITY: J.E. is hot-headed by nature, but cautious regarding the use of his powers. He is terrified that, either by force or accident, he may once again be the cause of widespread destruction, as he was when his powers first activated.

HISTORY

J.E. was in Mexico City when his mutant powers caused an earthquake that devastated the area and left tens of thousands dead or injured. This brought him to the attention of the Right, a maniacal anti-mutant organization that kidnapped and brainwashed him into attempting to destroy a large portion of San Francisco. He was rescued by members of the original X-Factor in their guise as the mutant-hunting X-Terminators.

The original members of X-Factor tutored J.E. in the use of his powers. When mutant-activities specialist Val Cooper reorganized the team, Rictor joined the New Mutants. But Rictor believed that Cable was responsible for the death of his father, and even after it was revealed that Stryfe was actually the guilty party, Rictor never entirely trusted Cable. Soon after Cable transformed the New Mutants into X-Force, Rictor left the team; he now lives with his family in Mexico.

SKILLS

Brawling: Survival

POWERS

Earthquake 14

Instant Seismology, Tremors

Earth Control 5



THE RIGHT

History: The Right is a militant anti-mutant group founded by Cameron Hodge, a lawyer and PR specialist who kept his abject hatred for mutants a secret. As PR director for the original X-Factor, he twisted public perception of that group to fuel anti-mutant sentiment—the exact opposite of X-Factor's goal.

After convincing Warren Worthington (see **Archangel**) to name him as the main beneficiary and executor of his father's estate, Cameron pushed Warren to the brink of suicide. Much of Worthington Industries was then used to fund the Right, allowing the group to become more powerful than ever before.

At its height, the Right had hidden bases scattered across the U.S. and other nations. The group had at least 1,200 full-time and well-paid employees worldwide, including brilliant scientists who designed the group's ordinance. Although a small organization, it was well-funded from diverse sources.

Cameron's original intent was to discredit mutant heroes. After he was almost killed in a clash with a group of fledgling heroes then known

as the New Mutants, he rededicated the Right to destroying all mutants.

Current Status: The Right has been quiet since it clashed with the combined might of the X-Men, X-Force, and X-Factor in the small island nation of Genosha. Its leader has been apparently absorbed by the alien collective known as the Phalanx. In all likelihood, factions of the group are rebuilding somewhere in the world.

Signature Equipment: The Right manufactured a wide range of high-tech equipment. The most famous ordinance controlled by the group was the "smiley armor," so named for the helmet's resemblance to a smiling face. These heavily armed battlesuits typically sported rocket launchers, shoulder-mounted machine guns, and long-range commlinks, as well as devices and weapons designed to counteract or neutralize the powers of specific heroes.

Noteworthy Members: Cameron Hodge was a clever, patient manipulator who would let his foes slip slowly into his plans until he had them over a barrel. His goals were simple: to keep *Homo superior* from supplanting *Homo sapiens*. After almost dying in clashes with heroes, Cameron was given a scorpion-like cyborg body, presumably by the Right's scientists. Prior to this, he was a normal man.

Cameron Hodge: Strength 12X, Agility 5X, Intellect 7B, Willpower 8C, Edge 1, Health 17. Assessment, Law, Finance, Leadership, Manipulation. Equipment: Additional Limb—Stinger Tail 5 (has Intensity 12 Poison), Cyborg Body (Strength 12). Calling: World Domination.

Right Warrior: Strength 5X, Agility 3D, Intellect 3X, Willpower 4D, Edge 0, Health 10. Marksmanship, Military. Equipment: "Smiley" Armor +7 (Ability Boost 10 (Strength), two Machine Guns +5, two Rocket Launchers +8). Calling: Soldier.



16X Strength **Intellect 4X**

2 Edge ★ **Hand Size 4(25)**

6D Agility **Willpower 5X**

ROGUE

CALLING: Uncontrolled Power

HINDRANCE: Guilt-Ridden about absorbing another's memories (0 in all abilities for the rest of the adventure if she absorbs memories using her Power Theft)

PERSONALITY: Rogue leads a very lonely life, yearning for affection and human contact. Her inability to control her powers means that her skin can never touch that of another person. She hides this loneliness behind a brash and cocky southern manner. Only her teammate Gambit has gotten close enough for Rogue to let her guard down. She and Gambit share a relationship which others could never handle—since they are kept at arm's length by Rogue's uncontrolled powers.

HISTORY

Not much is known about Rogue's early life, save that her powers quickly taught her that she could not touch anyone without absorbing their memories. At some point she was found by Mystique, who took her under her wing and made her a member of the Brotherhood of Evil Mutants.

During a battle with the original Ms. Marvel (Carol Danvers), Rogue permanently absorbed the latter's powers and memories. Still uncontrolled in her powers and unable to tell which were her memories and which belonged to Danvers, Rogue begged Professor X for help. He admitted her to the X-Men and she has been a loyal, brave, and valuable team member ever since. Rogue has received a great deal of emotional support from the X-Men, which helps her to deal with her inability to master her power. The recent departure of Gambit from the team shortly after Rogue absorbed some of his memories has disturbed her, and her control over her powers has regressed a bit.

In a fight, Rogue is cocky and aggressive; the strength, invulnerability, and flight she

SKILLS

Piloting

POWERS

Flight 8

Power Theft 18

Limits: Touch (skin-to-skin) Only, Uncontrolled Resistance +10 to Disease, Mental Control, and Poison

absorbed from Ms. Marvel put her at the forefront of any battle. She usually is reluctant to steal anyone's powers, given the emotional toll it takes on her and the lingering fear that she might absorb someone else's psyche permanently.



14C Strength **Intellect 6A**

2 Edge * **Hand Size 4(25)**

7A Agility **Willpower 6A**

SABRA (RUTH BAT-SERAPH)

CALLING: Idealist

PERSONALITY: Ruth is a staunch defender of Israel, and those who invade or threaten her homeland will suffer her wrath. Sabra is a hero of honor, a stranger to fear, and a lifelong foe of tyranny. She has a dry, analytical sense of humor, but if her back is against the wall, she has a tendency to restate the Zionist party line.

HISTORY

When Ruth's powers appeared in her pre-adolescence, the Israeli government relocated the girl and her parents to a kibbutz. Her powers were studied and nurtured, and she became the first graduate of a government-backed "super-agent" program. She has been appointed to protect the state of Israel, and her work as a police officer serves as a cover for her superheroic activities.

Over the years, Sabra has protected her nation, as well as those who might be threatened on Israeli soil by terrorists, both mundane and superpowered. During Operation: Zero Tolerance, her activities were expanded to an international level, as the Israeli government bade her to oppose

SKILLS

Brawling, Wrestling; Acrobatics, Aerial Combat, Marksmanship, Martial Arts; Assessment, Criminology, Espionage, Linguistics; Intimidation, Leadership, Observation, Taunting

POWERS

Body Armor +8
Lightning Speed 7
Regeneration 2
Resistance +4 to Disease and Poison

EQUIPMENT

Cape (Quills 10)
Flight 14 (Gravity neutralizer and micro-turbines regulated by a micro-computer, which can autopilot if Sabra blacks out)
Two Bracelets (one on each wrist)
Energy Blast
11
Limit: Each bracelet fires 10 shots before needing recharging



Bastion's worldwide assault on mutantkind. Sabra, who turned out to be one of Xavier's underground contacts, played a significant role in ensuring the survival of several of the X-Men, as well as many innocent mutants who want to live their lives in peace. She was also instrumental in facilitating S.H.I.E.L.D.'s apprehension of Bastion.

Although there was initial distrust between Sabra and the other mutant heroes, she formed friendships with several X-Men, including Iceman, during Operation: Zero Tolerance. After that mission, she returned to Israel.

10D Strength Intellect 4X

2 Edge * Hand Size 4(25)

10C Agility Willpower 9D

SABRETOOTH (VICTOR CREED)

CALLING: Demolisher

HINDRANCES: Frenzied, Physically Disabled—Color-Blind (O Intellect in any task involving colors)

PERSONALITY: Sabretooth is a vicious sadist who enjoys causing others pain. When in combat, his savagery and brutality cause even the most hardened warrior to feel the icy grip of fear. He is a feral, crude villain whose natural weaponry and unbridled savagery make him a terrifying foe.

HISTORY

Sabretooth's early history cannot be determined with any certainty, though he and Wolverine may have met as part of a special forces team. It is clear, however, that the two have a long-standing relationship of mutual hatred. Sabretooth has constantly reinforced this animosity with violence, even killing a woman Wolverine loved. Further, since Wolverine seems to be unnaturally long-lived, it is safe to assume that Sabretooth enjoys a similar longevity.

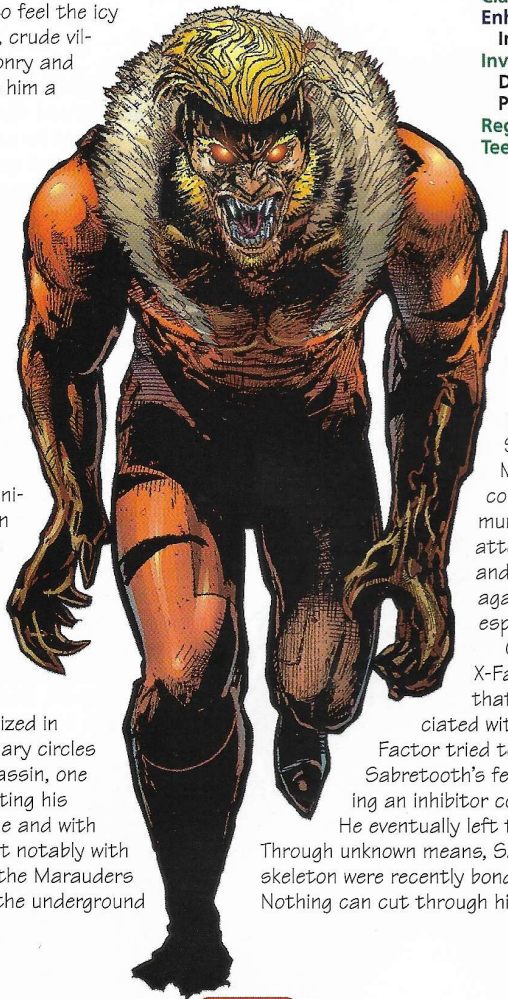
Sabretooth is recognized in underground and mercenary circles as a hired killer and assassin, one known for his love of hunting his prey. He has worked alone and with other super-villains, most notably with Sinister as the head of the Marauders team that slaughtered the underground

SKILLS

Natural Weapons; Fast Exit, Marksmanship; Tracking

POWERS

**Body Armor +2
Claws +5
Enhanced Senses (All) 14
Infravision
Invulnerability to Aging,
Disease, Gases, and
Poison
Regeneration 15
Teeth +2**



mutants called the Morlocks.

Sabretooth took great pleasure in this assignment and enjoys reminding others of his part in the massacre.

At one point Professor Xavier took Sabretooth into the X-Men's home, hoping he could be cured of his murderous impulses. The attempt failed utterly and Sabretooth is once again a foe of the X-Men, especially Wolverine.

Creed also served with X-Factor during the time that Mystique was asso-

ciated with that group. X-

Factor tried to control

Sabretooth's feral instincts by placing an inhibitor collar around his neck. He eventually left that group as well.

Through unknown means, Sabretooth's claws and skeleton were recently bonded with adamantium. Nothing can cut through his bones now.

17C Strength Intellect **1X**

1 Edge * Hand Size **3(17)**

7X Agility Willpower **3D**

SASQUATCH

CALLING: Animal Nature

HINDRANCES: Frenzied, Monstrous

PERSONALITY: Walter Langkowski was a brilliant and sensitive man, regardless of what body his spirit was housed in. The Sasquatch currently serving with Alpha Flight is a savage, mindless beast.

HISTORY

The original Sasquatch was Walter Langkowski, a gamma radiation researcher who accidentally opened a dimensional rift and merged with a mystical being known as Tanaraq. For a time, Walter gained shapeshifting powers, and became a member of Alpha Flight under the codename Sasquatch. Eventually, the evil spirit of Tanaraq took control of Walter's body and mind, and fellow team member Snowbird was forced to kill him in battle.

Walter remained a disembodied spirit, moving from body to body. He soon possessed the very woman who slew him, after Snowbird was killed by Pestilence. For a while, he called himself "Wanda" Langkowski, but eventually Snowbird's kindly spirit turned her former body into one that resembled Walter's original form.

SKILLS

Brawling, Natural Weaponry; Survival

POWERS

Claws +4

Regeneration 4

Teeth +5

When General Clarke forcibly rounded up the surviving members of the original Alpha Flight, Sasquatch seemed to have somehow regressed to a strangely bestial state. He attacked everything and everyone, and appeared to have lost all his former intelligence. Whenever the team would go into the field, Murmur would monitor Sasquatch to keep him calm until such time as his brute strength was needed against a particular target, then she would send him at it.

When Sasquatch escaped from his confinement cell in Department H, Puck was sent to retrieve him. During this mission, Puck learned that this Sasquatch was a *real* Sasquatch, a member of the beastman race also known as "Bigfoot." This knowledge was later erased from Puck's memory by Department H. This Sasquatch was killed in battle soon thereafter.

Walter Langkowski was last seen on the arctic tundra doing scientific research. Whether Department H will attempt to retrieve him now that they know he wasn't serving in their ranks remains to be seen.

Walter Langkowski: Strength 6D, Agility 6X, Intellect 8B, Willpower 3X, Edge 1, Health 17. Natural Weapons, Computers, Medicine, Radiology. Animal Form 14 (Sasquatch form only, Strength 17X, Claws +4). Calling: Adventurer.



12D* Strength Intellect 6D

1 Edge * Hand Size 3(17)

12D* Agility Willpower 4C

SAURON (KARL LYKOS)

*In human form, Karl Lykos has Strength 3X and Agility 3X.

CALLING: World Domination

HINDRANCES: Addicted to Life Energy, Transformative (Sauron must drain life force successfully from at least one mutant per day, or draw a card; if the aura is negative, Sauron returns to his Karl Lykos form)

PERSONALITY: Sauron is a raving megalomaniac who is driven by a strong self-preservation instinct and a desire to conquer the world. Karl Lykos, on the other hand, simply wants to lead a normal life. He sees Sauron and his need for life energy as a curse and has attempted suicide at least once.

SKILLS

Brawling; Aerial Combat; Medicine; Mental Control, Mesmerism

POWERS

Claws +7

Flight 6

Power Dive

Hypnosis 14

Life Drain 14 (Psychic Vampirism only)

life energies of a mutant, he transforms into Sauron, a creature bent on world domination. If denied the opportunity to absorb mutant life energy, Sauron eventually reverts to Karl Lykos.

Sauron first manifested

when Karl drained the life energies of Alex Summers (see **Havok**).

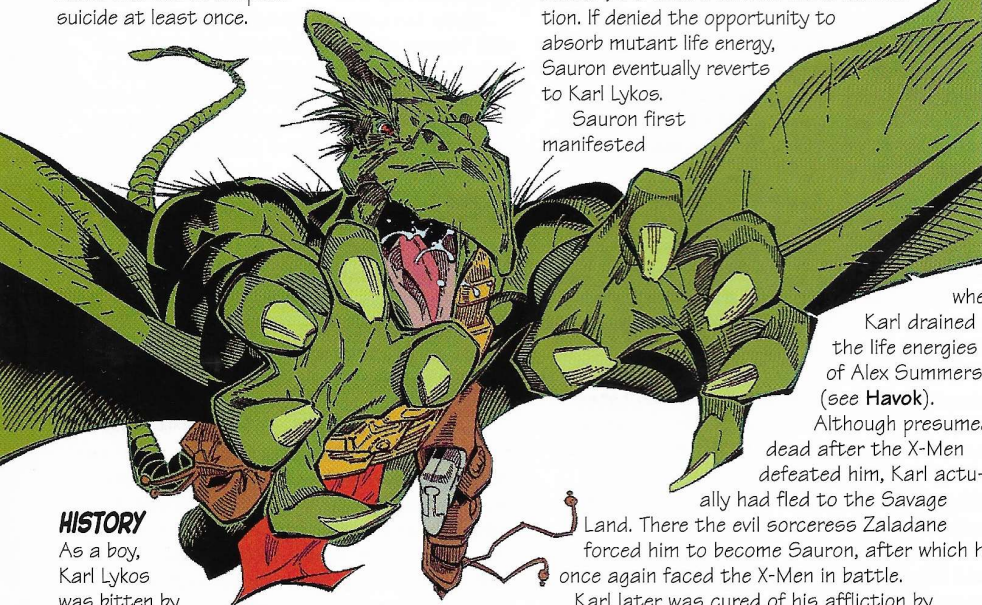
Although presumed dead after the X-Men defeated him, Karl actually had fled to the Savage

Land. There the evil sorceress Zaladane forced him to become Sauron, after which he once again faced the X-Men in battle.

Karl later was cured of his affliction by Professor X. It seemed he would find happiness with his childhood sweetheart Tanya Andersson, but then the villain known as Toad transformed him back into Sauron and forced him to drain Tanya's life force. He continued a horrific spree of violence until he was again stopped by the X-Men and turned over to S.H.I.E.L.D.

HISTORY

As a boy, Karl Lykos was bitten by strangely mutated pterosaurs. This afflicted him with a degenerative disorder that manifested as a need to absorb the life energies of others. When he became an adult, he trained as a hypnotherapist so he could drain minute amounts of life energy from his patients while they were in trances. When Karl absorbs too much, or when he absorbs the



SAVAGE LAND MUTATES

History: The Mutates were swamp people from the Antarctic paradise called the Savage Land, technologically mutated to manifest superpowers. Though at times their mutations have been reversed, the powers of the Mutates always return.

Magneto gave the original Mutates their powers during a period he spent living in the Savage Land. He used the Genetic Transformer, a device—most likely created by the Deviants or the High Evolutionary—which brings out the powers of latent mutants. The Mutates battled the X-Men and Ka-Zar on behalf of the Master of Magnetism.

After Magneto's defeat, the Mutates captured three scientists and tried to force them to turn other Savage Land natives into superhumans. The Avengers rescued the scientists, and the Mutates were delivered into the custody of Chilean law enforcement, the legal authority closest to the Savage Land.

Most of the Mutates escaped captivity and returned to their homeland under the leadership of Brainchild, who created several new Mutates. They later joined forces with the high priestess Zaladane to take control of the Savage Land. The group made multiple bids for power, each thwarted by the X-Men and Ka-Zar.

Current Status: The majority of the Mutates remain in their homeland, continuing to devise schemes of conquest. Few have traveled beyond the Savage Land, at least willingly. Their first leader, Equilibrium, never resurfaced after the clash with the Avengers, while the Piper and Lorelei joined Magneto in America. The Piper tried to get revenge on the Avengers and was imprisoned, while Lorelei left Magneto behind to follow her own path. Later, Vertigo allied with the Marauders, but apparently was killed in battle during an attack on the Morlocks.

Signature Equipment: The Mutates mostly use primitive weapons native to the Savage Land,

such as stone axes and flint-tipped spears. They can, however, wield more advanced weaponry if such is available. Zaladane and a few others often ride pterodactyls.

Since Magneto's departure, the Mutates have controlled the Genetic Transformer. If this is used during an adventure, the Narrator should either decide if the individual placed in it has latent mutant powers, or use a random draw to determine this; if the card drawn has a neutral aura, the character or hero has latent mutant abilities. Exactly how the transformation affects the individual is up to the Narrator and player to determine together.

Using the Genetic Transformer is not without risk. Heroes placed in it must perform a successful *daunting Strength* action or suffer a permanent loss of one card of Hand Size due to the stress of the transformation. For characters, the Narrator turns a card from the Fate Deck. If the card is of the Doom suit, the character loses 7 Health permanently. Those reduced to 0 in this way die.

Noteworthy Members: The Mutates first were led by Equilibrium, a warrior who preferred guile to brawn. The canny young Brainchild took over after Equilibrium vanished. He has used the Genetic Transformer to create new mutants like Worm.

Most of the other Mutates are less ambitious. Amphibius is a mutant frog creature who leaps far above his foes. Barbarus is a brute who enjoys pounding his enemies. Gaza is similarly built, but far less bloodthirsty; he believes the Mutates are the Savage Land's only defense. Lorelei uses her hypnotic voice to enchant men who would threaten her. Lupo and Piper control animals, though neither man cares for the beasts. Vertigo, whose gaze can overwhelm her victims, apparently died while serving with the Marauders. Whiteout is a human flashbulb. The sadistic Worm enjoys making possessed victims dance like his puppets.

Zaladane was not a Mutate. She led the group on occasion, despite being a raving megalomaniac who hated mutants for their powers, which she jealously craved. She apparently was killed by Magneto.

Amphibius: Strength 7X, Agility 5X, Intellect 2X, Willpower 3X, Edge 1, Health 17. Leaping 14 (Ricochet), Waterbreathing 20. Calling: Soldier.

Barbarus: Strength 14B, Agility 4X, Intellect 3X, Willpower 4X, Edge 1, Health 17. Axes, Brawling, Wrestling. Equipment: Two Axes +2. Calling: Demolisher.

Brainchild: Strength 4X, Agility 3D, Intellect 5B, Willpower 4C, Edge 1, Health 17. Repair, Assessment, Genetics, Photographic Memory, Leadership, Military. Ability Boost 10 (Intellect). Hindrance: Kid. Calling: Soldier.

Equilibrius: Strength 6X, Agility 4X, Intellect 2X, Willpower 5X, Edge 1, Health 17. Hypnosis 12 (Vertigo only). Calling: Soldier.

Gaza: Strength 11X, Agility 3X, Intellect 2X, Willpower 3X, Edge 1, Health 17. Invulnerability to Hypnosis, Radar Sense 10. Calling: Guardian.

Lorelei: Strength 5X, Agility 3X, Intellect 2X, Willpower 7D, Edge 0, Health 10. Performing (Singing). Hypnosis 14 (Multiple Targets, Limits: Must be heard to work, only affects mortal

males). Calling: Peace of Mind.

Lupo: Strength 11X, Agility 3X, Intellect 2X, Willpower 3X, Edge 1, Health 17. Animal Control 8 (Carnivores only, +6 intensity for Wolves). Calling: Soldier.

Piper: Strength 5X, Agility 3X, Intellect 3X, Willpower 7D, Edge 1, Health 17. Performing. Animal Control 14 (Limit: Needs a woodwind to work). Calling: Soldier.

Vertigo: Strength 4X, Agility 5X, Intellect 3X, Willpower 7X, Edge 1, Health 17. Hypnosis 14 (Vertigo only). Calling: Demolisher.

Whiteout: Strength 6X, Agility 7X, Intellect 3X, Willpower 8X, Edge 1, Health 17. Blinding 16. Calling: Soldier.

Worm: Strength 2X, Agility 3X, Intellect 4X, Willpower 6X, Edge 1, Health 17. Body Armor +2, Mind Control 16 (Limit: Must first secrete mucus on victims before he can use his Mind Control on them). Calling: Demolisher.

Zaladane: Strength 7B, Agility 8X, Intellect 3C, Willpower 8C, Edge 1, Health 17. Shields, Spears, Swords, Genetics, Occult, Intimidation, Leadership. Magic 8 (Energy Blast, Entangle, Flight, Force Bolts, Force Field, Magnetic Control, Mind Control, Summoning). Equipment: Firebombs +10. Calling: World Domination.



17C* Strength Intellect **3A***

2 Edge * Hand Size **4(25)**

5D* Agility Willpower **0X***

SENTINELS

*The Sentinels use their Agility to hit foes. All ability scores of the Mark III are reduced by 2, and all powers are halved in intensity.

CALLING: Soldier (Mark I), World Domination (Mark II onward)

HINDRANCE: Bruiser

PERSONALITY: The Sentinels Marks I–VII are single-minded in the pursuit of their programmed goals. Later models can modify their own programming, giving them a semblance of rudimentary thought and free will. All Sentinels of the Marks I–VII varieties are 20-foot robots with a sensory package in their head units and a computer brain in their trunks. The Mark VIII Sentinels are human-sized cyborgs, all zealots who believed they were acting in the best interests of humankind.

HISTORY

The first Sentinels were designed by noted anthropologist Bolivar Trask. After learning his son was a mutant, he grew obsessed with the sociobiological conviction that mutants would enslave humanity. He spent a fortune hiring experts to build robots that could protect humanity from mutantkind. This first generation, the Mark I's, were very powerful, but they had faulty logic circuits. These Sentinels concluded they could best protect humanity by taking control of society from the imperfect humans. When the principal Sentinel, Master Mold, tried to force Bolivar Trask to create a Sentinel army to conquer humanity, the scientist realized his error and sacrificed his life to destroy Master Mold. The ensuing destruction wiped out most of the other Mark I Sentinels.

Larry Trask continued his father's work, unaware that he was a mutant. He rebuilt some damaged Mark I's and constructed new ones, incorporating his own improvements in the designs. When the Sentinels' mutant-tracking power revealed Larry to be a mutant, the robots decided they had no human master. The X-Men and Avengers destroyed many Mark II's. Larry was killed in one of the battles.

After Larry Trask's death, ownership of the

SKILLS

Brawling, Sonic Slam; **Marksmanship**; Assessment, Computers, Genetics, Photographic Memory

POWERS

Body Armor +10

Computer Link 13

Detection (Mutants) 20

Disintegration Ray 10 (Mark II onward)

Energy Blast 11

Flight 10

Force Field 5 (Mark IV onward)

Sonic Control 7

Space Flight 10 (Mark II onward)

Stun Blast 14

Water Control 5 (Mark II onward)

Any one extra power 13 (Mark IV onward)

Sentinel blueprints fell to the U.S. government. The head of the project to study the robots, Stephan Lang, secretly hated mutants, so he contacted the Hellfire Club to fund a secret Sentinel construction project. Stephan had his brain engrams imprinted into a new Master Mold's computer brain. From an orbital construction facility, he sent Mark III Sentinels on missions of butchery, hoping to kill all mutants. The X-Men destroyed most of the far less effective Mark III's, though the Master Mold containing Stephan Lang's consciousness has escaped destruction repeatedly.

When the government launched a program called Project Wideawake to curtail subversive activities by mutants, respected contractor Shaw Industries created the Marks IV, V, VI, and VII Sentinels for the Department of Defense. Unbeknownst to the government, Sebastian Shaw (see the **Black King**) and his Hellfire Club repeatedly have commandeered Shaw Industries-constructed Sentinels to augment activities by evil mutants. Unlike previous models, those designed by Shaw Industries are individualized to perform certain tasks and hunt certain mutants. They are not the multi-purpose

Sentinels that previously were the standard. Shaw engineers continue to develop new types of Sentinels.

In the alternate future from which Rachel Summers (see **Phoenix**) hails, ultrapowerful Sentinels similar to the Mark VII's control all of North America, humans and mutants alike suffering under their brutal rulership.

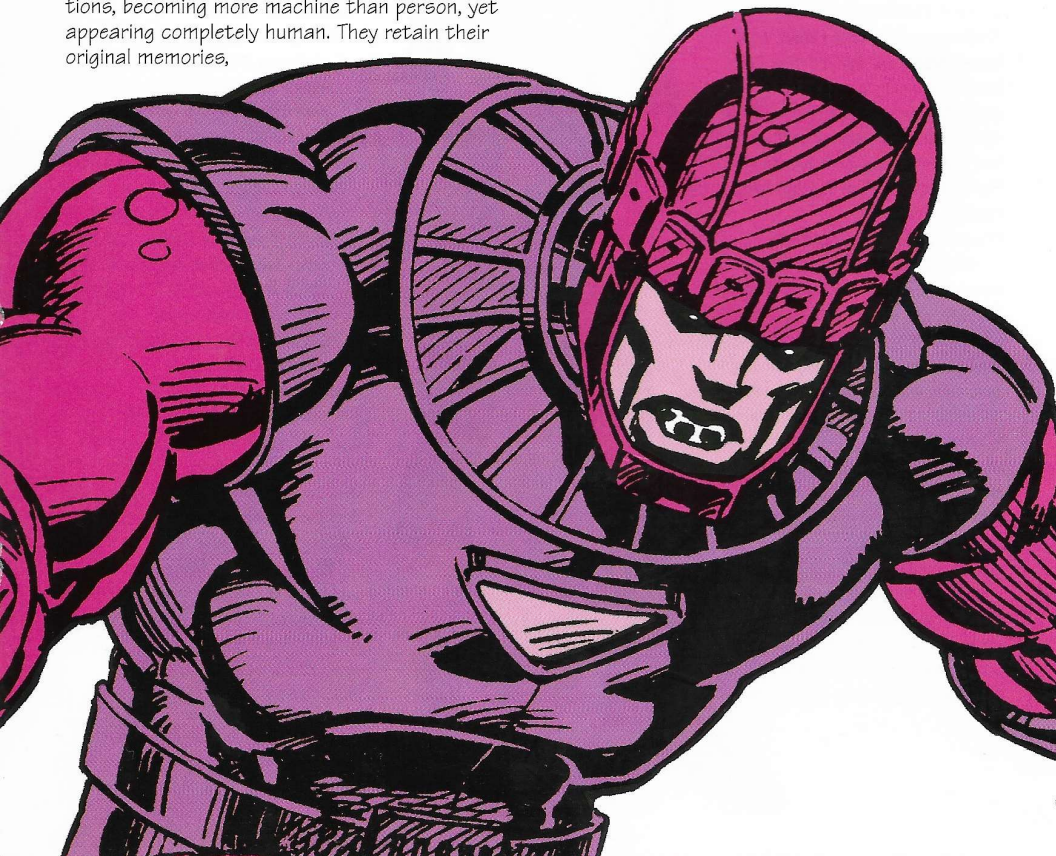
Bastion led a new breed of cyborg Sentinels that for ease of reference is called Mark VIII, although Bastion's organization and the Sentinels used the term "Prime Sentinel." These Sentinels actually are humans who have undergone extensive cybernetic and bionic modifications, becoming more machine than person, yet appearing completely human. They retain their original memories,

attitudes, and personalities until activated; only the bodies are modified. Use these statistics:

Sentinel, Mark VIII ("Prime Sentinel"):

Strength 9X, Agility 7D, Intellect 3X, Willpower 5D, Edge 1, Health 17. Martial Arts, Observation. Body Armor +5 (works against all attacks), plus one power per Mark VIII. Calling: Soldier.

Master Mold: Strength 18D, Agility 7X, Intellect 8B, Willpower 6D, Edge 2, Health 25. Brawling, Computers, Genetics, Robotics, Politics. Body Armor +10, Computer Link 13, Disintegration Ray 10, Energy Blast 11, Flight 10, Stun Blast 14. Hindrance: Bruiser. Calling: Demolisher.



5D Strength Intellect 8C

2 Edge ★ Hand Size 4(25)

7D Agility Willpower 8D

SHADOWCAT

(KATHERINE "KITTY" PRYDE)

CALLING: Protector

PERSONALITY: Kitty Pryde is a caring and enthusiastic young woman. Despite the tragedies she's experienced as one of the X-Men, her spirits remain high. She has a close relationship with her pet and guardian, the alien dragon Lockheed.

HISTORY

At the age of 13, Kitty Pryde exhibited her power to phase through solid objects. Both the White Queen (then representing the evil Hellfire Club) and Professor X became aware of her power, and both tried to convince Kitty's parents to send the young woman to their respective schools. Luckily, her parents chose Xavier's School for Gifted Youngsters rather than the Massachusetts Academy.

Not long after that, Kitty became a member of the X-Men. Though she was the youngest X-Man, her blooming talents in computers and martial arts made her a valuable member of the team. Wolverine especially developed a fatherly demeanor toward her. During her stint as an X-Man, she used many costumes and codenames (the longest-standing one being Ariel) before settling on Shadowcat.

She was recovering from Marauder-inflicted injuries when the X-Men apparently were killed in battle against the Adversary. The guilt she felt for not having been there

SKILLS

Martial Arts Weapons; Martial Arts; Computers, Electronics; Writing

POWERS

Phasing 13

Airwalking, Passengers, Scrambling

for her friends was outweighed by her desire to carry on their legacy of mutants using their powers for the betterment of all of humanity. With Nightcrawler and Captain Britain, she founded the new team of Excalibur.

Kitty has been involved with Colossus and Pete Wisdom.

When she was temporarily recruited as an agent of S.H.I.E.L.D. in response to an elaborate scheme of the demon Ogun, she met a young S.H.I.E.L.D. computer expert named Rigby Fallon, and the two quickly developed a mutual attraction.

With the breakup of

Excalibur, Kitty has recently rejoined the X-Men.

Lockheed: Strength 7X, Agility 17C, Intellect 3X, Willpower 4X, Edge 1, Health 17. **Aerial Combat, Fast Exit, Enhanced Senses 3** (Vision and Smell), **Fire Control 4** (Fire Missiles only), **Flight 4**. **Calling:** Guardian.

Rigby Fallon, Agent of S.H.I.E.L.D.: Strength 6X, Agility 4C, Intellect 7D, Willpower 5X, Edge 0, Health 10. **Marksmanship, Martial Arts, Computers.** **Calling:** Soldier.



6B Strength **Intellect 6C**

1 Edge ★ **Hand Size 3(17)**

8B Agility **Willpower 5B**

SHANNA THE SHE-DEVIL (SHANNA O'HARA)

CALLING: Protector (of animals)

PERSONALITY: Shanna is hot-tempered and high-spirited, always preferring the direct approach when dealing with both friends and enemies. Sometimes she lets her anger get the best of her, as one might expect from one nicknamed the She-Devil. Nevertheless, she is a loyal friend to those she cares for, most notably her family and the animals of the world.

HISTORY

Shanna is the only child of Gerald O'Hara, a wealthy American with farming and diamond operations throughout Africa. She spent her early childhood there, but was sent back to the States following the death of her mother. There she grew up, went to school, and eventually became a veterinarian.

As an adult, she returned to Africa and worked at the Dahomey Reserve, living wild in the jungle and protecting wildlife from poachers and all other exploiters. While

SKILLS

Brawling, Knives, Whips; Acrobatics, Flinging, Martial Arts; Biology, Lore (African Cultures); Animal Handling, Observation, Survival

POWERS

**Animal Control 2
Cosmic Awareness 2**

EQUIPMENT

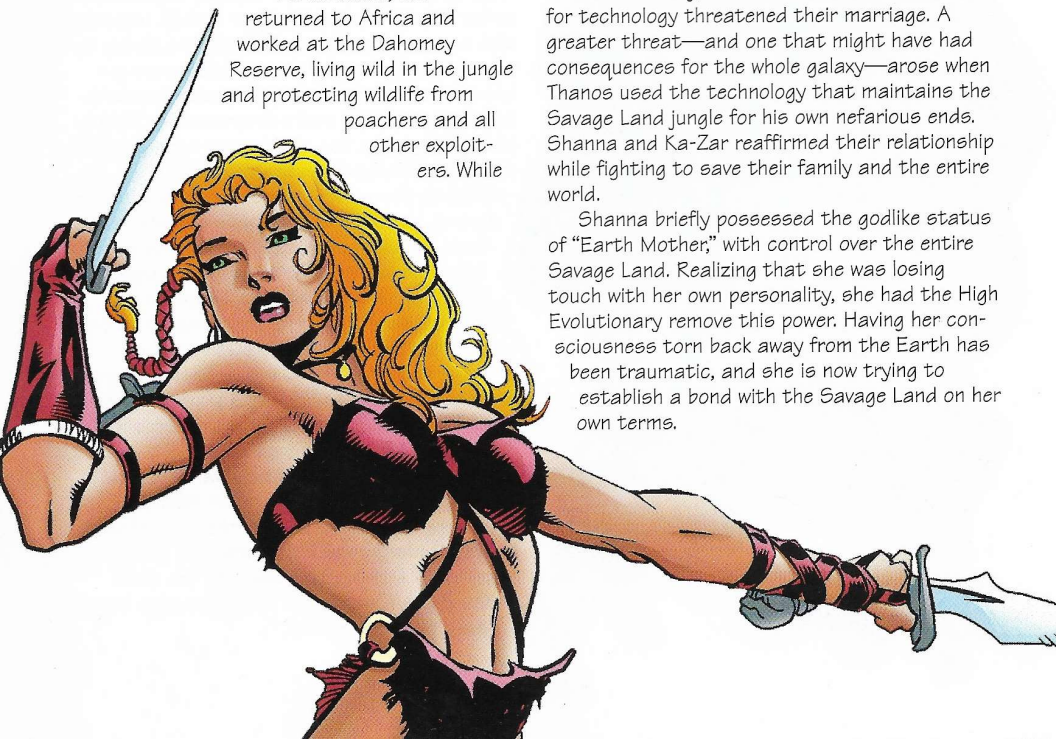
Two Knives +2

there, she formed a special bond with two orphaned leopard cubs.

Eventually, fate brought her to the Savage Land, where she made her permanent home. She met and fell in love with Ka-Zar. They eventually married and had a boy named Matthew.

The couple relocated from the Savage Land to New York City, where Ka-Zar's new-found love for technology threatened their marriage. A greater threat—and one that might have had consequences for the whole galaxy—arose when Thanos used the technology that maintains the Savage Land jungle for his own nefarious ends. Shanna and Ka-Zar reaffirmed their relationship while fighting to save their family and the entire world.

Shanna briefly possessed the godlike status of "Earth Mother," with control over the entire Savage Land. Realizing that she was losing touch with her own personality, she had the High Evolutionary remove this power. Having her consciousness torn back away from the Earth has been traumatic, and she is now trying to establish a bond with the Savage Land on her own terms.



3D Strength **Intellect 4B**

1 Edge ★ **Hand Size 3(17)**

7B Agility **Willpower 6C**

SHARD

CALLING: Soldier

HINDRANCE: Triggered-Powerless by powerful magnetic fields, which may dispel her body for a time

PERSONALITY: Shard is a young woman who knows that the use of force is often the best answer. Nevertheless, she remains kind and caring, still believing in the basic goodness of both mutantkind and humankind. Despite the bleakness of her background, she retains an optimistic outlook.

SKILLS

Brawling; Acrobatics, Marksmanship, Martial Arts; Criminology, Electronics, History (of her timeline); Law Enforcement, Observation

POWERS

Cosmic Energy Control 4

Note: Shard lost this power when she became a photon being

Energy Blast 7

Phasing 11

Partial Phasing, Scrambling

HISTORY

Eighty years in the future, Shard served as an officer in the Xavier's Security Enforcers (XSE), a force of mutants policing mutants. Unbeknownst to her brother and commander Bishop, she allied with a group of renegade XSE officers aiming to use the time-traveling abilities of Shard's ex-lover Trevor Fitzroy to stop their own hopeless future from coming into existence. When Fitzroy betrayed her, she handed him over to the authorities and withdrew from the conspiracy.

Shortly thereafter, Shard was killed in battle against the evil beings known as Emplates. Her brain patterns were stored in an experimental holographic projector. When Bishop traveled to the current timestream, he asked the techno-wizard Forge to fix the damaged projector so that he could see his sister again.

Forge not only fixed it, but he improved upon it. Shard returned to "life" as a photon-based being. She joined X-Factor for a time because the team's mission was similar to the XSE's. However, after she accidentally was absorbed into the body of X-Factor member Polaris, Shard learned her conspirators from the future (see **Xavier's Underground Enforcers**) had used a psychic link with her to travel into the past.

Shard has now taken it upon herself to hunt down her former allies.



11A Strength Intellect 4X

2 Edge * Hand Size 4(25)

8A Agility Willpower 4B

SHATTERSTAR

CALLING: Idealist

HINDRANCE: Hateful of Mojo and the government ruling his home dimension

PERSONALITY: Due to his background, Shatterstar has difficulty relating his emotions to others. He comes off as a ruthless warrior with a strong, somewhat twisted sense of humor, but only those who know him best ever see even a hint of sensitivity or other emotions in him.

HISTORY

Shatterstar hails from the future of the same universe (Mojoworld) that spawned Longshot. His world's overlords bio-engineered him as the ultimate warrior and combat performer. But Shatterstar's love for freedom prompted him to join a rebellion against the leaders of Mojoworld.

Shatterstar's personality was imprinted upon a normal Earth man of the past, creating a version of Shatterstar there, when his faction hoped to recruit the help of the legendary X-Men in their struggle for freedom. When pursuers from Mojoworld caught up with this Shatterstar, the mutants who eventually became X-Force joined him in battle. In return for their promise to help fight the oppressors of his people, this Shatterstar became a founding member of X-Force. Later, they made good on their promise, journeying to Shatterstar's native reality and battling the government there.

SKILLS

Brawling, Clubs, Knives, Swords; Acrobatics, Archery, Contingent Attack, Martial Arts; Intimidation, Military, Performing (Arena Combat)

POWERS

Chi 10

EQUIPMENT

Two Mystic Blades +5 (Double-bladed sword of alien metal)

Shapeshifting into a matched set of batons +3
Interdimensional Teleportation Unit

Teleportation 12 (Gateway only, currently in disrepair)

4X Strength Intellect **6X**

0 Edge ★ Hand Size **2(10)**

5X Agility Willpower **6B**

SHINOBI SHAW

CALLING: Greed

PERSONALITY: Shinobi is a cunning, ruthless young man whose greatest desire is to hold total control of the Hellfire Club. He is willing to go to the most extreme measures to achieve this end, even attempting to assassinate his own father. He was raised in the lap of luxury, gaining an insatiable lust for decadent pursuits. Although he is a good strategist, Shinobi's youthful arrogance, short temper, and tendency toward dramatic gestures often interfere with his own plans.

HISTORY

Shinobi has always been a greedy, self-serving person. He impatiently waited for his father Sebastian (see **Black King**) to die so he could inherit his financial empire. When his own mutant powers manifested at puberty, he noticed they resembled those of Harry Leland, a friend of his father's. Deciding that Harry was his real father, Shinobi started plotting against Sebastian.

SKILLS

Finance, Leadership, Politics

POWERS

Density Control 14

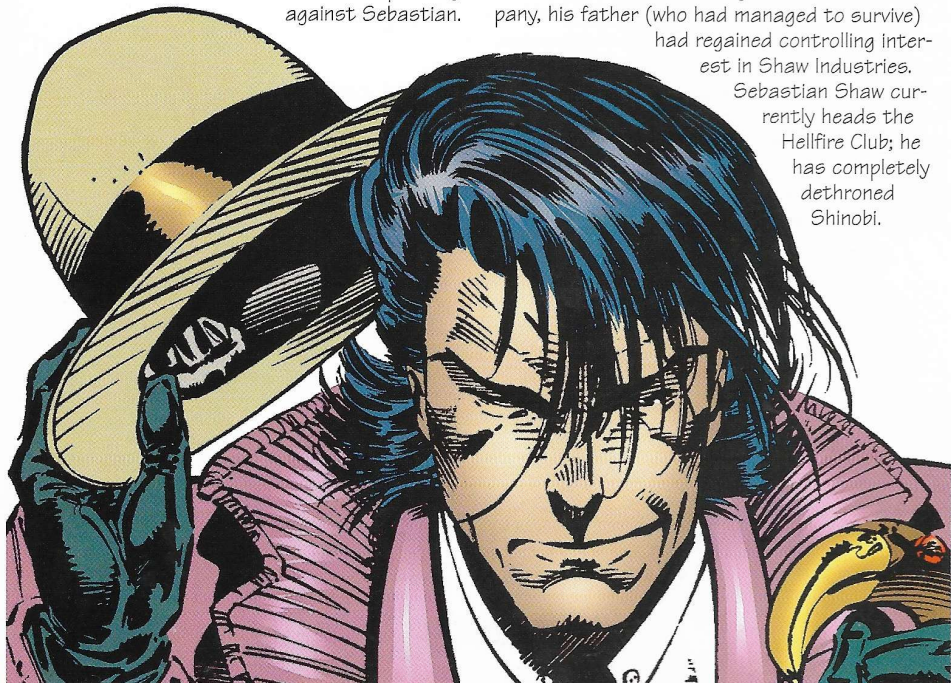
Phasing 7

Scrambling 14

Using his own business acumen, Shinobi amassed a private fortune and bought controlling interest in Shaw Industries. He then confronted his father with this fact and used his powers to kill him, or so it appeared.

Shinobi quickly took control of Shaw Industries, but he was soon swept into a power struggle for control of the Hellfire Club with Trevor Fitzroy, a one-time ally. Although Fitzroy carried the day in their first encounter, Shinobi eventually humiliated the other mutant. However, the power struggles diverted his attention, and before Shinobi could solidify his hold on the company, his father (who had managed to survive) had regained controlling interest in Shaw Industries.

Sebastian Shaw currently heads the Hellfire Club; he has completely dethroned Shinobi.



6B Strength **Intellect 4C**

2 Edge * **Hand Size 4(25)**

5C Agility **Willpower 6C**

CALLING: Soldier

PERSONALITY: Kenuichio lives by the Japanese samurai warrior's code of honor ("bushido"). He believes in duty and personal honor above everything else, and his every action and word reflects this code. He respects bravery and fighting skill. Though he serves crimelords, he does not murder innocents or prey on the weak.

HISTORY

Kenuichio is the illegitimate son of Japanese crimelord Shingen Harada, although he has never been acknowledged as such. He began to study the fighting methods and honor code of the medieval Japanese warrior class called the samurai. During this time, his mutant abilities manifested. Once he'd mastered both his powers and the ancient arts of the samurai, he could be counted among the deadliest swordsmen on the planet Earth.

Kenuichio lives as a modern-day samurai. Although he served other masters early in his career, the international terrorist known as the Viper has commanded the Silver Samurai for the

SILVER SAMURAI (KENUICHIO HARADA)

SKILLS

Brawling, Martial Arts Weapons, Wrestling; Flinging, Martial Arts; History (Japanese), Lore (Samurai Culture); Intimidation, Meditation

POWERS

Chi 9

Energy Sheath 8

Limit: Can be focused only through a sword, giving a damage bonus equal to the intensity

EQUIPMENT

Body Armor +8 (Light steel alloy samurai armor)

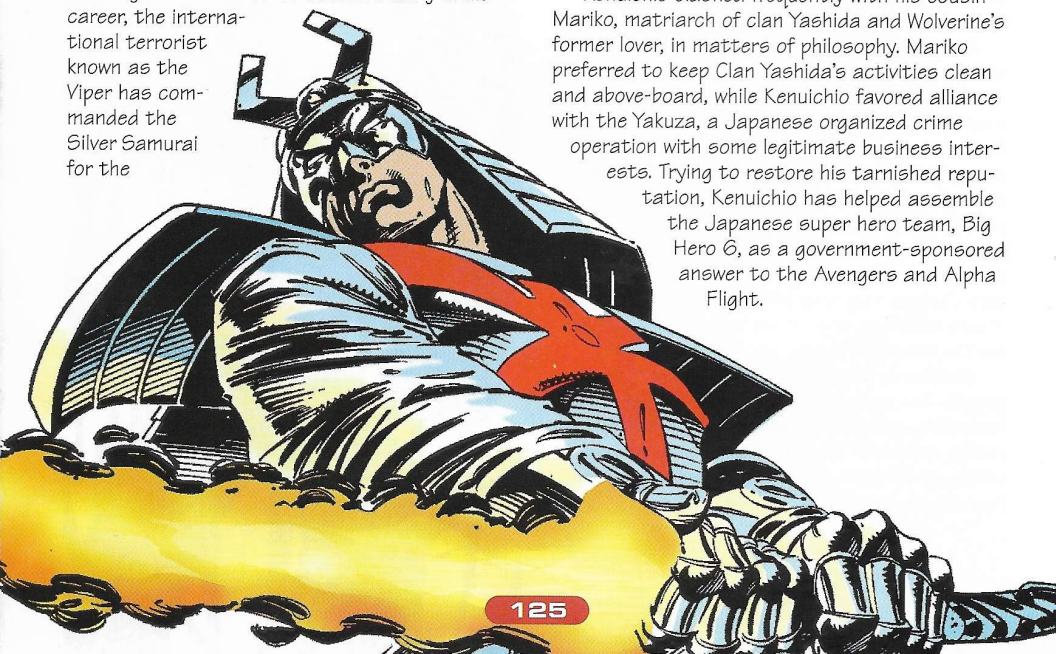
Katana Sword +4

Shurikens +2

Teleportation Ring (Teleportation 8 to up to three miles)

past several years. In this capacity and in others, the Silver Samurai has clashed with Wolverine and other X-Men. There are some indications that Kenuichio and the Viper have parted ways, but this has yet to be confirmed.

Kenuichio clashed frequently with his cousin Mariko, matriarch of clan Yashida and Wolverine's former lover, in matters of philosophy. Mariko preferred to keep Clan Yashida's activities clean and above-board, while Kenuichio favored alliance with the Yakuza, a Japanese organized crime operation with some legitimate business interests. Trying to restore his tarnished reputation, Kenuichio has helped assemble the Japanese super hero team, Big Hero 6, as a government-sponsored answer to the Avengers and Alpha Flight.



11X Strength Intellect **9A**

2 Edge * Hand Size **4(25)**

12X Agility Willpower **9X**

SINISTER (NATHANIEL ESSEX)

CALLING: World Domination

HINDRANCE: Fatally Vulnerable to Cyclops's Optic Blasts

PERSONALITY: Sinister is a ruthless man who has no compunctions about ruining the lives of others to get what he wants. He prefers to operate in the shadows, letting lackeys and unsuspecting dupes do his dirty work. He is arrogant, confident, and expects total obedience from his underlings.

HISTORY

Nathaniel Essex was a 19th-century scientist obsessed with Darwin's theory of evolution. While pursuing his own research, he discovered that humanity was undergoing increasing mutation. He came into contact with Apocalypse, accidentally educating that ancient mutant about the facts surrounding his nature. The two subsequently formed an alliance, during which Apocalypse using his advanced technology to activate dormant mutant traits within Nathaniel, transforming him into Sinister.

For over a century, Sinister and Apocalypse laid the foundation for the final stage of Apocalypse's plan to plunge the entire world into a war of survival of the fittest. For decades, Nathaniel performed experiments in secret, using an orphanage where he secretly observed the development of mutant children as they grew. He cruelly manipulated their childhood developmental processes and even tried to control their adult lives so they might become his minions. The hero Cyclops may have been among his subjects. It was from here that many evils issued, including the Marauders' assault on the Morlocks.

Sinister is obsessed with the Summers genetic line, including Cyclops, Havok, Cable, and Nate Grey, who was created by an alternate reality version of Sinister. At present, Sinister continues to advance his master plan to serve Apocalypse and his own evil ends.

SKILLS

Scientific Genius: Biochemistry, Biology, Chemistry, Computers, Electronics, Genetics, Medicine, Physics

POWERS

Astral Projection 6

Mind Control 18

Mindwipe, Implant False Memories (Can force Mindwiped victims to believe the memories he implants are real)

Resistance +10 to Aging

Telekinesis 3

Force Bolt 18, Force Field 10

Telepathy 18

EQUIPMENT

Body Armor +4

Mutant Detection Device

Mutant Detection 19



4X Strength Intellect 5D

2 Edge * Hand Size 4(25)

5B Agility Willpower 4D

SIRYN (THERESA ROURKE)

CALLING: Thrill-Seeker

PERSONALITY: Siryn is an intelligent, aggressive, and charismatic young woman with natural leadership abilities. She feels awkward and a little out of place no matter where she goes, due in part to a rootless upbringing as the ward of a mercenary super-villain.

HISTORY

Theresa spent her early years as the ward of Black Tom Cassidy, a mutant criminal. She briefly performed criminal acts at the behest of her surrogate father, but she never was motivated by criminal desires.

When Black Tom was apprehended, he cleared Theresa from any involvement in his crimes and informed her true father, his cousin Sean Cassidy (see **Banshee**), of her existence. Theresa reunited with Sean, and the two spent many months catching up and getting to know each other.

The young Siryn studied with her father's friend Moira MacTaggart. She later accompanied Jamie Maddox (see **Multiple Man**) on a mission to the United States to find some students who had

SKILLS

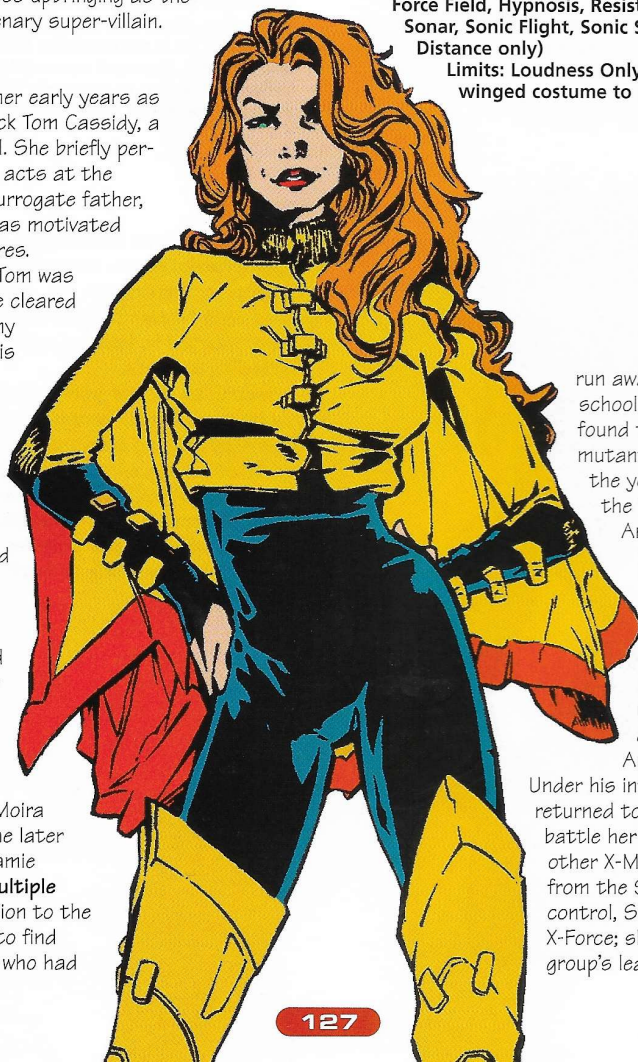
Aerial Combat, Acrobatics, Martial Arts; Criminology; Leadership

POWERS

Sonic Control 14

Force Field, Hypnosis, Resistance to Noise, Sonar, Sonic Flight, Sonic Scream (Striking Distance only)

Limits: Loudness Only, must wear winged costume to use



run away from Xavier's school. After they found the missing mutants, Siryn joined the young thieves in the Vanisher's Fallen Angels team, hoping to steer them away from a life of crime.

During this period, Siryn fell under the mental domination of Amahl Farouk.

Under his influence, Siryn returned to Scotland to battle her father and the other X-Men. Once freed from the Shadow King's control, Siryn joined the X-Force; she is now that group's leader.

4C Strength Intellect **4X**

1 Edge * Hand Size **3(17)**

3X Agility Willpower **5D**

SKIN (ANGELO ESPINOSA)

CALLING: Outcast

HINDRANCE: Monstrous when using his powers

PERSONALITY: Angelo is a happy-go-lucky teenager who always looks for the easy path to achieving something. He happily will cut corners or sweep dirt under the rug when no one is watching. Angelo is also a shameless flirt who isn't afraid to speak up when he finds a woman attractive—and he is anything but subtle in his come-ons.

SKILLS

Brawling, Knives; Taunting

POWERS

Elongation 7

Limits: Skin Only (Can stretch up to an additional 6 feet of skin from his body), Slow Retraction, Uncontrolled (While under stress, and while he is unconscious, his skin loosens and extends. He must succeed in an average Willpower action to maintain his skin's tautness when in danger or otherwise under stress.)

HISTORY

Raised in the harsh environment of the East Los Angeles barrio, Angelo learned at an early age not to expect much from life, or even friends. Things became even tougher when his mutant powers started to become active and his skin started to elongate.

Seeking to escape from a life of crime, he severed his ties with his paramour—a female gang leader—by causing everyone to believe he had died. When he arrived at Xavier's School for Gifted Youngsters, he became part of a closer family relationship than he had ever known, finding friends willing to put themselves on the line for him. He is now willing to return the favor.



8B Strength **Intellect 5A**

2 Edge ★ **Hand Size 4(25)**

9A Agility **Willpower 8B**

SPIRAL

CALLING: Greed

PERSONALITY: Spiral is an infinitely cruel being with a lust for spreading suffering and ruin. Nothing delights her more than twisting people's desires into the tools of their own ruination. While working with Earthlings, she attempts to keep the darkest aspects of her personality in check.

HISTORY

Spiral is an interdimensional mercenary who sells her services to the highest bidder. She is a highly magical creature with six arms, two of which were severed at some point in her past and replaced with bionic ones.

Her first known venture to our dimension was leading a team of hunters that Mojo sent to kill the escaping Longshot. She then spearheaded Mojo's invasion of Earth, but that effort ultimately was thwarted by Longshot.

SKILLS

Brawling, Martial Arts Weapons, Swords; **Acrobatics, Construction, Gadgetry, Martial Arts; Assessment, Bionics, Dimensional Geography, Engineering; Leadership, Performing (Dancing), Tracking**

POWERS

Additional Limbs—Four Extra Arms 9

Body Armor +3

Invulnerability to Mental Control and Possession

Magic 11

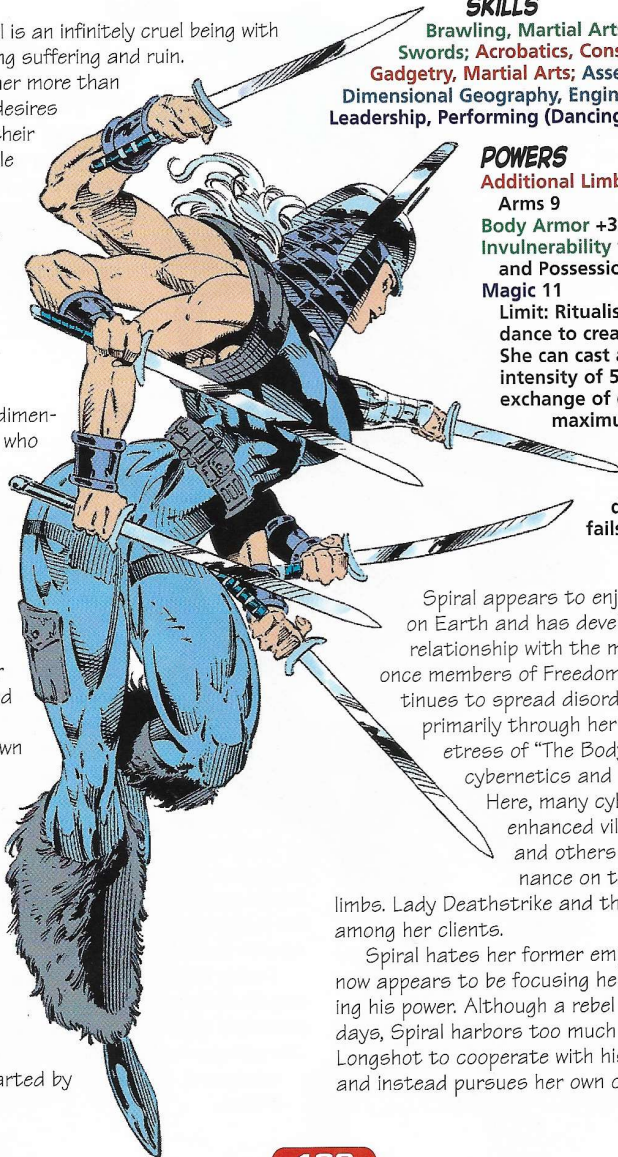
Limit: Ritualistic (Spiral must dance to create magical effects. She can cast a spell with an intensity of 5 points per exchange of dancing, to a maximum of 15 intensity.

If she is wounded before she completes her dance, the spell fails.)

Spiral appears to enjoy spending time on Earth and has developed a working relationship with the mutants that were once members of Freedom Force. She continues to spread disorder and suffering, primarily through her role as proprietress of "The Body Shoppe," a cybernetics and bionics hospital.

Here, many cybernetically enhanced villains are created, and others receive maintenance on their implants and limbs. Lady Deathstrike and the Reavers are among her clients.

Spiral hates her former employer Mojo, and now appears to be focusing her efforts on usurping his power. Although a rebel herself these days, Spiral harbors too much hatred toward Longshot to cooperate with his band of rebels and instead pursues her own course.



5C Strength **Intellect 6D**

2 Edge ★ **Hand Size 4(25)**

7A Agility **Willpower 8C**

STORM

(ORORO MUNROE)

CALLING: Protector

HINDRANCE: Phobic—Claustrophobia (O in all abilities when trapped in small, enclosed spaces)

PERSONALITY: Storm remains calm and serene through the most stressful events. Her royal blood is evident in her majestic demeanor and strong will. Storm never summons her powers casually. Since every use of her Weather Control power affects extant local weather patterns, she pays close attention to the possible consequences of such manipulation. When she summons the full power at her command, it is clear why she was regarded as a goddess in her native land.

HISTORY

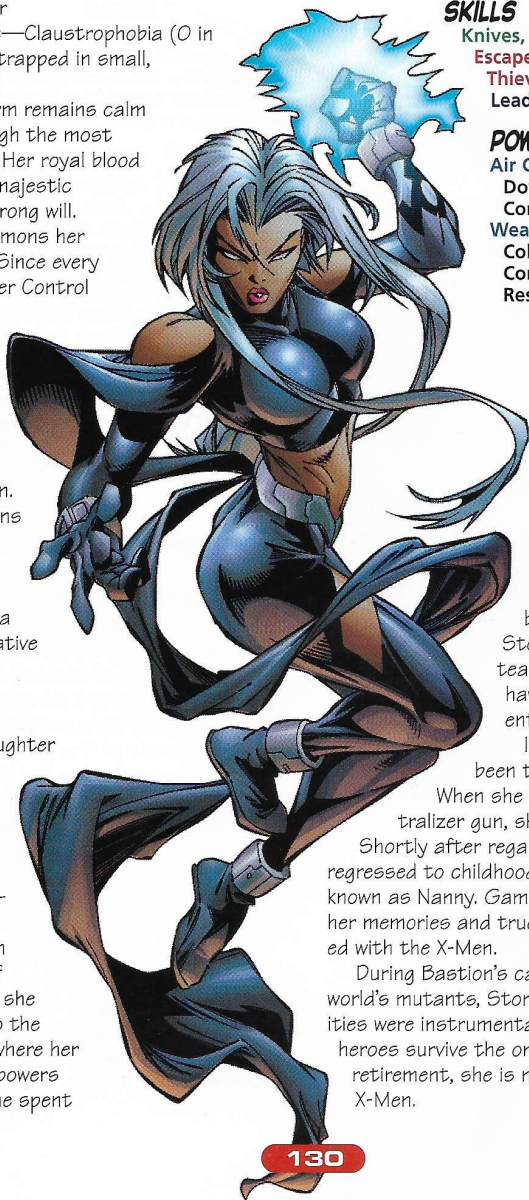
The orphaned daughter of an African princess and an American photo-journalist, Ororo spent much of her childhood as a homeless street urchin on the streets of Cairo. Eventually, she traveled south to the Serengeti Plain, where her weather-control powers first emerged. She spent

SKILLS

Knives, Spears; **Aerial Combat**, **Escape Artistry**, **Martial Arts**, **Thievery**; **Energy Control**; **Leadership**, **Survival**

POWERS

Air Control 13
Downdraft, **Flight**, **Pressure Control**, **Tornado**
Weather Control 13
Cold Control, **Fog Cloud**, **Heat Control**, **Lightning Bolts**, **Resistance to Weather**



several years on the plain, worshipped as a goddess by local tribes. There, Professor X found Ororo and convinced her to become one of the X-Men. Storm soon became the team's co-leader with Cyclops, having demonstrated her talents for tactics.

In recent years, Storm has been through many hardships.

When she was shot by Forge's neutralizer gun, she lost all her powers.

Shortly after regaining them, she was regressed to childhood by the strange being known as Nanny. Gambit helped Storm regain her memories and true age, and she was reunited with the X-Men.

During Bastion's campaign against the world's mutants, Storm's natural leadership abilities were instrumental in helping the mutant heroes survive the onslaught. With Cyclops' retirement, she is now the sole leader of the X-Men.

14C Strength **Intellect 5X**

1 Edge ★ **Hand Size 3(17)**

3X Agility **Willpower 5D**

STRONG GUY (GUIDO CAROSELLA)

CALLING: Gloryhound

PERSONALITY: Other than Dazzler, Guido may be the only mutant with a positive media image. He is gregarious, glib, and a party animal. A lot brighter than he looks, Guido considers himself a nineties guy—sensitive with the ladies, but macho when he has to be. He doesn't take superheroing seriously, but X-Factor pays well and lets him associate with fabulous babes in tight outfits, so hey, why not? He remains the most quotable mutant hero around, once coining the term "Genetically Challenged" as a PC alternative to "mutie."

HISTORY

Guido has lived a life of ups and downs. He was a nerdy-looking kid, bullied by other children—until he reached puberty and started to grow. He was never bullied by anyone again.

Inheritance and an out-of-court settlement relating to his parents' bizarre deaths (they were crushed by a falling satellite) seemed to set Guido up for life. But a string of bad investments wiped him out. He took a job as a doorman for rock star Lila Cheney, who was secretly a mutant star-traveler and thief. When Lila vanished mysteriously, Guido was drawn into Amahl Farouk's plot for world domination, due to Lila's friendship with Professor X's students. Once freed from Farouk's mental domination, Guido received an invitation from Val Cooper to join the new X-Factor as the team's "muscle." He soon became the team's *de facto* spokesman.

SKILLS

Brawling, Wrestling; Finance

POWERS

Absorption (Kinetic Energy) 18

Absorption Boost (Strength)

Limit: Strong Guy must expend absorbed kinetic energy on the following exchange, or he suffers damage equal to the initial attack at the end of that exchange.

Guido later suffered a heart attack and was rendered comatose. When he recovered, Lila had resurfaced, and he joined her on her latest interstellar jaunt. The pair were last seen fleeing from an armada of angry aliens in Lila's spaceship.

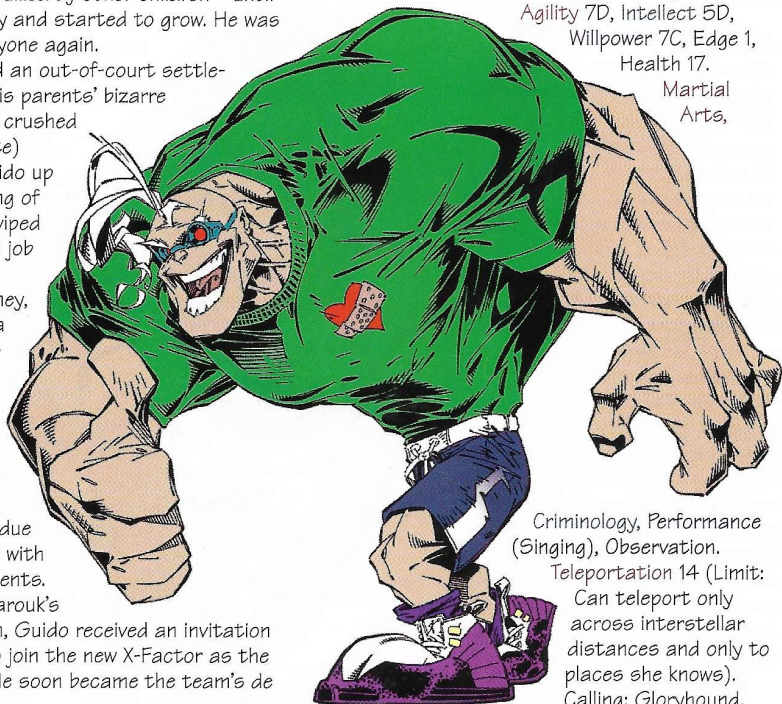
Lila Cheney: Strength 5X,

Agility 7D, Intellect 5D,

Willpower 7C, Edge 1,

Health 17.

Martial
Arts,



Criminology, Performance
(Singing), Observation.

Teleportation 14 (Limit:

Can teleport only across interstellar distances and only to places she knows).
Calling: Gloryhound.

4D Strength Intellect **5B**

2 Edge ★ Hand Size **4(25)**

6C Agility Willpower **5X**

SUNFIRE (SHIRO YASHIDA)

CALLING: Exemplar

HINDRANCE: Overconfident

PERSONALITY: Shiro has a fiery temper. He acts rashly, especially when his honor is involved. He is jingoistic toward Japan, viewing himself as the nation's protector.

Sunfire sees foreign heroes as unwelcome interlopers, though he has developed a healthy respect for a few X-Men, Wolverine in particular.

HISTORY

After Shiro's mother died, his father left him in the care of his brother Tomo. While Shiro's father labored as an ambassador to maintain good relations between the U.S. and Japan, Tomo taught his young nephew to share his hatred of Americans.

Because Shiro's mother had been exposed to radiation, Tomo came to suspect that the young man could be a superhumanly powerful mutant. So he brought his nephew into contact with irradiated materials to test his theory. Somehow, this triggered the first major release of Shiro's power. With his uncle's encouragement, the young man assumed the name of Sunfire and vowed to use his powers to defend the honor of Japan.

As his first act, Shiro attacked Washington,

SKILLS

Martial Arts Weapons; Aerial Combat, Martial Arts; History (Japanese), Lore (Japanese), Mythology (Japanese)

POWERS

Cosmic Energy Control 18

Starburst

Limit: Plasma Only

Energy Sheath 8

Resistance to Energy Attacks

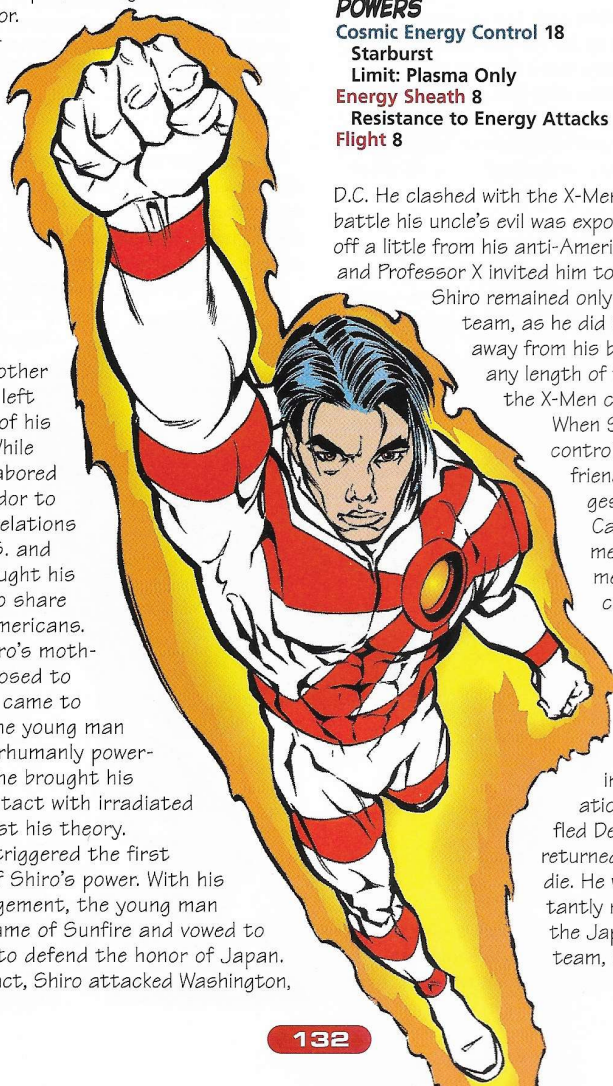
Flight 8

D.C. He clashed with the X-Men, but during the battle his uncle's evil was exposed. Shiro backed off a little from his anti-American sentiments, and Professor X invited him to join the X-Men.

Shiro remained only briefly with the team, as he did not want to be away from his beloved Japan for any length of time. Still, when the X-Men call, he responds.

When Shiro began losing control of his powers, his friend Wolverine suggested he seek out Canada's Department H, a governmental branch dedicated to high-tech research into superbeings.

They discovered that Shiro's own powers were giving him severe radiation poisoning. He fled Department H and returned to his home to die. He was then reluctantly recruited to lead the Japanese super hero team, Big Hero 6.

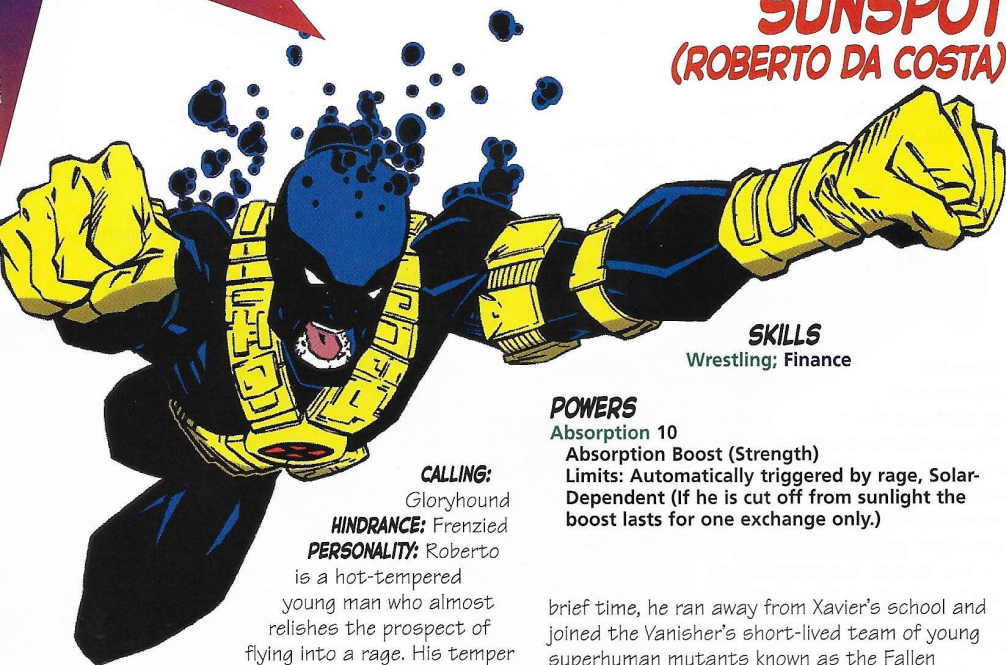


5D Strength Intellect 4X

1 Edge * Hand Size 3(17)

5X Agility Willpower 3D

SUNSPOT (ROBERTO DA COSTA)



CALLING:

Gloryhound

HINDRANCE: Frenzied

PERSONALITY: Roberto

is a hot-tempered

young man who almost

relishes the prospect of

flying into a rage. His temper

automatically triggers his power;

in turn, his temper increases with his

Strength. This sends him into a berserker rage

that ends only with the defeat of his foe or the

depletion of his stored energy. The arrogant

young man is prone to act in self-aggrandizing

ways, but he is always willing to sacrifice even his

life when it comes to those he cares about.

HISTORY

Roberto Da Costa is the son of Brazilian millionaire Emmanuel Da Costa and his American wife

Nina. When his mutant abilities appeared, he

came to the attention of Donald Pierce, the

renegade White Bishop of the Hellfire Club. Pierce

sent mercenaries to kidnap Roberto, but instead

they killed Roberto's girlfriend, Juliana Sandoval.

Roberto vowed revenge, and he, Karma, Professor

X, and Wolfsbane tracked down Pierce and

defeated him.

Roberto decided to stay with Xavier and

receive training in the use of his powers. For a

SKILLS

Wrestling; Finance

POWERS

Absorption 10

Absorption Boost (Strength)

Limits: Automatically triggered by rage, Solar-Dependent (If he is cut off from sunlight the boost lasts for one exchange only.)

brief time, he ran away from Xavier's school and joined the Vanisher's short-lived team of young superhuman mutants known as the Fallen Angels, but he eventually returned to the school. When Cable founded X-Force, Roberto became a cornerstone in his more militant efforts to fight against evil mutants.

Roberto briefly became a pawn of the evil mutant business tycoon known as Gideon. This villain murdered Roberto's father, then stepped forward to pose as a kindly guardian with the boy's best interests at heart. Roberto soon discovered Gideon cared only about seizing the company his father had built, and he also learned the role Gideon had played in his father's death.

For a time, Roberto thought himself to be a super-villain known as Reignfire and believed he had opposed his old X-Force teammates in this guise. Cable helped him recover, and Roberto now knows that he was not Reignfire, though his genetic structure had been applied to Reignfire in experiments supervised by Gideon. He is once again serving as a member of the X-Force team.

5D Strength **Intellect 5X**

2 Edge ★ **Hand Size 3(17)**

5X Agility **Willpower 5D**

SYNCH (EVERETT THOMAS)

CALLING: Responsibility of Power

PERSONALITY: Everett is a well-adjusted young man who has come to Xavier's School for Gifted Youngsters to learn to gain control over his powers. He can attune himself to the powers of other mutants and boost

them for his own use, or even use them in ways the true wielder of the power hasn't ever considered. This may someday make him one of the most powerful mutants on the planet. Everett isn't as much concerned about gaining powers as he is about not hurting anyone with them—that's why he wants to master them.

HISTORY

Everett's powers were subtle enough that his mutant nature went undetected until he was abducted by the alien invaders known as the Phalanx. Along with a group of young mutant heroes and the White Queen, he proved key in repelling the invasion. In its wake he joined those he'd met during the crisis as a student at Xavier's School for Gifted Youngsters.

In the time since the Phalanx invasion, Everett has faced many dangers with his fellow students, including helping to res-

SKILLS

Brawling: Taunting

POWERS

Power Duplication 12

Create Stunts (Unique Stunt: Everett's creativity allows him access to any one power stunt that the target of the duplication does not have)

Limit: Powers Only

cue both Leech and the White Queen from an alternate-reality version of the Morlock known as Marrow. He has also developed a close friendship with teammate Jubilee, although like all the other students, he grows weary of her "war stories" about her time with the X-Men.

During Operation: Zero Tolerance, Everett developed romantic feelings for his teammate Monet (see **M**). When she was split into the twins that formed her physical and mental being, he was left wondering if his powers accidentally caused the split. However, he discovered the truth about M recently (see **M** and **Penance**).



3X Strength Intellect 4X

1 Edge ★ Hand Size 3(17)

4D Agility Willpower 6C

THRENODY

CALLING: Peace of Mind

HINDRANCE: Addicted to Life Energy, Physically Disabled—Legacy Virus (at the start of each day, if a negative card is drawn, she is at half Strength and Agility)

PERSONALITY: Threnody is a lost soul. She is frightened of her own powers, hating the fact that she must absorb life energy to use them. She would prefer a normal life, though her partnership with Nate Grey seems unlikely to yield that. Threnody constantly hears the voices of the dead souls she has absorbed. This threatens to topple her tenuous hold on reality.

HISTORY

Threnody was living on the streets until her powers drew the attention of the authorities and the X-Men. Suffering

from the Legacy Virus, she was turned over to the care of Sinister when the Beast was forced to admit that Sinister could care for her better than the X-Men could. She was apparently cured, though whether through Sinister's means or through her own powers is unknown.

Sinister sent her to find Nate Grey. When she found Nate, he took her under his wing. Sinister followed her to Grey, with the mighty Nemesis not far behind. In the ensuing battle, Threnody evinced her power to absorb

SKILLS

Fast Exit: Survival, Tracking

POWERS

Energy Conversion 10

Threnody converts the energy of dying breaths into destructive energy. On the exchange when someone dies, Threnody can absorb his or her Strength. On the next exchange, she must expel the dying breath as a blast of energy at an intensity equal to the person's Strength, or to the total Strength of all whose dying breaths she absorbed.

EQUIPMENT

Psi-Bafflers (Psi-Screen +10)

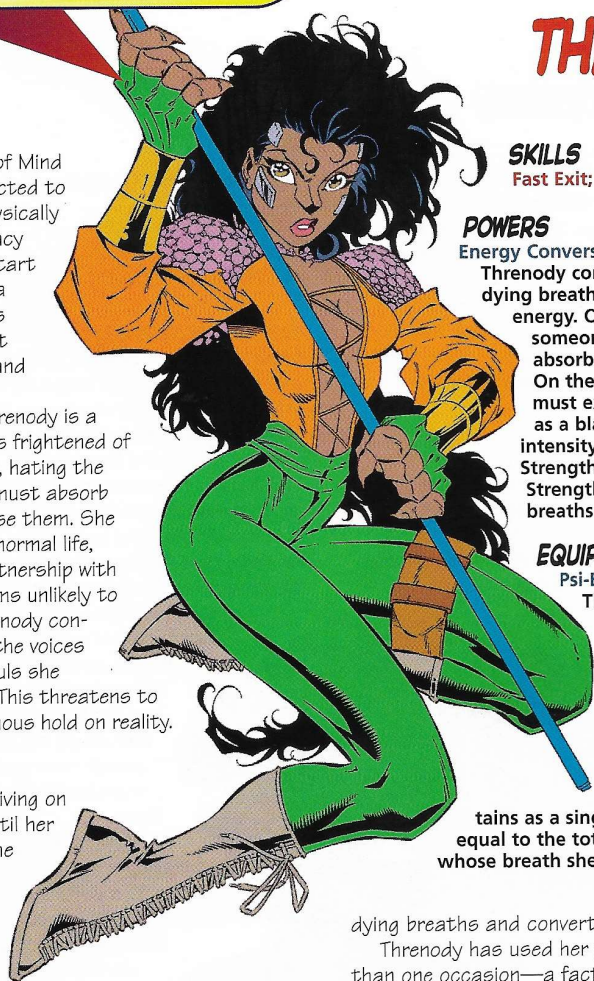
These cranial implants negate the requirement that she expel the energy, allowing Threnody to store dying breaths for as long as she likes. If they are removed, she expels all dying breaths she re-

tains as a single blast of an intensity equal to the total Strength of those whose breath she took.

dying breaths and convert them to energy.

Threnody has used her powers to kill on more than one occasion—a fact that troubles her greatly. She has shown incomplete control over these powers, once accidentally incinerating an elderly couple who cared for her. Nate Grey once removed her psi-bafflers; the ensuing blast destroyed a hotel. Thus, she has not removed them since.

She was attacked by Madelyne Pryor who wanted her out of Nate Grey's life, and Nate has not been able to find her since. She lives somewhere in Manhattan, homeless, her powers raging out of control.



5D Strength Intellect **5D**

1 Edge * Hand Size **3(17)**

9B Agility Willpower **3X**

TOAD (MORTIMER TOYNBEE)

CALLING: World Domination

HINDRANCE: Panicky

PERSONALITY: Mortimer suffers from deep-seated insecurities and feelings of persecution. Early in his criminal career, he was a sniveling lackey to any powerful figure who showed concern for his well-being, such as Magneto and Arcade. Eventually, he became more assertive, and he has now started to take a stand for his belief that mutants should rule normal humans.

HISTORY

Mortimer grew up in an orphanage, where his bizarre appearance brought him constant ridicule and abuse. As he grew, he became a cringing, sniveling shadow of man who used his mutant powers in the service of whichever criminal figure happened to show even the slightest bit of concern for him.

Mortimer was recruited by Magneto for the original Brotherhood of Evil

SKILLS

Natural Weapons; Acrobatics, Fast Exit, Ricochet; Electronics

POWERS

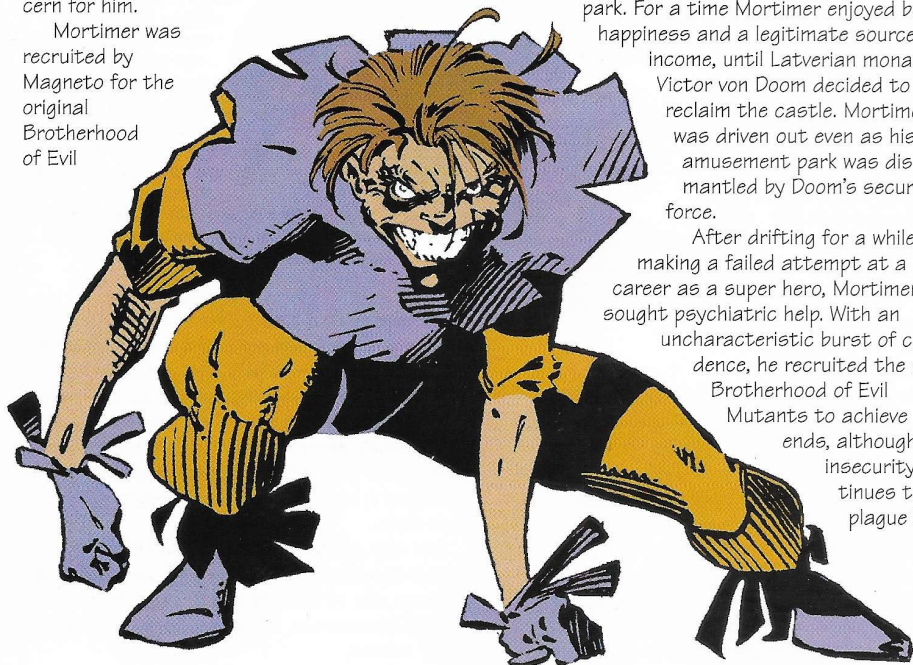
Leaping 8

Mutants. During this time, he fell in love with the mutant sorceress Scarlet Witch. Although he never made his feelings known to Wanda, he now suffers from intense, murderous jealousy of whomever she is involved with at any time.

After leaving the Brotherhood, Mortimer hired Arcade to construct a maze of deathtraps in a seemingly abandoned castle so that he could entrap everyone he felt had abused him. The Angel (see **Archangel**) instead convinced him to convert his deathtrap into an amusement park. For a time Mortimer enjoyed both happiness and a legitimate source of income, until Latverian monarch Victor von Doom decided to reclaim the castle. Mortimer was driven out even as his amusement park was dismantled by Doom's security force.

After drifting for a while and making a failed attempt at a career as a super hero, Mortimer sought psychiatric help. With an uncharacteristic burst of confidence, he recruited the new Brotherhood of Evil

Mutants to achieve his ends, although his insecurity continues to plague him.



3X Strength **Intellect 7A**

0 Edge * **Hand Size 2(10)**

4C Agility **Willpower 7B**

VALERIE COOPER

CALLING: Protector

PERSONALITY: Valerie is a kindhearted, idealistic woman working to achieve peaceful coexistence among the people of Earth, but she is also a politician who often must bow to higher authorities. She respects mutants who use their power for good, but is very hard on those who don't. Many who deal with her on a personal level discover that her good intentions are difficult to refuse, and that her enthusiasm for her agenda is contagious.

HISTORY

Val Cooper is a mutant-affairs advisor to the President and the National Security Advisor. She has managed the government-sanctioned mutant groups of Freedom Force and X-Factor. Well-respected by mutant heroes—and even a few mutant villains—Valerie is a high-roller in political arenas around the globe. One of her major agendas is to end tensions between mutants and normal humans worldwide by using government-sanctioned mutant groups as a means of countering subversive organizations like the Mutant Liberation Front and the Brotherhood of Evil Mutants. Although she typically is found behind a desk or podium, she has been known to join her teams in the field.

SKILLS

Marksmanship, Martial Arts; Assessment, Espionage, Genetics, Law; Intimidation, Leadership, Politics

EQUIPMENT

Pistol +4

Val was recently reunited with her ex-husband Edmond Atkinson, at least in her professional life.

During Operation: Zero Tolerance, he joined her on the front lines in the battle against Bastion and the Prime Sentinels. What she is doing in the wake of X-Factor's disbanding is unknown at this time.

Major Edmond

Atkinson: Strength 6X, Agility 5D, Intellect 6X, Willpower 5C, Edge 0, Health 10. **Marksmanship, Leadership, Military.** Calling: Soldier.



3X Strength **Intellect 3B**

1 Edge ★ **Hand Size 3(17)**

3X Agility **Willpower 4D**

VANISHER (TELFORD PORTER)

CALLING: Greed

HINDRANCE: Panicky

PERSONALITY: Telford generally conducts himself with almost plastic friendliness, smiling broadly and doing everything he can to ingratiate himself with those around him. If challenged by someone he perceives as weaker than himself, he takes on an icy, threatening demeanor, which evaporates as soon as he is confronted with a potential threat. He then either grovels or flees.

HISTORY

Telford originally was a spy who used his teleportation abilities to sneak into government facilities. He eventually applied his talents to starting a sideline in baser criminal activities. This brought him into conflict with the original X-Men, who soundly defeated him.

By the time Vanisher was released from prison, his criminal organization had collapsed. His value as a spy had become non-existent since he was now well-known, so he had to start from scratch. He worked with several different supervillains, but eventually developed a reputation as someone who ran away from trouble. Potential criminal partners shied away from him.

Telford's response was to create the Fallen Angels, a team of young superhuman thieves. Its

SKILLS

Computers, Electronics, Espionage; Leadership

POWERS

Teleportation 18

Limit: Only himself and his clothing and items

very eclectic members included Siryn, Sunspot, Multiple Man, Warlock (see **Douglock**), the extradimensional party girl Ariel, mutant street punkette Chance, young Gomi with his twin lobster-eyes, and—if that weren't outré enough—Devil Dinosaur and Moon Boy. But most of these Fallen Angels weren't really thieves at heart, and the group's pursuits became



some-
what more
selfless than
Telford would
have liked. As he
is never one to
argue, he simply went
with the flow. Through a
series of mishaps involving
the Shadow King and a being
from the Darkness Dimension,
the Fallen Angels broke up. Telford
now operates alone.

4X Strength Intellect 5X

2 Edge * Hand Size 4(25)

6B Agility Willpower 6C

VINDICATOR (HEATHER MCNEIL HUDSON)

CALLING: Guardian

PERSONALITY: Heather is a strong-willed woman who prefers to stand on her own. She occasionally comes across as domineering, but she always has the best interests of her teammates at heart.

HISTORY

Heather was working as the private secretary to Jerome Jackson of the Am-Can Petroleum Company when she discovered that her boss intended to sell an invention of employee James MacDonald Hudson (see **Guardian**) to the U.S. government. She resigned in protest. After James stole the prototype of the invention—a suit designed for geological exploration, but with excellent weapon potential—Heather helped him gain assistance from Canada's government.

The couple soon married. While honeymooning, they found a feral Wolverine and nursed him back to health. When the Canadian government gave James the go-ahead to form Alpha Flight, Wolverine became one of its first members.

After James apparently died during a revenge attempt by Jerome Jackson, Heather adopted the mantle of leader of Alpha Flight, wearing a recreated version of her husband's battlesuit. She kept the team together, even after the Canadian government cut its funding.

SKILLS

Acrobatics, Aerial Combat, Fast Exit, Leadership, Observation

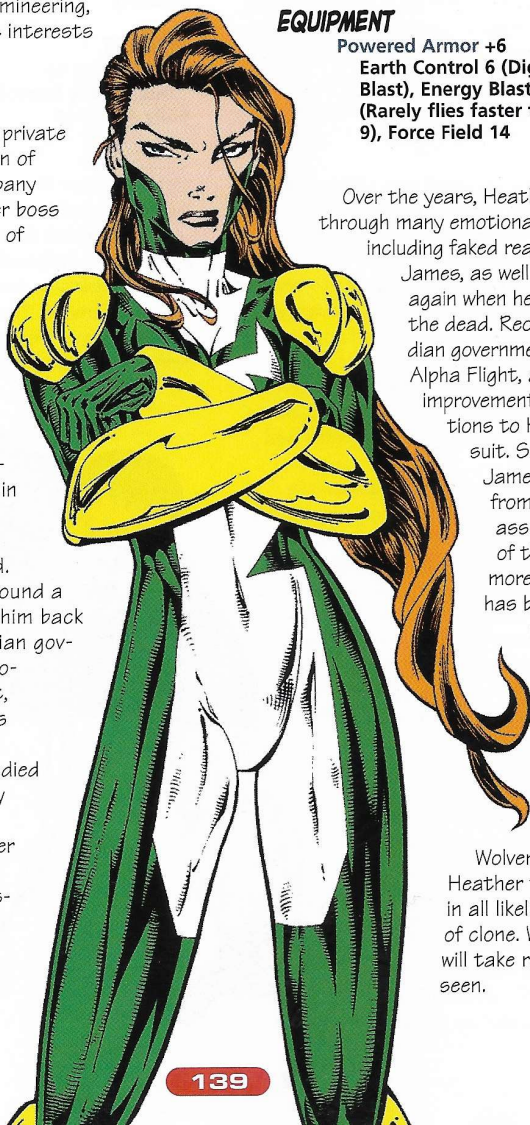
EQUIPMENT

Powered Armor +6

Earth Control 6 (Digging, Lava Blast), Energy Blast 12, Flight 13 (Rarely flies faster than intensity 9), Force Field 14

Over the years, Heather suffered through many emotional traumas, including faked reappearances of James, as well as losing him again when he *did* return from the dead. Recently, the Canadian government reinstated Alpha Flight, adding various improvements and modifications to Heather's battlesuit. Surprisingly, James again returned from the dead, assuming leadership of the team once more. Heather herself has been forced to undergo brain-washing treatments by order of General Clarke, the head of Department H.

Wolverine has told Heather that "James" is in all likelihood some form of clone. What steps she will take remains to be seen.



15A Strength Intellect **4D**

1 Edge * Hand Size **3(17)**

7C Agility Willpower **5C**

WARPATH (JAMES PROUDSTAR)

CALLING: Vengeance against his tribe's killers

PERSONALITY: Although James occasionally feels uncomfortable with the ideas behind X-Force's missions, he accepts them as a release for his violent rages. He takes combat very seriously and dislikes sparring with teammates in training. To James, fighting isn't for fun, but for vengeance in the name of his dead Apache tribe.

HISTORY

When James's brother John was killed while serving with the X-Men under the codename of Thunderbird, James held Professor X personally accountable. He readily accepted an invitation from Emma Frost (see **White Queen**) to become a student at her Massachusetts Academy. After learning the extent of his mutant abilities, he led Emma's first batch of students in an assault on the X-Men. But when confronted with the opportunity to get his revenge, James chose to abandon the path of vengeance and let Professor X live.

James remained at the Massachusetts Academy for the next few years, serving as the leader of Emma's students. Upon returning home for a visit, he found his whole tribe had been slaughtered by some unknown force. A clue led him to believe that the Hellfire Club was responsible. The last known survivor of his tribe, he left Emma's school and joined the ranks of X-Force in the hopes of finding the one who massacred everyone he cared for.

During Operation: Zero Tolerance, Warpath was killed. He was drawn into a nightmarish reality created by the mutant terrorist Stryfe. While there, he learned that Stryfe himself was responsible for the slaughter of his tribe. Only the combined efforts of his teammates restored James to life.

His brother John has not been so lucky. Thunderbird was an Apache warrior who rebelled against reservation life. After only two missions

SKILLS

Axes, Brawling, Clubs, Knives; **Archery**, **Contingent Attack**; Lore (Apache); Intimidation, Tracking

POWERS

Ability Boost 10

Dual Ability Boost (Strength and Agility)

Body Armor +6

with Professor X's second incarnation of the X-Men, he died in a fiery plane crash.

Thunderbird: Strength 12C, Agility 7C, Intellect 8X, Willpower 8B, Edge 1, Health 17. Knives, Wrestling, Archery, Marksmanship, Military, Survival, Tracking. Ability Boost 10 (Willpower only, and only for Tracking), Body Armor +7. Calling: Soldier.



3C Strength **Intellect 8B**

2 Edge * **Hand Size 4(25)**

4X Agility **Willpower 11A**

WHITE QUEEN (EMMA FROST)

CALLING: Mentor

PERSONALITY: Emma Frost is as icy as her name. Despite her vast powers, she relies primarily on cunning and charisma. She believes everyone has a right to privacy, particularly when it comes to his or her mind. Emma avoids battle, preferring to scheme behind the scenes. She can be ruthless, but cares deeply for her charges.

HISTORY

Emma Frost comes from an old-money Boston family. Her parents committed the teenager when she heard voices in her head. She used her powers to kill abusive orderlies—and maybe even her parents. Emma parlayed her family fortune into great wealth, becoming chief stockholder and chairperson of Frost International, a multi-billion dollar conglomerate. She then took over a Massachusetts private school, creating her version of Xavier's Institute of Higher Learning.

Emma's beauty and talents brought her to the attention of the Hellfire Club. She was admitted into the Council of Chosen, a secret cabal which conspired to achieve world domination. She and the Black King seized control of the Council and renamed it the Inner Circle. This elite group soon became a secret body of mutant power-mongers.

SKILLS

Brawling, Whips; Assessment, Computers, Electronics; Finance, Leadership, Manipulation, Mental Control

POWERS

Empathy 5

Illusion 14

Limit: Must first use Telepathy or Mind Control on her targets

Mind Control 14

Nullification 14

Limit: Only usable on Willpower-trump powers

Psi-Screen +10

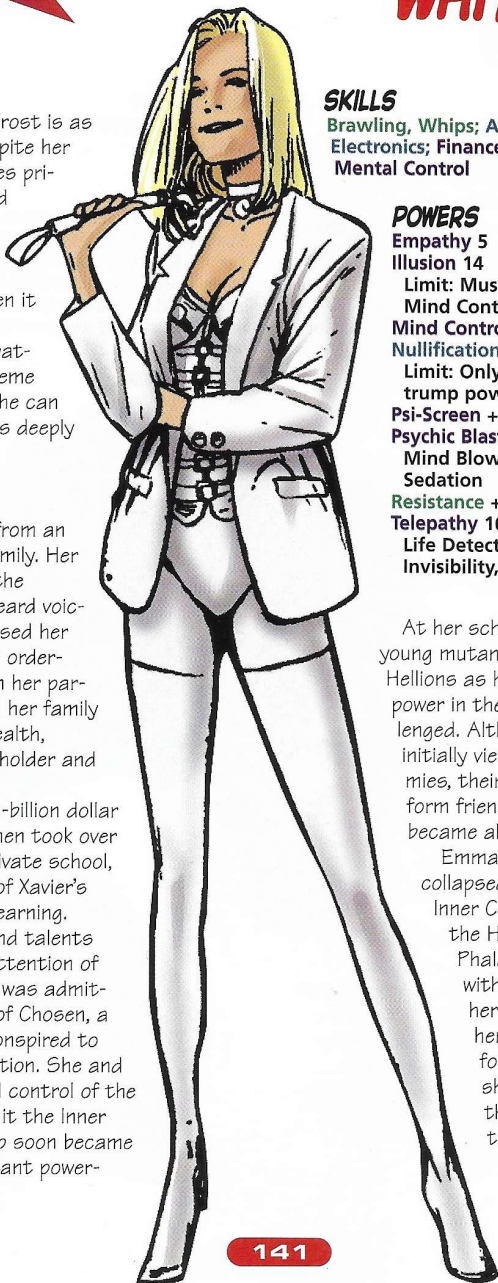
Psychic Blast 16

Mind Blowing, Psychic Detection, Sedation

Resistance +10 to Mental Control

Telepathy 16

Life Detection, Mental Probe, Psychic Invisibility, Rangeless



At her school, Emma began to train young mutants. She viewed her young Hellions as her trump card should her power in the Hellfire Club ever be challenged. Although Xavier and Emma initially viewed each other as enemies, their students started to form friendships, and the enemies became allies.

Emma's life and school nearly collapsed when struggles in the Inner Circle claimed the lives of the Hellions. When the alien Phalanx attacked, she stood with the X-Men, who accepted her as a hero. She renamed her school the Xavier School for Gifted Youngsters, and she and Banshee now train the team Generation X there.

6D Strength Intellect **4D**

1 Edge * Hand Size **3(17)**

6D Agility Willpower **6D**

WOLFSBANE (RAHNE SINCLAIR)

CALLING: Peace of Mind

PERSONALITY: Rahne (pronounced "rain") is shy and insecure, as she has always suffered from low self-esteem. Her religious upbringing has caused her to believe her wolflike form is a curse or a sign that she is evil. She forms strong emotional ties to those who show her affection and can't bear to be apart from them for extended periods of time. She often develops crushes on handsome male heroes with strong personalities, but hardly ever gets up the courage to reveal her feelings.

HISTORY

Rahne was born in Scotland, where she was raised by the stern minister Reverend Craig. When she unknowingly transformed into a wolf, the Reverend gathered a mob to capture her. She was found by geneticist Moira MacTaggart, who took Rahne under her protection and claimed the girl as her ward.

MacTaggart brought Rahne to America and introduced her to a colleague, Professor X. Rahne became one of the first members of the professor's New Mutants team and remained with that group for a long time. Later she joined X-Factor, and most recently, the Britain-based team Excalibur.

Throughout it all, Rahne has remained close to MacTaggart, developing a mother-daughter relationship with her. When MacTaggart quarantined herself to study the effects of the Legacy Virus on non-mutants, Rahne leapt into the chamber just as it was sealing. She was released shortly thereafter by the techno-organic being called Douglock, who has confessed to Rahne that he is in love with her.

SKILLS

Natural Weaponry; Martial Arts; Genetics; Tracking

POWERS

Animal Form 11 (Either werewolf or wolf)

Strength 11X, Agility 11X, Claws +3

Teeth +6, Limits: Cannot speak while in this form, Involuntary Shift (In a stressful or emotional situation, draw a card; if the aura is not positive, she automatically adopts her werewolf form.)



8A Strength **Intellect 6C**

3 Edge * **Hand Size 5(30)**

10A Agility **Willpower 10A**

WOLVERINE (LOGAN)

CALLING: Animal Nature

HINDRANCE: Frenzied

PERSONALITY: Logan is a fierce, ruthless fighter struggling to keep his bestial nature in check. Although brutal and humorless with both friends and enemies, Logan has an old-fashioned chivalrous streak when it comes to women. He is a loner at heart, even going so far as to establish a new identity as "Patch" in the Far East principality of Madripoor. He is much older than he looks.

HISTORY

Wolverine's past is draped in mystery. He is known to have spent his formative years in northern Canada, where he and Sabretooth developed a mutual hatred. He is also known to have served as an intelligence operative, either freelance or for the Canadian government. All else is clouded by contradictory accounts.

At some point, his skeleton was laced with unbreakable adamantium using a procedure created by a Japanese scientist (see **Lady Death-strike**). He also appeared to have been given artificial claws of the same metal. Heather and James Hudson (see **Guardian** and **Vindicator**) found Logan in the Canadian woods, animalistic and incoherent. They nursed him back to health,

SKILLS

Brawling, Knives, Natural Weapons, Swords; Contingent Action, Fast Exit, Marksmanship, Martial Arts; Espionage, Lore (Japanese); Animal Handling, Intimidation, Survival, Tracking

POWERS

Claws (Bone) +2

Previous adamantium claws were +5 damage and **Unbreakable**

Empathy 14 (Carnivorous Animals only)

Enhanced Senses (All) 16

Regeneration 15

Resistance +12 to Poison and Disease

and Logan became a Canadian secret agent. Later the government decided that Wolverine should lead a team of superhumans called Alpha Flight as their Weapon X, but Logan

decided to take Professor Xavier up on his offer to join the X-Men instead. As an X-Man, his chivalrous streak has caused him to mentor several of the team's young female

members, including Shadowcat, Jubilee, and Marrow.

The villain Magneto forcibly ripped all the adamantium from Wolverine's body. He retains a set of bone claws, though he finds them much less effective, but his healing factor is much stronger in him.



4B Strength Intellect **5X**

1 Edge * Hand Size **3(17)**

4C Agility Willpower **5X**

X-CUTIONER (CARL DENTI)

CALLING: Soldier

HINDRANCE: Obsessive about hunting mutant killers

PERSONALITY: Carl Denti is obsessed with stalking those mutants who kill humans. He believes himself to be a hero, even though many heroes think otherwise. Anyone who gets in Carl's way faces the wrath of the X-Cutioner. Adept with most forms of technology, Carl has no qualms about appropriating anyone's technology for his twisted purposes.

HISTORY

Carl served the FBI for many years, developing a burning hatred for mutants who kill humans. He was partnered with the X-Men's original government contact, FBI agent Fred Duncan, and blames mutants for his friend's death. After somehow collecting a stunning array of alien and terrestrial technology from such sources as the Sentinels and the birdlike aliens called the Shi'ar, he began hunting down villainous mutants in the guise of the X-Cutioner. He will not hesitate to kill any murderous mutant he meets. His judgment is occasionally flawed in exactly which mutants are villainous, though that doesn't stop him from carrying out his sentences of death.

SKILLS

Spears, Swords, Wrestling; Gadgetry, Marksmanship

EQUIPMENT

Energy Lance +5
Force Field Generator
Force Field 10
Mutant Detector
Mutant Detection 10
Sentinel Body Armor +4



"TO ME, MY X-MEN!"

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by Steve Miller

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