

MH-11

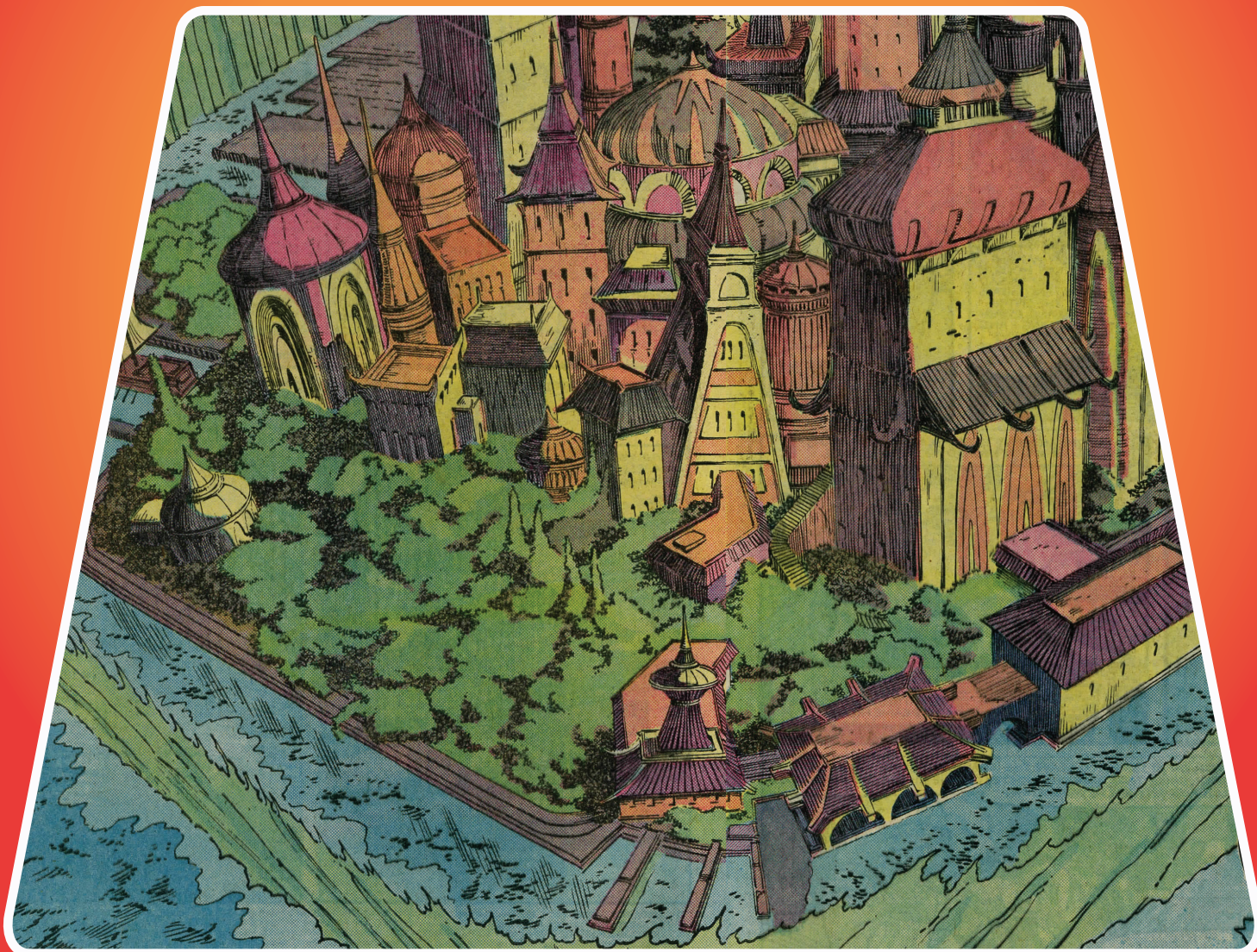
From the producer of the Flatiron Marvel Map

0001

MARVEL SUPER HEROES

Unofficial Game Adventure

AN AGE UNDREAMED OF!
By Tom Plassa



Kulan Gath has come and Manhattan will never be the same! Can your heroes survive . . .
AN AGE UNDREAMED OF?



Right here is where the legalese goes, but this product is a labor of fanboydom and no profit has been made from it. It is to be shared with others who enjoy the classic TSR Marvel Superheroes RPG, for free. Material & artwork within has been borrowed from the original Marvel Comics Uncanny X-Men #190 & 191..

The names and likenesses of characters herein are fictitious and do not really exist. You do not really have super powers and Kulan Gath is not a real Hyborean sorcerer and he will not come after you. . . at least, I don't THINK he will. I mean, I suppose anything's possible, you know?



Unofficial Game Adventure

AN AGE UNDREAMED OF!

By Tom Plassa... Inspired by
Marvel Comics

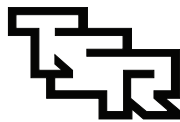
Contents

Introduction.....	3	Chapter 3 Forgotten Knowledge!.....	48
The Player Characters.....	4	Chapter 4 When You're a Stranger.	51
Non-Player Characters.....	10	The Great Marketplace Map.....	56
About Hyborean Manhattan.....	31	Chapter 5 Access Denied!	57
Chapter 1 An Age Undreamed of!	38	Chapter 6 Open Sesame!	62
Chapter 2 The Magik Touch!.....	44	Kulan Gath's Throneroom Map	68
The Inner City Alley Map.....	47	Extra Encounters!.....	69

Original credits for issue a 190 & 191
Writer: Chris Claremont
Artists: John Romita Jr. Dan Green
Colorist: Glynis Wein
Letterer: Tom Orzechowski
Editor: Anne Nocenti
Editor In Cheif: Jim Shooter

Interior Illustrations by Marvel Comics

Module layout, Typography, Cartography & Writing by Tom Plassa



TSR, Inc.
PRODUCTS OF YOUR IMAGINATION

TSR Inc.
P.O. Box 756
Lake Geneva. WI
53147

This book is protected under the copyright laws of the United States Of America. Any reproduction or other unauthorized use of the material or art-work contained herein is prohibited without the express written consent of TSR Inc. and Marvel Entertainment Group. Distributed to the book trade in the United States by Random House Inc. and in Canada by Random House of Canada, Ltd. Distributed to the toy and hobby trade by regional distributors. The names of characters used herein are fictitious and do not refer to any persons living or dead. Any descriptions including similarities to persons living or dead are merely coincidental. All Marvel characters and the distinctive likenesses thereof are trademarks of the Marvel Entertainment Group Inc., and are used with permission. MARVEL SUPER HEROES, MARVEL SUPER VILLAINS, AVENGERS, SPIDER-MAN, FANTASTIC FOUR, ALISON BLAIRE, ROBERT KEIY, SECOND BROTHERHOOD OF EVIL MUTANTS, CHARLES XAVIER, MOIRA MACTAGGERT, PROJECT WIDEAWAKE, JUDGE PETRIE, VALERIE COOPER, FRANK LOWELL, RAVEN OARKHOLME, HENRY PETER GYRICH, MYSTIQUE, SENTINEL, MARK IV, MARK V, MARK VI, ALPHA SENTINEL, OMEGA SENTINEL, S.H.I.E.L.O .. SEBASTIAN SHAW, NICK FURY, X-FACTOR, DAREDEVIL, HUU<:WANOA MAXIMOFF, SCARLET WITCH, VISION, FRANKUN RICHARDS, NIMROD, DOCTOR STRANGE, CAPTAIN AMERICA, COLOSSUS, BEN GRIMM, IRON MAN, ASGARDIAN, and WOLVERINE and the distinctive likenesses thereof are trademarks of the Marvel Entertainment Group Inc. C 1987 Marvel Enlertainment Group Inc. All Rights Reserved. The TSR logo and PRODUCTS OF YOUR IMAGINATION are trademarks owned by TSR Inc. Game design copyright 0 1987TSR Inc. All Rights Reserved. Printed in the U.S.A.

INTRODUCTION

‘Between the time when the oceans drank Atlantis and the rise of the sons of Aryas, there was an age undreamed of. . .’ -The Wizard

The military has come to New York in full force after a strange mystical barrier has erected itself around the island of Manhattan, transforming the teeming metropolis into a Hyborean realm of barbarians and magic. In Washington DC, there is an emergency meeting with National Security at the White House. There, Valerie Cooper briefs those gathered of the situation going on in New York. She explains that anyone who crosses the mystical barrier into the city is transformed into a barbarian from a bygone era with no memory of their previous life. However, those who stumble out of the area are restored to normal. Intelligence has gathered that an evil sorcerer named Kulan Gath is responsible for the spell. Attempts to contact the Avengers and the Fantastic Four have failed, however Val confirms that a number of super-humans have been spotted active in the city. All of them appear to have been transformed. Val hopes the super-human community trapped within the mystical barrier can resolve their problem.

Welcome, true believers, to ‘An Age Undreamed Of!’ Within these pages, high adventure awaits your daring heroes on the savage streets of Hyborean Manhattan. So, sharpen your steel and gird yourselves for battle!

‘An Age Undreamed Of!’ contains:

— a 71 page adventure book (you’re reading it now) which details the player characters, the non-player characters, and the story itself.

— a pull-out map sheet that depicts Hyborean Manhattan.

— a pull-out map sheet of ‘The Inner City Alleys’.

— a pull-out map sheet of ‘The Great Market Place’.

— a pull-out map sheet of Kulan Gath’s Throne room & prison.

As Judge, you should read through the entire adventure book at least once before play commences. If you are an inexperienced Judge, you may also wish to review the MARVEL SUPER HEROES rule books. ‘An Age Undreamed Of!’ is compatible with either the Basic or Advanced rules, and relies heavily on material published in The Uncanny X-Men comics #190 & 191, however, you do not have to own these issues to play this module.

This adventure was written to be played as a limited story over several sessions, but can be dropped into your game at any point. An assortment of characters from the Marvel Universe are included, or better yet, players can create their own original characters! They’ll work just as well! This adventure was designed to be scalable to varying numbers of players and power levels.

Karma Points

Some chapters of the adventure are followed by a section about Karma, which present suggested Karma awards and reductions. All heroes who actively participate in the

events of the chapter should split the points evenly among themselves (or add them to a Karma Pool, if the heroes have one). However, the Judge may give a larger portion of the Karma Points to characters who do most of the work.

The Premise

An ancient Hyborean sorcerer named Kulan Gath has somehow transported himself to modern Marvel Manhattan and cast a barrier spell over the entire island transforming it into a Hyborean realm of swords and sorcery. After he secures his power base and acquires the proper materials, he plans to complete the barrier spell which will expand over the entire world, leaving it forever changed. The heroes must avoid capture, thwart Kulan Gath’s spell before it’s too late, and return Manhattan to its proper form.

Getting started

‘An Age Undreamed Of!’ takes place on Manhattan Island. If you are a proud owner of the Deluxe City Campaign Set, you will find it very helpful. Nevertheless, you can run ‘An Age Undreamed Of!’ without this set.



THE PLAYER CHARACTERS

This adventure is designed for use with characters of the players' own creation to encourage deviation from the original source material, however, should your players not have original characters (and they don't want to take the time to create some), allow them to choose from those described below. At the start of the game, players will have been transformed into their Hyborean alter egos. If playing original characters, encourage players to describe how their character's appearance has changed to fit this new setting. If playing the pre-generated characters, an image of the Hyborean versions is included in this module.



STORM

Ororo Munroe

F: EX(20)

A: RM(30)

S: TY(6)

E: AM(50)

R: TY(6)

I: EX(20)

P: GD(10)

Health: 106

Karma: 36

Resources: Pr(4)

Popularity: 0

KNOWN POWERS:

Weather Control: Storm had the mutant ability to manipulate existing weather patterns with Amazing ability. Power stunts she performed with this ability included:

- Fog and rain of Amazing Intensity
- Amazing Strength winds
- Raise or lower temperature with Amazing ability
- Predict weather up to three days in advance
- Reduce weather effects by Amazing rank number Should Ororo regain her Powers, she must relearn these Power stunts, at a cost of 50 Karma points per attempt. When using this Power, Ororo's moods were often reflected by the weather.

Flight: By using her wind Power, Ororo was able to fly at Incredible speeds (20 areas/ round). She carried others by making a Weather Control FEAT at -1CS per person carried.

LIMITATION: At the time of this writing Ororo has lost her mutant abilities. Her Agility is Good, her Endurance Excellent, and her Health is 56. She may not use her superhuman Powers.

TALENTS: Ororo is a skilled thief, escape artist, and lockpick, and receives a +1CS to Agility FEATs involving these actions. She has Martial Arts A and C, and is skilled in Aerial Combat (+1CS versus other flying targets). She has the Resist Domination ability and has

developed Leadership.

CONTACTS: Storm is the team leader of the X-Men and titular ruler of the Morlocks, a group of mutants living beneath New York City.

BACKGROUND: Ororo Munroe is the daughter of an American photojournalist and a Kenyan tribal princess. Orphaned in a war related incident, Ororo learned to survive as a thief on the streets, and in her teens traveled south on foot. At the foot of Mount Kilimanjaro she was regarded as a goddess for her mutant Powers, and it was there Professor X recruited her for his new X-Men. She served with the team and is today, as team leader, despite the fact her Powers were taken from her by a mutant "neutralizer."



CAPTAIN AMERICA

Steve Rogers

F: AM(50)

A: IN(40)

S: RM(30)

E: RM(30)

R: EX(20)

I: IN(40)

P: AM(50)

Health: 150
Karma: 110
Resources: Ex(20)
Popularity: 100/6

KNOWN POWERS:

Unique Weapon-Shield: Constructed from a unique Vibranium-Steel alloy called Proto-Adamantium, that has never been duplicated. This 2.5 foot diameter circular shield is one of the most indestructible items ever known, possessing CL3000 material strength and impervious to virtually anything of less than cosmic status or rare powers capable of affecting the molecular bonds that render it so impervious to harm. While no amount of conventional damage can penetrate the shield it cannot block stuns or slams from affecting its wielder and may soak up as much as 100 points of damage at any given time. It can however allow someone to stand on it while falling and successfully absorb the damage and allow its wielder to escape injury even while falling at terminal velocity. Due to its disk-shaped design and unusual resiliency the shield may be thrown up to three areas and bounced off of multiple targets and return to its wielder's hand on a successful Yellow feat. It can do up to Incredible (40) blunt damage when wielded by Captain America based on his current strength, and Remarkable (30) edged damage depending on how he chooses to strike with it.

TALENTS: Cap is a Weapons Specialist with his shield, receiving a +2CS in FEATs using it. He is

skilled in all the martial arts available, as well as having leadership, artist, and military skills.

CONTACTS: He is a vital member of the Avengers, has a long-standing relationship with the U.S. Army, and is a friend of Nick Fury of S.H.I.E.L.D.

BACKGROUND: At the start of WWII, Steve Rogers was injected with the Super Soldier Formula, An accident at the end of the war froze him in an iceberg and he was later rescued by the Avengers. Cap sees himself as a hero for all of America.



COLOSSUS

Peter Nikolaievitch Rasputin
Armored form stats:

F: EX(20)
A: GD(10)
S: MN(75)
E: AM(50)
R: TY(6)
I: TY(6)
P: EX(20)

Health: 155
Karma: 32
Resources: Pr(4)
Popularity: 0

KNOWN POWERS:

Body Transformation: Peter Rasputin can transform his body into an organic form of osmium steel. His stats while in that form are listed above. His normal abilities are:

F: EX(20)
A: GD(10)
S: EX(20)
E: EX(20)
R: TY(6)
I: TY(6)
P: EX(20)

Health: 70
Karma: 32

Peter may transform in a single round. Damage taken in human form carries over into armored form. Damage taken in armored form is healed in transformation, unless Peter's Health in armored form is below 60, in which case that Health is used once transformed. If Peter is stunned or knocked unconscious while in armored form, he reverts to human form. While in armored form, Colossus has minimal need to breathe, and as such can hold his breath for an indefinite time.

Body Armor: Colossus' steel-like hide provides Amazing protection from physical attacks, and Incredible protection from energy attacks. **Resistances:** In armored form, Colossus has Monstrous Resistance to Fire and Cold, and Remarkable Resistance to Electricity (conductive) and Radiation.

TALENTS: In his career as an X-Man, Colossus has Martial Arts A, B, and Resist Domination skills. He also has artist skill, and paints to relax.

CONTACTS: Peter Rasputin is a member of the X-Men. His little sister, Illyana, is a member of the New Mutants, His exact relationship with the Soviet government of his homeland is unknown.

BACKGROUND: Piotr Rasputin first demonstrated his mutant abilities in adolescence on the Ust-Ordynski collective in Siberia. He was

recruited by Professor X to form his second team of X-Men, and has served with the team since then. He has served as the team's strongman since then, but is often plagued by self-doubt as to his abilities and contributions.



NIGHTCRAWLER

Kurt Wagner

F: EX(20)

A: AM(50)

S: TY(6)

E: RM(30)

R: GD(10)

I: EX(20)

P: EX(20)

Health: 106

Karma: 50

Resources: Pr(4)

Popularity: 0

KNOWN POWERS:

Teleportation: Nightcrawler may teleport with Shift X ability, with a range of 3 miles north/south and two miles east/west or vertically. Teleports at these limits require an Endurance FEAT to avoid exhaustion and disorientation (no actions for 1 -10 rounds). Teleporting into a solid object results in that object inflicting material strength damage

as an Edged attack. Nightcrawler's Power stunts include:

- Multiple 'ports, allowing him to attack more than one non-adjacent target in the same area. Consider as Multiple Attacks, using Power rank instead of Fighting to determine success.
- Carrying others. Those being carried must make an Endurance FEAT versus Excellent Endurance to avoid being knocked out for 1-10 rounds. The X-Men may teleport with Kurt (1 per round) without harm. Kurt's teleports are accompanied by a sulfurous smell and a bamfing noise.

Prehensile Tail: Kurt may use his tail as a third hand with normal Agility. **Wall-crawling:** Kurt adheres to surfaces with Amazing ability.

Blending: This Power is only used in dark areas, where Nightcrawler's indigo skin cannot be seen.

TALENTS: Kurt Wagner is a master of Tumbling and Acrobatics, in addition to Martial Arts C and Resist Domination talents learned as an X-Man. He also has First Aid, Electronics, Repair/Tinkering, and Sharp Weapons (prefers the epee) talents.

CONTACTS: Kurt Wagner is a member of the X-Men, but maintains a love of (and contacts with) the circus world. He has recently left his childhood sweetheart, but rescued the new Queen of Ruritania (Amazing Resources) soon afterwards.

BACKGROUND: Wagner was rescued from an irate mob by Professor Xavier to be a part of his “new” X-Men, and has served with the team ever since, including a brief stint as leader.



ROGUE

Real Name Unrevealed

F: GD(10)

A: EX(20)

S: AM(50)

E: GD(10)

R: TY(6)

I: GD(10)

P: PR(4)

Health: 90

Karma: 20

Resources: Pr(4)

Popularity: 0

KNOWN POWERS:

Power Absorption: Rogue absorbs the Powers, memories, and Talents of other beings on flesh-to-flesh touch. She cannot control the absorption, and it occurs automatically against beings of less than Unearthly Psyche. Each round of contact results in 4 rounds of possession, during which time the target is unconscious. Contact beyond

1 round is dangerous: Rogue must make a Psyche FEAT to avoid effecting a permanent transfer. Failure of that FEAT results in the target's mind and Talents being wiped clean, and the target's Powers and persona are permanently Rogues. As a result, Rogue's Psyche drops one rank: should that Psyche reach 0, she ceases to be available as a Player Character. If Rogue affects multiple victims, she may take the best Powers and abilities. She may absorb body modifications such as wings and tails. She may not affect energy creatures or those protected by artificial Body Armor.

Flight: Rogue has Excellent flight abilities, and can move 10 areas/round.

Body Armor: Rogue's flesh has Incredible protection against Physical attacks and Excellent protection against Energy attacks.

Combat Sense: Rogue has a Seventh Sense of the Incredible rank, that may be used instead of Intuition in combat situations. Rogue cannot be blindsided.

Psi-Screen: Multiple conflicting personalities give her a Class 1000 Psi-Screen.

LIMITATION: Rogue's Flight, Body Armor, and Seventh Sense abilities were originally Ms. Marvel's, whom Rogue permanently drained.

TALENTS: Ms. Marvel had the following talents; Military, Journalism, and Detective/Espionage. In

addition, Rogue has Martial Arts E.

CONTACTS: Ms. Marvel had Contacts in S.H.I.E.L.D. Rogue is a member of the X-Men, and a former member of the Brotherhood of Evil Mutants (now the Freedom Force).

BACKGROUND: Rogue left Mystique's Brotherhood and sought out Professor X to help her control her Powers, and has remained with the X-Men since then.



STARFOX

Eros of Titan

ID: Public

Team Affiliation: Avengers, Titanian Eternals; Ally of Drax the Destroyer

F: GD(10)

A: EX(20)

S: AM(50)

E: AM(50)

R: EX(20)

I: TY(6)

P: RM(30)

Health: 130

Karma: 56

Resources: EX(20)

Popularity: 75

KNOWN POWERS

Emotion Control: Starfox has the Amazing rank power to stimulate the pleasure centers of a target's brain. This affects creatures for 10-100 rounds, making them friendly and cooperative with Starfox. It is avoidable only with a green or better Psyche FEAT roll or if Starfox orders his victim to perform an act that would cause that person to lose Karma.

Eternal Abilities: The Eternals of Titan have focused their energies in different ways than those on Earth, and thus their base abilities are different. The following abilities are standard for many, if not all Titanians, though the power ranks are higher than normal:

- **Body Armor:** Starfox's skin provides Good physical and energy protection.
- **Flight:** Starfox can fly at Remarkable air speeds (15 areas/round).

- **Invulnerability:** Eros has Class 1000 rank resistance to the effects of aging, cold, disease, electricity, heat, radiation, and toxins.
- **Regeneration:** Starfox, though not as in tune with his body's molecules as Sersi or Ikaris, has enough control to generate Amazing rank self-healing.
- **Uni-Mind:** Starfox, like all Eternals of Earth or Titan, can join the Uni-Mind.

TALENTS: Electronics (Earth and Titan), Pilot, and Repair/Tinkering.



WASP

Janet Van Dyne

F: GD(10)

A: EX(20)

S: GD(10)

E: EX(20)

R: GD(20)

I: EX(20)

P: GD(10)

Health: 60

Karma: 50

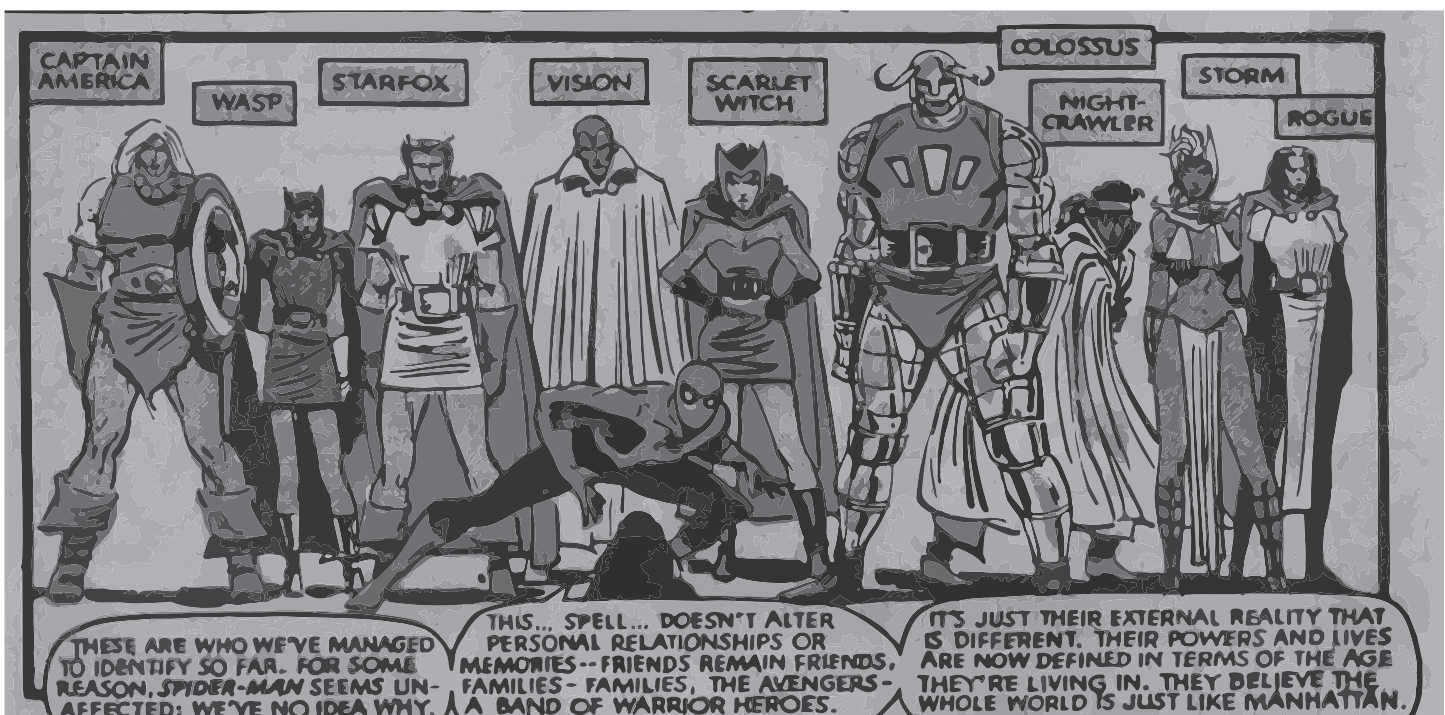
Resources: RM(30)

Popularity: 50

KNOWN POWERS:

Shrinking: Wasp can shrink with Incredible ability, reaching a minimum size of 1/2 inch. In this minimum size she can attack for normal damage at +2CS to hit, but normal-size opponents are at -2CS to hither.

Flight: When Wasp shrinks, wings



extrude from her back, allowing her to fly 4 areas/round (Poor Speed). These wings remain with Wasp between the half-inch and 4 foot mark, allowing her to fly when almost fully-grown. She retains her Strength when reduced in size, but her wings prevent her from lifting any extra weight when flying.

Insect Communication: Wasp possesses the ability to communicate and command all forms of insect life at Typical ability. This is a seldom-used Power, as it does not fit in with her self-image.

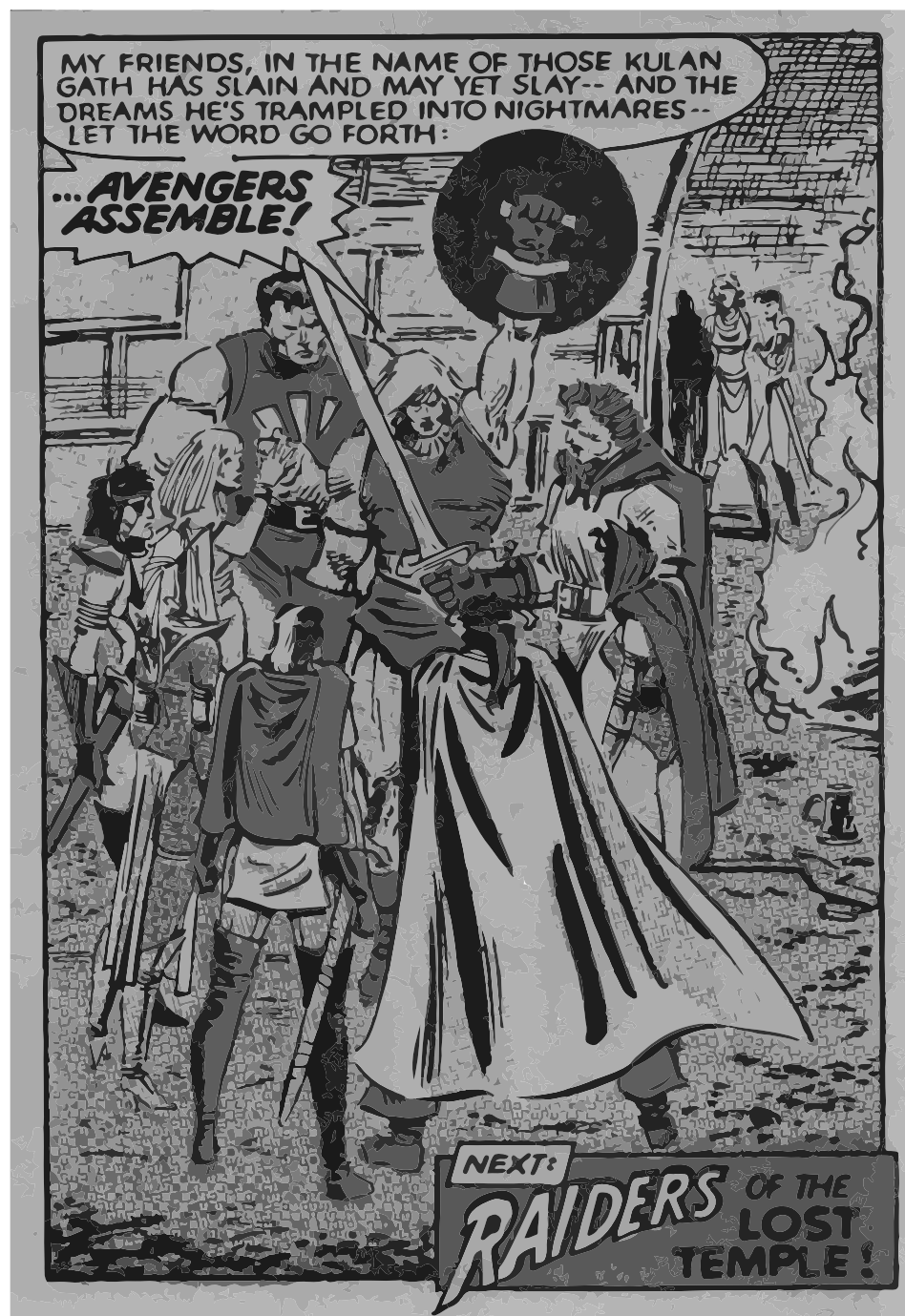
Wasp Sting: The Wasp can generate bioelectric bolts of energy from her hands, inflicting up to Remarkable energy damage at a range of 1 area maximum.

TALENTS: Janet Van Dyne is an accomplished businesswoman, and has Excellent Reason in business matters. She has learned Martial Arts D and Aerial Combat (+1CS fighting against another airborne opponent) in her career as a hero.

CONTACTS: Janet Van Dyne is chairperson of the current team of Avengers. She is on Good terms with her ex-husband, biologist Henry Pym, and is a major shareholder in a number of companies, including NEVELL.

BACKGROUND: Janet Van Dyne was given her Powers by biologist Hank Pym, and the pair were founding members of the Avengers. Janet and Hank married and then divorced, and while Janet leads the

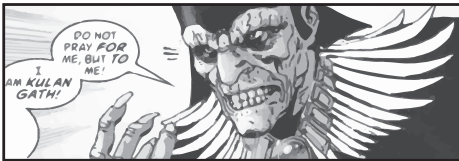
present team, Hank helps the West Coast Avengers on science matters. Jan's "Ditzy Brunette" act conceals a very shrewd business mind and an able leader.



NON-PLAYER CHARACTERS

This section details the villains and NPCs the PCs are most likely to meet in this adventure. Not all NPCs that may be needed are included: because of the free-form nature of the scenario, the Judge must be prepared to improvise NPCs as the occasion demands.

Villains



KULAN GATH

The Great Vizier

F: GD(10)
A: EX(20)
S: TY(6)
E: RM(30)
R: GD(10)
I: IN(40)
P: MN(75)

Health: 66
Karma: 125
Resources: EX(20)
Popularity: -10

KNOWN POWERS:

Magical Ability: Kulan Gath is a powerful Master Sorcerer from Earth's Hyborean Era. He regularly uses the following spells:

- Alteration (Others)—Appearance/ Body Weapons/ Bone(P)—This is a modified, combined version of the three separate spells from page 15 of the Realms of Magic book. He can distort the form of others at

Monstrous Intensity.

- Astral Projection (P)—as Power of same name at MN intensity.
- Levitation (P)—as Power of same name.
- Shield—Individual (P) as Personal Force Field, able to repel magical attacks at MN intensity
- Telepathy (P)—as Power of same name at AM intensity.
- Eldritch Darkforce Bolts (D)—

This bolt uses a form of energy from another dimension. The target loses Health points equal to the caster's spell rank at MN intensity. The bolt is black.

- Dimensional Aperture (D)—Creates an opening into, and permits passage to and from, another stated dimension, Requires a FEAT roll only for unfriendly or hostile dimensions or unwilling travelers at AM intensity
- Spell of Silence (U)—Prevents subject of spell from speaking of certain matters or subjects. Only characters of Amazing or greater Psyche may receive a FEAT roll to avoid its effects. This is at AM intensity
- Fear (U) —as Power of same name at MN intensity.
- Damage Absorption (P) —as Power of same name at AM intensity.
- Curse (U) —as Power of same name at AM intensity.
- Ritual of Transformation (?) — This is the ritual which allowed him to transform all of Manhattan into it's Hyborean equivalent. This is a dark and powerful spell that requires time and human sacrifice to complete at UN intensity.

Amulet of Immortality: Kulan

Gath's spirit has been transferred into the Amulet he wears around his neck. If the amulet is removed, his possession of his current mortal body will end and his spirit will be forced to return to the amulet until it finds another host.

TALENTS: Bibliophile, Demonologist, Occultist, Stamina.

CONTACTS: None.

BACKGROUND: Kulan Gath was a sorcerer in Earth's Hyborean Era, the ancient time period in which Conan the Barbarian lived, and was an enemy of the immortal vampire-like mutant named Selene. Kulan Gath had achieved effective immortality by placing his life energy into a magical amulet which he now wears around his neck. Eventually he was destroyed by one of his enemies. but Millennia later, he returned to life in the modern world when the necklace that housed his essence turned up at a museum display in New York City. The necklace was donned by a night watchman; the sorcerer transformed the guard's body into a duplicate of his own, which he then possessed. He was defeated by Red Sonja, who had been temporarily reincarnated in the present day in the body of Mary Jane Watson, and her newfound ally Spider-Man.

Spider-Man later tossed the necklace off of a ferry bound for Staten Island, but it was found not long afterwards by a fisherman named Jaime Rodriquez; although Jaime resisted Kulan Gath, a mugger who

subsequently killed him was considerably weaker in willpower, and when the mugger donned the necklace, he was possessed instantly and transformed by the wizard.

Kulan Gath, now returned to the height of his power, transformed Manhattan into a likeness of his native time. Everyone trapped on the island believed that the transformed world was the true world, with the exceptions of his enemy Spider-Man and the modern-day Sorcerer Supreme, Doctor Strange.



CALLISTO

Captain Callisto

F: IN(40)
A: EX(20)
S: GD(10)
E: EX(20)
R: GD(10)
I: IN(40)
P: GD(10)

Health: 90
Karma: 60
Resources:FE(2)
Popularity: 2(20)

KNOWN POWERS

Hypersenses: IN level of ability, allowing the following power stunts:
- IN Tracking.
-IN Poison Detection .
-Attackers attempting to surprise are at - 6CS.

WEAPONS: Callisto has in the past carried several precision weapons, including:

Knife, EX material , GD damage .
Slingshot, range two areas, five points damage (roll on blunt throwing table).

TALENTS: MN knowledge of New York 's underground tunnel system; + 1 CS when knife-fighting; RM skill with slingshot; Leadership.

GROUPS: Former leader of the Morlocks; former associate of Dr. Moira MacTaggart.

IN BRIEF: Callisto was the leader of a group of subterranean mutants known as the Morlocks. With the destruction of that community in the Mutant Massacre, Callisto sought asylum first with the X-Men and then with Dr. Moira MacTaggart. Sent back to New York by MacTaggart, Callisto was captured by Masque and transformed into a beautiful woman. She has since encountered Colossus and the Genoshan rebels. Currently, Callisto and her Morlocks have been captured by Kulan Gath, mentally dominated, and now work as his enforcers, hunting down other superpowered beings in Hyborean Manhattan who might pose a threat to him. Captain Callisto leads the Vizier's Guard.

THE MORLOCKS/ THE VIZIER'S GUARD

The Morlocks are a large community of mutants who feel they are outcasts, living in the underground

tunnels beneath New York, New Jersey, and Connecticut. These tunnels were built in the 1950s by the U.S. Government as shelters in case of a national emergency, and later abandoned. The vast majority of the public has no idea these tunnels exist. There are numerous tunnels stretching out of sight, many unexplored. The main tunnel is 50 feet high and runs the length of Manhattan. It is called "the alley" by its inhabitants.

The Morlocks are outcasts and rebels against surface society who named themselves after subterranean creatures found in H. G. Wells' book, *The Time Machine*. They were founded by Callisto, who discovered the tunnels and moved into them decades ago, shortly after they were abandoned. She enlisted the aid of Caliban in finding other mutants to create a new underground society, and maintained the tunnels until the Mutant Massacre.

Morlock society has no actual class system, except for the leader who all Morlocks obey, somewhat like a huge street gang. Until recently, the leader was Callisto. Under her reign, Morlocks often raided the surface world, preying on the lower classes so that losses as a result of their activities would not be noticed. They stole furnishings, food, clothing, and the other necessities of life, but sometimes they stole children, too, as many Morlocks are sterile. This raiding was discontinued when Callisto lost her rule to Storm in a fight. Most Morlocks are hideous and deformed, yet another reason for them to dwell away from

society. When Professor Xavier offered to help resettle them on the surface, they declined because they felt the tunnels were the right place for them. This image of themselves as almost sub-human has psychologically affected most Morlocks who feel frustrated, bitter, and vengeful about their situation.

*This group is easily scalable to suit the power level and number of your players. Use them as needed and feel free to create new Morlocks as required.

IN BRIEF: The Morlocks are Kulan Gath's special agents of law-enforcement in Hyborean Manhattan. They specifically patrol Kulan Gath's city hunting down mutants and others with superhuman abilities to return to the master. They are not evil. They are, like all of the current citizens, under the influence of Kulan Gath's dark magic.

EQUIPMENT: All of the Vizier's Guard carry short swords, shields and some wear chainmail and are equipped with bows.



ANNALEE

F: GD(10)
A: TY(6)
S: PR(4)
E: GD(10)
R: PR(4)
I: GD(10)
P: PR(4)

Health: 30
Karma: 18
Resources:FE(2)
Popularity: 0

KNOWN POWERS

Emotion Control: AM ability. Can control up to eight targets as far as 10 areas away.

LIMITATIONS: The emotion imposed on the target was whichever emotion Annalee felt at the time.

TALENTS: None.

GROUPS: Member of the Morlocks.

IN BRIEF: Annalee's children were killed by Scalphunter in a raid on the Morlocks. Soon afterward, she used her power to kidnap the Power Pack children, seeing them as replacements for her dead children. They broke free of her spell and suggested she adopt Leech, which she did. Annalee was killed in the Mutant Massacre.



APE

F: EX(20)
A: TY(6)
S: IN(40)
E: IN(40)
R: PR(4)
I: PR(4)
P: FE(2)

Health: 106
Karma: 10
Resources:FE(2)
Popularity: 2

KNOWN POWERS

Shapechange: RM ability to change into objects of RM strength. Among the shapes Ape has adopted are restraints and jars of RM strength and clubs capable of inflicting RM damage. Unlike Warlock, Ape cannot change into working versions of mechanical devices.

TALENTS: Wrestling.

IN BRIEF: Ape, a quiet, cowardly Morlock, is slow of mind and often requires others to think of objects

for him to imitate. He is a survivor of the Mutant Massacre, though his present whereabouts are unknown. It is suspected that he has returned to the alley.



BEAUTIFUL DREAMER

F: GD(10)
A: TY(6)
S: PR(4)
E: EX(20)
R: PR(4)
I: TY(6)
P: IN(40)

Health: 40
Karma: 50
Resources:FE(2)
Popularity: 0

KNOWN POWERS

Mind Control: IN ability to erase and/or implant memories in a sleeping target. Mental defenses apply, but the target gets a Psyche FEAT at - 2CS to avoid, regardless.

TALENTS: None.

GROUPS: Member of the Morlocks.

IN BRIEF: Not much is known

about Beautiful Dreamer's background, except that she aided Annalee in kidnapping the Power Pack children. (She did this by causing their parents to forget their existence.) Beautiful Dreamer's whereabouts following the Mutant Massacre are unknown.



BLOW-HARD

F: GD(10)
A: TY(6)
S: EX(20)
E: RM(30)
R: TY(6)
I: TY(6)
P: TY(6)

Health: 66
Karma: 18
Resources:GD(10)
Popularity: 0

KNOWN POWERS

Hyper-Breath: AM ability, with the following power stunts:

- Blow over a single target. AM strength, one area range.
- Knock over all targets in a Single area. IN ability, one area range.

- Kick up debris as missile weapon for RM blunt damage to all targets in one area range.
 - Create dustcloud of IN intensity.
- Blow-Hard uses his pipe as a focus for this power.

TALENTS: None.

GROUPS: Member of the Tunnelers, a sub-group of the Morlocks.

IN BRIEF: A member of a smaller faction within the Morlock community, Blow-Hard and two other Tunnelers escaped to the surface after the Mutant Massacre.



CYBEILLE

F: TY(6)
A: TY(6)
S: TY(6)
E: EX(20)
R: TY(6)
I: TY(6)
P: TY(6)

Health: 38
Karma: 18
Resources:FE(2)

Popularity: 0

KNOWN POWERS

Acid Touch: IN dissolving intensity. Can bore through rock at one area/round. Can only affect inorganic material.

Resistance-Acid: MN resistance to acid and other corrosives.

TALENTS: None.

IN BRIEF: Cybelle was one of the Morlocks that lived outside of the main community of Morlocks, in the group called the Tunnelers, led by Berzerker.



ERG

F: TY(6)
A: TY(6)
S: TY(6)
E: EX(20)
R: TY(6)
I: PR(2)
P: PR(2)

Health: 38
Karma: 14
Resources:FE(2)
Popularity: 0

KNOWN POWERS

Energy Absorption: EX ability, with the following power stunts:

- Automatically absorbs energy of less than EX rank.
- Can absorb greater energies (up to MN) on Power FEAT rolls. Failure stuns Erg for 10- 100 rounds but does no other damage.
- Can redirect absorbed damage through an eyeblast - 1 CS weaker than the highest energy he has absorbed.

TALENTS: None.

GROUPS: Member of the Morlocks.

IN BRIEF: One of the survivors of the Mutant Massacre which claimed the lives of his fellow Morlocks.



HEALER

F: PR(2)
A: TY(6)
S: TY(6)
E: GD(10)
R: GD(10)

I: EX(20)
P: IN(40)

Health: 26
Karma: 70
Resources:FE(2)
Popularity: 4

KNOWN POWERS

Regeneration: UN ability to heal others. Restore up to 100 Health and reverse the effects of failed Endurance FEATS . Must make an Endurance FEAT after each attempt or will not be able to heal for 1-10 days thereafter.

LIMITATIONS: Can't affect diseases, including those created by Plague. Can 't affect non-mutants.

TALENTS: First Aid, Knowledge of Mutant and Human Physiology.

GROUPS: Member of the Morlocks.

IN BRIEF: A respected Morlock, Healer's origin is unknown. In the past, he made his home on Muir Island with Callisto, Sunder, and other exiles.



LEECH

F: FE(2)
A: TY(6)
S: PR(4)
E: EX(20)
R: TY(6)
I: TY(6)
P: PR(4)

Health: 32
Karma: 16
Resources: FE(2)
Popularity: 0

KNOWN POWERS

Negation: Class 1000 ability to negate super-human powers (mutant or otherwise). Can turn this ability on or off at will. No effect on technological devices.

TALENTS: Student.

GROUPS: Ward of X-Factor; member of the X-Terminators.

IN BRIEF: One of the Morlocks

from beneath Manhattan, Leech fled to the security of X-Factor following the massacre of the Morlocks by the Marauders. Leech is currently in school with his friend Artie Maddicks.



MASQUE

F: PR(4)
A: GD(10)
S: TY(6)
E: RM(30)
R: TY(6)
I: TY(6)
P: GD(10)

Health: 50
Karma: 22
Resources: FE(2)
Popularity: -5

KNOWN POWERS

Shapechange Others: Masque has MN control over the flesh of others,

and can reform a victim's features and body on touch. He has used this ability for the following power stunts:

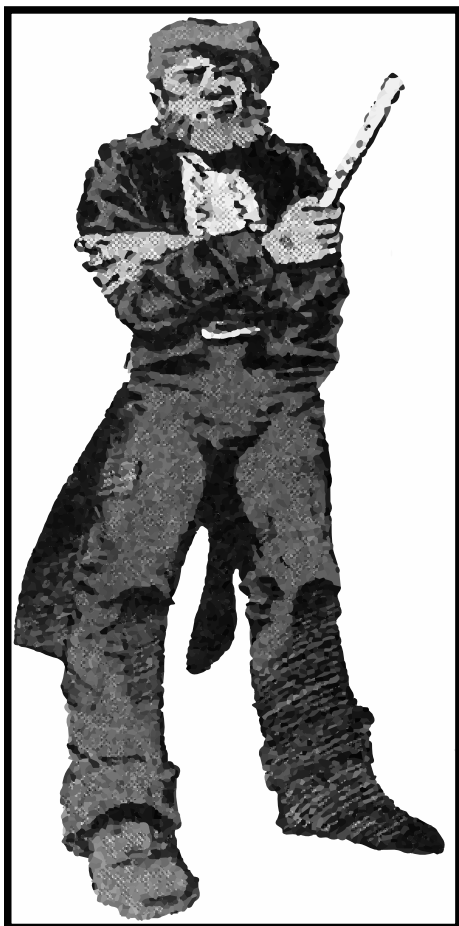
- Degrade a target's appearance for - 20 to popularity.
- Improve a target's appearance for + 20 to popularity.
- MN ability to duplicate appearances.
- Change appearance of the living and recently dead.
- Induce blindness or deafness.
- Cut off air by sealing over ears and nose.

LIMITATIONS: Masque cannot affect his own twisted features with his shapechanging ability.

TALENTS: None.

GROUPS: Member of the Tunnelers, a faction of the Morlocks.

IN BRIEF: Masque was retained by Callisto to modify the appearance of new Morlocks to give them physical characteristics reflecting their mutant nature. During the Mutant Massacre, Masque and several of the other Tunnelers made it to the surface with X-Factor. Masque returned to the alleys, where he captured Callisto, changing her into a beautiful woman. Masque is intent on re-establishing the Morlocks with himself as their leader.



PIPER

F: GD(10)
A: TY(6)
S: TY(6)
E: EX(20)
R: PR(4)
I: TY(6)
P: PR(4)

Health: 42
Karma: 14
Resources:FE(2)
Popularity: 0

KNOWN POWERS:

Animal Control: AM control, summoning and controlling the creatures with his flute. Details on

animals can be found in the Advanced Set Judge's Book, pages 58-60, but the Piper has been known to call the following creatures:

- Swarms of rats and bats. These inflict PR damage every turn and reduce the movement of those attacked by half.
- Snakes which inflict TY damage (10% chance of RM poison).
- Alligators which inflict GD biting damage.

EQUIPMENT: Piper's pipes are made of TY strength material. They have no inherent power, serving only as a channel for Piper's innate abilities.

TALENTS: Musician.

GROUPS: Member of the Morlocks.

IN BRIEF: A member of the Morlocks who survived the Mutant Massacre, this Piper should not be confused with the Savage Land Mutate of the same name and similar powers.



PLAGUE

F: TY(6)
A: TY(6)
S: TY(6)
E: RM(30)
R: PR(4)
I: TY(6)
P: GD(10)

Health: 48
Karma: 30
Resources:FE(2)
Popularity: -30

KNOWN POWERS

Diseased Touch: Pestilence had the AM ability to pass disease on to those she touched. Targets had to make an Endurance FEAT or suffer a - 3CS drop in all physical abilities, with a new Health configured for the lowered abilities. If any ability dropped to ShO, the character fell unconscious and had to make an Endurance FEAT to avoid dying. Medical treatment could reverse the process over time.

Immunity to Disease: Pestilence could not be affected by disease herself.

TALENTS: None.

GROUPS: Member of the Morlocks.

IN BRIEF: As a Morlock, Plague lived in the great underground warren that the Morlocks called home.



SCALE FACE

Human Form

F: TY(6)
A: TY(6)
S: TY(6)
E: EX(20)
R: TY(6)
I: TY(6)
P: GD(10)

Health: 38
Karma: 22
Resources:FE(2)
Popularity: 2

Reptilian Form

F: EX(20)
A: TY(6)
S: EX(20)
E: EX(20)
R: TY(6)
I: TY(6)
P: GD(10)

Health: 66
Karma: 22
Resources:FE(2)
Popularity: 2

KNOWN POWERS

Transformation: Scaleface could change shape into a reptilian “dragon” with the following abilities:

- Bite does TV edged attack damage.
- Claws do EX edged attack damage.
- Body Armor provides EX protection from physical attacks.

TALENTS: None.

GROUPS: Member of the Tunnelers, a faction of the Morlocks.

IN BRIEF: Scaleface and three other Tunnelers-Berzerker, Blowhard, and Masque-escaped to the surface.



SKIDS

Sally Blevins

F: TY(6)
A: RM(30)
S: PR(4)
E: EX(20)
R: GD(10)
I: RM(30)
P: EX(20)

Health: 60
Karma: 60
Resources:FE(2)
Popularity: 0

KNOWN POWERS

Force Field: Skids is surrounded by a ShX personal force field at all times. She can perform the following power stunts:

- On a Psyche FEAT, she can shut off the force field.
- On a Psyche FEAT, she can extend the field to cover one area.
- By moving on the force field, Skids can “skate” at EX ground speed.
- Escape grapples, holds, and restraints with MN ability.

TALENTS: None.

GROUPS: Member of the Morlocks

IN BRIEF: Skids fled her abusive parents and found herself in New York. There she became part of the Morlock Community, her force field protecting her from Masque’s modifications.



SUNDER

F: RM(30)
A: GD(10)
S: MN(75)
E: AM(50)
R: PR(4)
I: PR(4)
P: PR(4)

Health: 165
Karma: 12
Resources:FE(2)
Popularity: 5

KNOWN POWERS

Body Armor: EX protection from physical and energy attacks.

TALENTS: Martial Arts B.

GROUPS: Member of the Morlocks and the X-Men of Muir Island.

IN BRIEF: Callisto's assistant, aide, and general enforcer, the hulking Sunder survived the Mutant Massacre and fled to Muir Island with Callisto and a fair number of survivors.

THE NEW MUTANTS

The New Mutants have also been captured and ensorcelled by Kulan Gath to serve as part of his Vizier's Guard along with the Morlocks.



CANNONBALL

Samuel Guthrie

F: GD(10)
A: GD(10)
S: GD(10)
E: RM(30)
R: TY(6)
I: GD(10)
P: GD(10)

Health: 60
Karma: 26
Resources:PR(4)

Popularity: 4

KNOWN POWERS

Flight: EX air speed; Agility FEAT to turn . Can make AM level charge attack when flying.

Force Field: While in flight, he and those he carries have MN protection against physical and energy attacks.

TALENTS: Mining , Science Fiction, Leadership.

GROUPS: Founding member of the New Mutants.

IN BRIEF: Sam is a mutant whose ability manifested itself during a mining cave-in . He was recruited by Donald Pierce, at that time the renegade White Bishop of the Hellfire Club. Pierce used Cannonball as his agent against Professor Xavier's new students, but Cannonball rebelled and joined the New Mutants . Since that time he has been a co-leader of the team (with Mirage).



MIRAGE

(Original Version)

Danielle "Dani" Moonstar

F: GD(10)

A: TY(6)
S: GD(10)
E: RM(30)
R: GD(10)
I: EX(20)
P: RM(30)

Health: 56
Karma: 70
Resources:PR(4)
Popularity: 5

KNOWN POWERS

Mental Probe: UN ability to detect specific emotion-laden thoughts and desires.

Power stunts in the past have included detecting greatest fears, greatest figure of authority, and heart's desire. The nature of her target's fears and desires are unknown to Mirage until she projects them with her illusion-casting power.

illusion Casting: UN ability to display a target's fears and desires as three dimensional images. Such images are seen by all, though multiple targets will be affected only if they have the same general fear/desire. Targets reduced to 0 Health as a result of such illusions fall unconscious for 1-10 rounds. Only images detected by the Mental Probe can be displayed in this fashion.

Empathy: MN ability, but only with animals (and shape-changers in animal form).

TALENTS: Hunting, Survival, Equestrian, Bows, Bilingual (English and Cheyenne).

CONTACTS: Co-leader of the New Mutants.

IN BRIEF: The stats and abilities above represent Mirage's powers and attributes from the time she joined the New Mutants (in the face of an attack by Donald Pierce, the White Bishop) to the time of the group's first journey to Asgard. Mirage and Sam Guthrie became co-leaders of the New Mutants. Dani Moonstar should not be confused with the criminal Mirage, Desmond Charne, who was killed by Scourge.



SUNSPOT

Roberto Da Costa

F: GD(10)
A: TY(6)
S: TY(6)
E: RM(30)
R: TY(6)
I: PR(4)
P: GD(10)

Health: 52
Karma: 20
Resources:GD(10)
Popularity: 3

KNOWN POWERS

Power Conversion: Sunspot absorbs solar energy which he can convert into super-human Strength and resistance. In making the conver-

sion, his body and uniform turn solid black. This powered-up state can be maintained for five plus 1-10 rounds (5 +1 d 10), at the end of which Sunspot returns to normal. Several hours of sunlight allow him to make the conversion again. If kept in the dark, he is not able to regenerate the lost power. In his powered-up state Sunspot gains the following abilities:

- IN Strength. (Health remains unchanged.)
- RM resistance to physical damage.
- EX resistance to energy damage.

LIMITATION: In space, far from stars, his powers are -1CS to -3CS. Closer to suns (and in Asgard) his powers operate at +1CS.

TALENTS: Acrobatics, Student, Bilingual (Portuguese and English).

GROUPS: New Mutants, Fallen Angels.

IN BRIEF: A Brazilian mutant whose ability appeared during a soccer game, Sunspot was recruited by Prof. X for his New Mutants. The hot-tempered Sunspot has left the team on occasion. (He and Warlock once joined the Fallen Angels.) He is currently back with the New Mutants.



WOLFSBANE

Rahne Sinclair

F: TY(6)
A: GD(10)
S: TY(6)
E: EX(20)
R: PR(4)
I: GD(10)
P: GD(10)

Health: 42
Karma: 24
Resources: PR(4)
Popularity: 5

KNOWN POWERS

Transformation: Wolfsbane can change herself into a large red wolf or into a half-wolf/half-human (“wolfoid”) creature. The stats above are for Rahne in human form.

Healing: Rahne’s wolf and wolfoid form can absorb more damage than her human form. Damage taken while she is transformed is taken from the “extra” Health first, and disappears when Rahne returns to normal form. However, damage taken by Rahne in human form is carried over when she transforms.

Wolf Form: In wolf form, Rahne has the following abilities:

F: EX(20)
A: GD(10)
S: GD(10)
E: EX(20)
R: PR(4)
I: RM(30)
P: GD(10)

Health: 60
Karma: 44

- Bite: GD edged damage.
- Tracking: RM ability.
- Movement: Sprint at GD ground speed for up to five rounds.
- Mindlink: Can’t communicate, but has EX mindlink with Mirage.
- Heightened Sight: Sees into the ultraviolet and infrared spectrums with RM ability.
- Heightened Hearing: AM rank.

Wolfoid Form: In wolfoid form, Rahne has the following abilities:

F: GD(10)
A: GD(10)
S: TY(6)
E: RM(30)
R: PR(4)
I: EX(20)
P: GD(10)

Health: 56
Karma: 34

- Claws: GD edged damage.
- Bite: TY edged damage.
- Tracking: TY ability.
- Movement: Sprint at GD ground speed for up to five rounds.
- Mindlink: RM mindlink with Mirage.

TALENTS: Student, Bilingual (English and Scottish).

GROUPS: Member of the New Mutants.

IN BRIEF: A young Scottish mutant and ward of Moira MacTaggart, Wolfsbane joined the New Mutants under Prof. X’s leadership. She has remained with the team ever since.



SCARLET WITCH

Wanda Maximoff

F: GD(10)
A: GD(10)
S: TY(6)
E: EX(20)
R: GD(10)
I: EX(20)
P: RM(30)

Health: 46
Karma: 60
Resources: TY(6)
Popularity: 0

KNOWN POWERS

Probability Manipulation: AM ability in areas she can view. This ability can cause unlikely situations

to become likely, and the impossible possible. In game terms, the player running the Scarlet Witch decides to use this ability and the Judge makes a ruling on what happens. On a successful Power FEAT, a random occurrence happens to the player's advantage, on a failed FEAT it functions to the Scarlet Witch's disadvantage. When operating against unnatural or unknown materials or energies, the FEAT roll is -1CS. Typical occurrences that have happened in the past include the following:

- Spontaneous combustion of flammables.
- Jamming of weapons.
- Shorting out of equipment.
- Disruption of energy fields.
- Sudden falls.
- Explosions of water mains and gas lines.
- Cracks appear in any material.
- Sudden strong breezes.
- Deflection of objects in mid-flight.
- Rapid rust or oxidation of materials, weakening them.

Magic Use: A dabbler in the Arcane,

Wanda can use the following spells:

- Eldritch Bolts of EX force.
- Shields of IN strength against Mystical attack.
- Telekinesis of GD rank.

LIMITATIONS: Multiple mental stresses have driven the Scarlet Witch insane, causing a fundamental personality change. (These stresses include the dismantling of her husband, the revelation that her children are magical illusions, and possession by a group of organisms

claiming to be the driving force of evolution). The Scarlet Witch acted briefly as an evil mutant, using her powers without restraint. Her powers and abilities are unchanged, but a Psyche FEAT may be required to determine sudden, odd actions.

TALENTS: Mystic Background, Occult Lore, Bilingual (Hungarian and English).

GROUPS: Former member of the Original Brotherhood of Evil Mutants; former member of the Avengers.

IN BRIEF: The twin sister of Quicksilver and the daughter of Magneto, the three were members of the original Brotherhood of Evil Mutants. Wanda and Pietro left Magneto and joined the Avengers. Recent events have unbalanced Wanda's mind, and she was used as a pawn by Immortus in a plot to control time. She is currently recovering and it is unknown if her powers will return, and in what form.

Currently, she has been affected by Kulan Gath's spell and works as one of his Guard hunting other superhumans for her master.



VISION

F: RM(30)
A: EX(20)
S: AM(50)
E: IN(40)
R: EX(20)
I: GD(10)
P: RM(30)

Health: 140

Karma: 60

Resources:PR(2)

Popularity: 30

KNOWN POWERS:

Density Manipulation, Self: The Vision can control his density with Unearthly ability. His normal density rank is Good. At densities above Good, the Vision gains Body Armor equal to the density rank. At densities above Incredible, he suffers a -1CS to his Fighting and Agility. At densities above Amazing, use the density rank instead of Strength in charging combat. At Unearthly

density, the Vision cannot move. The Vision can shift density ranks from Shift 0 to Unearthly or any rank in between, almost instantly. The Vision has developed a number of established power stunts with this power:

- Phasing through solid objects at Shift 0 density. Unlike normal Phasing, this does not cause malfunctions in electronics.
- Flight at Shift 0 density; speed is Poor.
- Disrupting living targets or non-living materials by solidifying inside them. Damage inflicted is equal to Visions chosen density rank; the target's body armor is ignored. The Visions computer precise mind allows him to use this stunt with little risk of killing living beings.

Life Support: The Vision has Incredible Life Support powers and can survive in space for up to 40 rounds. He does not need to eat or breathe.

Solar Beams: The Vision can fire laser-like beams of solar heat (Energy attack) from his eyes or from the jewel in his forehead. Damage and range are Remarkable (8 areas).

Solar Regeneration: The Vision has this Power at Amazing rank. Indoors, the Vision can still heal at accelerated rate if solar or laser energy is directed at the jewel in his forehead.

LIMITATION: When the Vision was originally built, there was a "control crystal" in his brain that prevented him from having a fully human personality and also made him vulnerable to technological

mind control devices (-2 CS to Psyche). The Vision recently removed the crystal so this limitation is no longer in effect.

TALENTS: The Vision has Repair/Tinkering talent.

CONTACTS: The Vision is an Avenger of long standing. His best friends in Leonia are Glynis and Ilya Zarkov, the stage magicians (and jewel thieves) Glamor and Illusion.

BACKGROUND: Ultron-5 obtained the deactivated body of the android Human Torch, originally built in 1939 and forced the android's creator, Prof Phineas T. Horton to remove the android's flame powers and replace them with the ability to synthesize energy and the ability to manipulate its density. Ultron then erased the Human Torch's memories, and gave the android a new personality based on that of Simon Williams, Wonder Man. Originally programmed to destroy the Avengers, the Vision turned against Ultron-5 and helped to destroy the robot. Joining the Avengers, the Vision had along and illustrious career, finally assuming the leadership of the Avengers on Earth during the first Secret War. By this time the control crystal in the Vision's brain was malfunctioning, causing him to concoct a misguided plan to impose peace on the world by controlling military and civilian computer networks. The Avengers convinced him to abort the scheme. and the Vision removed the defective control crystal.

He was ultimately forced to resign from the team. Despite his originally "cold, unfeeling" demeanor, the Vision's love for the Scarlet Wilch has always been strong. With the removal of the control crystal, the Vision was able to develop a completely human personality. Recently, the vision developed strong family ties. He now regards Wonder Man as a brother, and the strong emotional bond between Vision and Wanda enabled them to have children through mystical means.

Currently, he has fallen under Kulan Gath's spell and works as one of his Guard hunting other superhumans for her master.



VIZIER'S GUARD (Humans)

F: GD(10)
A: GD(10)
S: TY(6)
E: GD(10)
R: TY(6)
I: TY(6)
P: TY(6)

Health: 36
Karma: 18
Resources:TY(06)
Popularity: -2

TALENTS: Sharp Weapons skill.

IN BRIEF: These foot soldiers are the standard agents of law-enforcement in Hyborean Manhattan. They routinely patrol Kulan Gath's city enforcing his will. These soldiers are NYPD police officers transformed by the spell, and so are not evil. They are, like all of the current citizens, under the influence of dark magic.

EQUIPMENT: All of the Vizier's Guard carry short swords, shields and some wear chainmail and are equipped with bows.

Name: Sword Damage: 10
Type: EA Strength: EX

Name: Regular Bow Range: PR
Damage: 6 Type: S
Rate: 1 Shots: 1 Material: PR



XAVIER/ CALIBAN

F: TY(6)
A: GD(10)
S: RM(30)
E: AM(50)

R: IN(30)
I: AM(50)
P: MN(75)

Health: 96
Karma: 155
Resources: FE(2)
Popularity: -10

KNOWN POWERS

Telepathy: UN rank. Xavier, the world's premiere telepath, has developed a number of power stunts:

- Mental probe of MN rank.
- Mental invisibility ("clouding men's minds") of MN rank.
- Mental blast of MN stunning intensity, 20 area range.
- MN ability to alter or erase a target's memories.

Astral Form: MN ability.

Mutant Detection: AM ability, within 25 miles.

Fear-Enhanced Strength: When Caliban is afraid, he can boost his Strength to RM (and Health to 76). The increased Strength lasts until he fails a Green Endurance FEAT or until the cause of fear goes away. He may use this ability no more than once per hour.

Emotion Projection: Caliban can project fear with IN intensity. The target must be no more than one area away and fail a Psyche FEAT to be affected. Affected targets flee.

Night Vision: Caliban can see in the dark and suffers no penalty for fighting in darkness.

LIMITATIONS: For the bulk of his

adult life, Prof. X was confined to a wheelchair, and unable to use his legs. This situation has since been corrected (by creating an entirely new body). Prof X's other abilities remain the same whether wheelchair-bound or not.

TALENTS: Genetics, Electronics, Engineering.

GROUPS: Member of the Morlocks./ Mentor of the original X-Men and New Mutants; member of the Starjammers.

IN BRIEF: Finding himself trapped within the Hyborean barrier spell, Professor Xavier was captured by Kulan Gath, along with a number of other super powered beings in an attempt to remove the most powerful of the opposition before they could thwart the mad sorcerers' plans. Kulan Gath used his magic to merge Professor Xavier with the Morlock known as Caliban, so that he would be both more controllable and more capable to hunt down the remaining super powered beings within Hyborean Manhattan. Xavier/ Caliban is now firmly under the Sorcerer's spell and works as one of his hounds.



BLACK QUEEN

Selene

F: GD(10)
A: EX(20)
S: RM(30)
E: AM(50)
R: GD(10)
I: AM(50)
P: AM(50)

Health: 110

Karma: 110

Resources:AM(50)

Popularity: -10

KNOWN POWERS

Psychic Vampire: UN ability, on touch. Drains Psyche rank of victim to restore lost Health (max of 110 Health). Victim loses Health equal to lost Psyche. If Health reaches 0 as a result, the victim dies and disintegrates. If Health is greater than 0, the victim is alive and Selene has MN intensity Psychic Control. If she chooses, Selene may turn partially-drained individuals into psychic vampires with this power at their original Psyche rank.

Body Armor: GD protection (psychic in nature).

Psi Screens: AM protection from psionic attacks. Can't use in same round as other mental powers.

Telekinesis: UN control over inanimate objects. Can disintegrate inanimate objects made of materials of MN strength or less.

Pyrokinesis: UN control over fire.

Telepathy: IN ability.

Telepathic Force Bolts: IN intensity.

Momentary Trance: AM intensity, lasts one round. Used with Momentary Speed to create illusion of vanishing.

Momentary Speed: Shift Y Ground Speed, 1 round in 10.

Magic: Master Ability, MN ability in illusions, control, and summoning magics. This will cause aging and loss of life energy (no FEAT roll, as described below). Needless to say, this power is rarely used.

LIMITATIONS: All psychic powers other than the Psychic Vampire-power may cause loss of Health. For each ability used at EX rank or higher, make an Endurance FEAT. Failure indicates loss of 10 Health. If Health drops below 0, Selene begins to show her true age.

TALENTS: Multi-lingual (English and Latin, so far).

GROUPS: Citizen of Nova Roma; Black Priestess of the Cult of Fire; Black Queen of the Inner Circle of the Hellfire Club.

IN BRIEF: An ancient sorceress who has dwelled both in ancient Rome and in the secret Amazon colony of New Rome, Selene has returned to society as a member of the Inner Circle of the Hellfire Club.

Unbeknownst to Kulan Gath, Selene realizes that he has returned.

Being a powerful sorceress in her own right, she is immune to the memory wiping effects of his spell. Selene teleports into the city, kills a number of his guards, and begins to look for other super powered beings that she can recruit in her fight to seize power from him.



PHOENIX

Rachel Summers Incarnation

F: GD(10)
A:EX(20)
S: GD(10)
E: IN(40)
R: GD(10)
I: RM(30)
P: MN(75)

Health: 80

Karma: 115

Resources: PR(4)

Popularity: 12

KNOWN POWERS:

Telekinesis: MN ability, with the following power stunts:

- Force field of AM protection vs. physical and energy attacks, one area radius.
- Mental bolt of AM stunning intensity, three area range.
- Kinetic bolt of either AM force damage or AM grappling ability.

- Flight at EX airspeed for herself and up to two others.
Invisibility: AM rank, by "clouding men's minds." This has no effect on cameras and other mechanical sensors.
Telepathy: AM ability.
Mutant Detection: AM ability and range.
Phoenix Force: When using her powers at maximum, Phoenix conjures the flaming bird-image of the Phoenix Force. This image inflicts TY flame damage when used. She herself is immune to this cosmic flame.

TALENTS: Acrobatics, Martial Arts C and E.

GROUPS: Former member of the X-Men and Excalibur.

IN BRIEF: A native of an alternate future where Phoenix lived and Senator Kelly died, Phoenix was the daughter of Phoenix/Jean Grey and Scott Summers. As the Sentinels took over this future Earth, Phoenix was sent into the past to undo the damage. She served alongside the X-Men of this dimension. Kidnapped by Spiral, and her memories altered or erased, she became one of Mojo's star attractions before escaping back to this Earth. Here she rejoined Shadowcat and Nightcrawler as a member of Excalibur.



MAGMA

Amara Juliana Olivians Aquilla

F: GD(10)
A: EX(20)
S: TY(6)
E: IN(40)
R: RM(30)
I: GD(10)
P: GD(10)

Health: 76
Karma: 50
Resources: GD(10)
Popularity: 5

KNOWN POWERS

Earth Control: MN, allowing her the following power stunts.

- Create MN damage earthquakes in four area range.

- Create miniature volcano, MN damage, four area range.

- Transform stone into molten lava, reshape it, and let it cool in new shape.

Body Armor: GD protection against physical attacks. UN protection vs. fire and heat attacks.

Flaming Form: Gives off EX inten-

sity light and GD intensity Heat. Lava Blasts: MN intensity, three area range. Can use this ability to tunnel through material of MN strength or less.

Healing: Magma regains her Endurance rank in Health every 10 rounds, if on the ground. If reduced to 0 Health, she will fall unconscious for 1-10 rounds, at the end of which time she will regain her full Health. No check for dying is necessary.

LIMITATIONS: Magma's powers are weakened when she is not in contact with the ground. For every 10 rounds without such contact, she uses her powers at -1CS, up to a maximum of -3CS. The penalty disappears after 10 rounds of direct contact with the earth.

TALENTS: Student, Sword, Computer, Jungle Survival, Bilingual (Latin and English).

GROUPS: Former member of the New Mutants.

IN BRIEF: Magma is a native of Nova Roma, an ancient Roman colony in the Amazon region, which survived to this day. She joined the New Mutants in order to discover more about the outside world, but has since returned to her native land.



MAGIK

Illyana Nikolievna Rasputin

F: EX(20)
A: GD(10)
S: GD(10)
E: IN(40)
R: GD(10)
I: EX(20)
P: AM(50)

Health: 80
Karma: 80
Resources: IN(40)
Popularity: 0

KNOWN POWERS

Teleport Discs: Magik's AM rank ability allows her to create discs which teleport the individual(s) standing on them. The discs teleport to Limbo, where a second set teleports to another location. Magik must make a Psyche FEAT to target the disc correctly. A failed roll means the teleporters appear up to a quarter-mile away from the desired point. An unwilling target may attempt to Dodge to avoid being captured by a teleport disc. **Soulsword:** Magik could summon the soul sword, a physical manifestation of her magical powers. The sword inflicts MN edged damage to magical creatures (including those from mystic dimensions). It

inflicts no damage to non-magical creatures, machinery, or robots. If such an item is magically controlled, possessed or transformed, the magic will be dispelled at the UN rank.

Psi-Screen: MN protection against psionic attacks, mind-control, and other telepathic abilities.

Body Armor: Appears upon use of magic at the EX rank, increasing +1 CS/round to a maximum of AM. Disappears at close of combat or spell use.

Magic: Magik was the sorceress supreme of her native "Limbo," but her powers were greatly reduced on the Earthly plane. On Earth, in addition to summoning her soul sword, Magik can perform the following magical acts:

- MN ability to create an astral form.

- MN ability to detect magical auras.

On her home plane, she had similar abilities to those of Belasco, allowing her to utilize at least the following spells:

- Imitation at MN rank.
 - Mind Control at UN rank.
 - Magic Detection at UN rank.
 - Scrying the Earthly Plane at UN rank.
 - Body Transformation-Others at UN rank.
 - Eldritch Beams at MN rank.
 - Ensnaring at UN rank.
 - Fire Control at MN rank.
- Darkchilde Variation:** With the

unleashing of the Inferno in New York, Magik turned fully to her dark side. The Darkchilde was a demonic mutation of Magik, and had the above stats, with the following modifications:

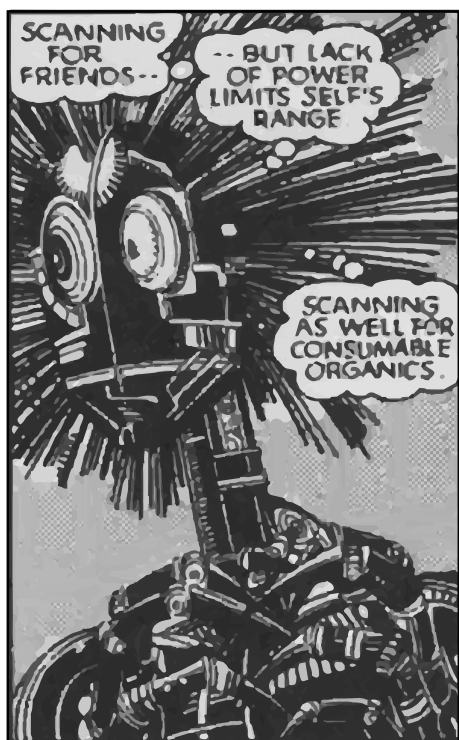
- Body Armor became IN.
- Illyana could use all spells as in Limbo.

TALENTS: Student, Mystic Background, Bilingual (Russian and English). *(For the sake of this story, Magik is also considered to have the additional language of Ancient Hyborean, as part of her Mystic Background.)

GROUPS: Former member of the New Mutants.

IN BRIEF: Illyana is the younger-sister of Colossus, captured by Belasco and raised in Limbo. Illyana defeated Belasco and escaped Limbo, eventually becoming one of the New Mutants. Continually warring with the darker side of her magical abilities and personality, Illyana became the Darkchilde during the Inferno. The Darkchilde was slain, and within its armor was found the young Illyana, restored to her age and appearance before Belasco kidnapped her. Illyana returned to her parents in Russia, and the soul sword appeared, its blade trapped in stone, at the base of Excalibur's lighthouse.

Kulan Gath's spell had no effect on Magik, so she is currently wandering through Hyborean Manhattan looking for help in fighting the mad Sorcerer.



WARLOCK

F: GD(10)
 A: EX(20)
 S: RM(30)
 E: IN(40)
 R: IN(40)
 I: GD(10)
 P: GD(10)

Health: 100
 Karma: 60
 Resources: FE(02)
 Popularity: 3

KNOWN POWERS

Shapechanging: Warlock's technoorganic body is a mutable form, allowing him the following power stunts:

- Increase size from two feet to 200 feet.
- Reshape his form into functioning

machines (planes, helicopters, spaceships, etc.), mimicking the functions of those machines, up to MN level.

- Equip his machine-selves with energy or force rays, maximum of IN damage, three area range.

- MN ability to assume organic appearance.

AM skill at mimicking particular humans.

- Crate optical sensors and other parts up to two areas from his main form.

Body Armor: Warlock's body is EX material strength and is equivalent to EX body armor. Upon taking IN damage or more from a single attack, Warlock loses control of his form, taking on a splattered appearance.

Conversion: Warlock can regain lost Health by converting living, organic objects to a crystalline matrix, then draining the matrix of life energy. Warlock regains Health equal to the target's Health or material strength. He does this with MN ability and the target can make an Endurance FEAT to avoid. Like Rogue, Warlock must make flesh to-flesh contact for this power to work.

Interstellar Travel: Warlock has CL 1000 ability to travel in outer space. He is immune to the effects of vacuum.

TALENTS: None, but he watches a lot of TV, and often assumes forms from popular culture.

GROUPS: Member of the New Mutants and the Fallen Angels.

IN BRIEF: The son of the alien Technarch ruler, Magus, Warlock shows human-like emotion, curiosity, and cowardice. Curiosity caused him to flee his father and seek refuge on Earth, where he joined the New Mutants. Aside from a brief sojourn with the Fallen Angels, he has remained with them ever since.

Kulan Gath's spell had no effect on Warlock, due to his alien origin, so he is currently hiding in Hyborean Manhattan looking for help in rescuing the other New Mutants from the mad Sorcerer.



CHIEF ARCHIVIST OF THE TEMPLE OF MITRA

Arilynn

F: GD(10)
 A: GD(10)
 S: TY(6)

E: GD(10)

R: GD(10)

I: TY(6)

P: TY(6)

Health: 36

Karma: 22

Resources:TY(06)

Popularity: 4

TALENTS: Bibliophile, Demonologist, Runesmith. Scholar of Antiquities, Theoginist.

IN BRIEF: Arilynn was the Chief Archivist of the Temple of Mitra, what was formerly known as the New York Public Library. The temple lays in waste since Kulan Gath's attack. Arilynn is a devout follower of Mirta; The Lightbringer, and will attempt to help any who oppose Kulan Gath. She is a normal human, but her knowledge of the supernatural and occult is extensive. She may be able to provide valuable information to those heroes in need.

EQUIPMENT: Arilynn possesses nothing but the scrolls and ancient tomes she managed to save from Kulan Gath's attack. She keeps these hidden deep in the ruins of the temple, for the time being.



DOCTOR STRANGE

Stephen Strange

Sorcerer Supreme of the Earth
Dimension

F: GD(10)

A: EX(20)

S: TY(6)

E: RM(30)

R: GD(10)

I: MN(75)

P: UN(100)

Health: 66

Karma: 185

Resources:GD(10)

Popularity: 18

POWERS:

Mastery Level—Sorcerer Supreme of the Earth Dimension and Master of the Order School of magic.

Doctor Strange has access to most magical powers and spells. The following are those powers always available to him.

Personal

ALTERATION—APPEARANCE: (Amazing) Doctor Strange can change his own appearance as well as the appearance of those in the same area.

ASTRAL PROJECTION: (Unearthly)

LEVITATION: (Incredible)

SHIELD — INDIVIDUAL: (Monstrous)

TELEPATHY: (Unearthly)

All other Personal spells he may use are of a Monstrous power rank.

Universal

CONJURE: (Amazing)

ELDRITCH BEAMS/BOLTS: (Amazing)

MESMERISM:(Amazing)

TELEPORTATION:(Unearthly)

All other Universal spells he may use are of an Amazing power rank.

Dimensional

CYTTORAK:(Amazing)

DIMENSIONAL APERTURE: (Monstrous)

HOGGOTH: (Amazing)

RAGGADORR: (Monstrous)

SERAPHIM: (Amazing)

VISHANTI: (Unearthly)

All other Dimensional powers he may use are of an Amazing power rank.

Miscellaneous Spells

MISTS OF MORPHEUS: (Monstrous)

SPELL OF SILENCE: (Automatic)

No FEAT roll needed.

All other Miscellaneous spells he may use are of an Amazing power rank.

MAGIC ITEMS:

BOOK OF THE VISHANTI

CLOAK OF LEVITATION

DARK HOLD (Seldom used by Doctor Strange)

EYE OF AGAMOTTO

ORB OF AGAMOTTO (See the Magic Item section in Book 2.)

TALENTS: As part of Doctor Strange's training in the Far East he learned the basic techniques of martial arts. He can Stun and Slam opponents of greater Endurance

than his Strength. Though he no longer practices medicine, Doctor Strange's Reason is Remarkable in general medicine and Incredible in medical surgery.

BACKGROUND: Stephen Strange was a brilliant, ambitious, and somewhat arrogant neurosurgeon whose meteoric career was cut short when an accident injured his hands. Although he was offered many consulting positions, his pride prevented him from accepting. After Strange's fortune was lost on many failed attempts at finding a "miracle" cure for his injured hands, he quickly degenerated into a drunken derelict. Strange then heard of a learned man in Tibet, known only as the Ancient One, who could work miracles. Strange completed the journey across the ocean and the frozen wastes of the Himalayan Mountains, and just as he reached the limits of his endurance, he stumbled upon the Ancient One's palace. Unsure of Strange's worthiness, the Ancient One proved reluctant to accept the former derelict as his pupil. But when Strange warned the sorcerer of the treachery of Baron Mordo, a student of the Ancient One, Strange became the sorcerer's disciple. In time, the Ancient One left this mortal sphere and the position of the Earth Dimension's Sorcerer Supreme passed to Doctor Strange. He has, during his tenure, successfully thwarted many would-be magical tyrants, including his oldest nemesis, Baron Mordo; prevented numerous extradimensional invasions by other Sorcerers Supreme,

most notably Dormammu.

Things have taken a turn for the worse for the good Doctor. When Kulan Gath returned, he managed to take Doctor Strange by surprise and warped his body with magic so he couldn't cast any spells in defense. Doctor Strange is currently the prisoner of Kulan Gath.



WONG

Manservant to Doctor Strange

F: RM(30)
A: EX(20)
S: TY(6)
E: EX(20)
R: GD(10)
I: GD(10)
P: GD(10)

Health: 76

Karma: 30

Resources:GD(10)

Popularity: 0

POWERS :
None.

MAGIC ITEMS:

TALENTS:

Wong is a master in the martial arts of Kamar-Taj and has Martial Arts: A & C.

BACKGROUND:

Wong is the devoted servant and friend of Doctor Strange. Currently, Wong is minding the Sanctum Sanctorum while Strange is being held captive under orders of the Doctor himself. He was instructed to guard the Sanctum and assist those who might have resisted the power of Kulan Gath's spell. Wong wants to see his master returned and to that end, he will help would be heroes by sharing information with them in the hopes that they might be able to help the good Doctor.



SPIDER-MAN

Peter Parker

F: RM(30)

A: AM(50)

S: IN(40)

E: IN(40)

R: EX(20)

I: GD(10)

P: IN(40)

Health: 160

Karma: 70

Resources: PR(4)

Popularity: 30/6

KNOWN POWERS:

Wall-Crawling: Spider-Man can adhere to vertical and upside-down surfaces with Amazing ability.

Spider-Sense: Spider-Man has a Combat Sense of Amazing at all times. This spidersense determines potentially dangerous situations and warns the hero by a mental "buzzing." The Intensity of the buzzing is determined by the rank of the potential danger. Spider-Man cannot be blindsided while this form of Combat Sense is in effect, and may perform defensive actions if he makes a successful Intuition FEAT roll. If this sense is denied him, then his Intuition is as listed, and all Agility FEATs are at -1CS for success.

Web-Shooters: Hidden beneath the wrists of his costume are a pair of devices that shoot a stream of ensnaring webbing. The webbing has Incredible Strength in the round it was fired, and hardens to Monstrous Strength in the next round. Spider-Man uses the webbing to restrain opponents, make swing-lines (can travel 3 areas/round in this fashion), as missiles inflicting Excellent Blunt Throwing damage, and make shields of Monstrous material strength. The webbing dissolves after one hour.

Spider-Tracer: Spider-Man carries a number of small homing signals shaped like spiders, tuned to his Spider-Sense. He may track them with Amazing ability up to a mile away.

TALENTS: Parker is a graduate studies chemist who supports himself by photography.

CONTACTS: As Parker, Spider-Man has contacts in the Daily Bugle and with his Aunt May. As Spider-Man, Parker is a loner, but on good terms with Doctor Strange and the Human Torch as well as other heroes.

BACKGROUND: Parker gained his amazing abilities after being bitten by a radioactive spider. He first turned his thoughts to making a profit, but with the death of his Uncle Ben has learned that with great power comes great responsibility. He now devotes himself to fighting for good.

Currently Spider-Man is in dire straits. He had previously encountered Kulan Gath and thwarted his plans at that time, but now that the Sorcerer has returned, he has made it his mission to make the wall crawler pay for his transgressions. After casting his spell on Manhattan, Kulan Gath had his Guard seek out and capture Spider-Man. He is now held captive in Kulan Gath's Towers of Power awaiting the rise of the full moon 2 nights from now, when his life will be sacrificed to Shuma-Gorath, sealing the spell of Transformation and expanding it outward over the rest of the world. . unless Kulan Gath can be stopped!



ABOUT HYBOREAN MANHATTAN

The following section provides a brief overview of the transformed Manhattan noting places of interest. These locations can be found on the map of Hyborean Manhattan located at the end of this section. See **'Extra Encounters!'** on p.69 if you'd like to create some additional events for your heroes!

Within the perimeter of Kulan Gath's Spell of Transformation, the entire modern isle of Manhattan has reverted to the Hyborean age. Skyscrapers have become rough-hewn stone towers. Apartments are now huts of thatch and adobe. Automobiles have been replaced with horses and firearms replaced with

honed steel. The spell doesn't alter personal relationships or memories. Friends remain friends, families-families. It's just their external realities that is different. Their lives are now defined in terms of the age they living in. They believe the whole world is just like Manhattan. To the inhabitants of Hyborean Manhattan, they are the fearful subjects of the Great Vizier, Kulan Gath, as they have always been.

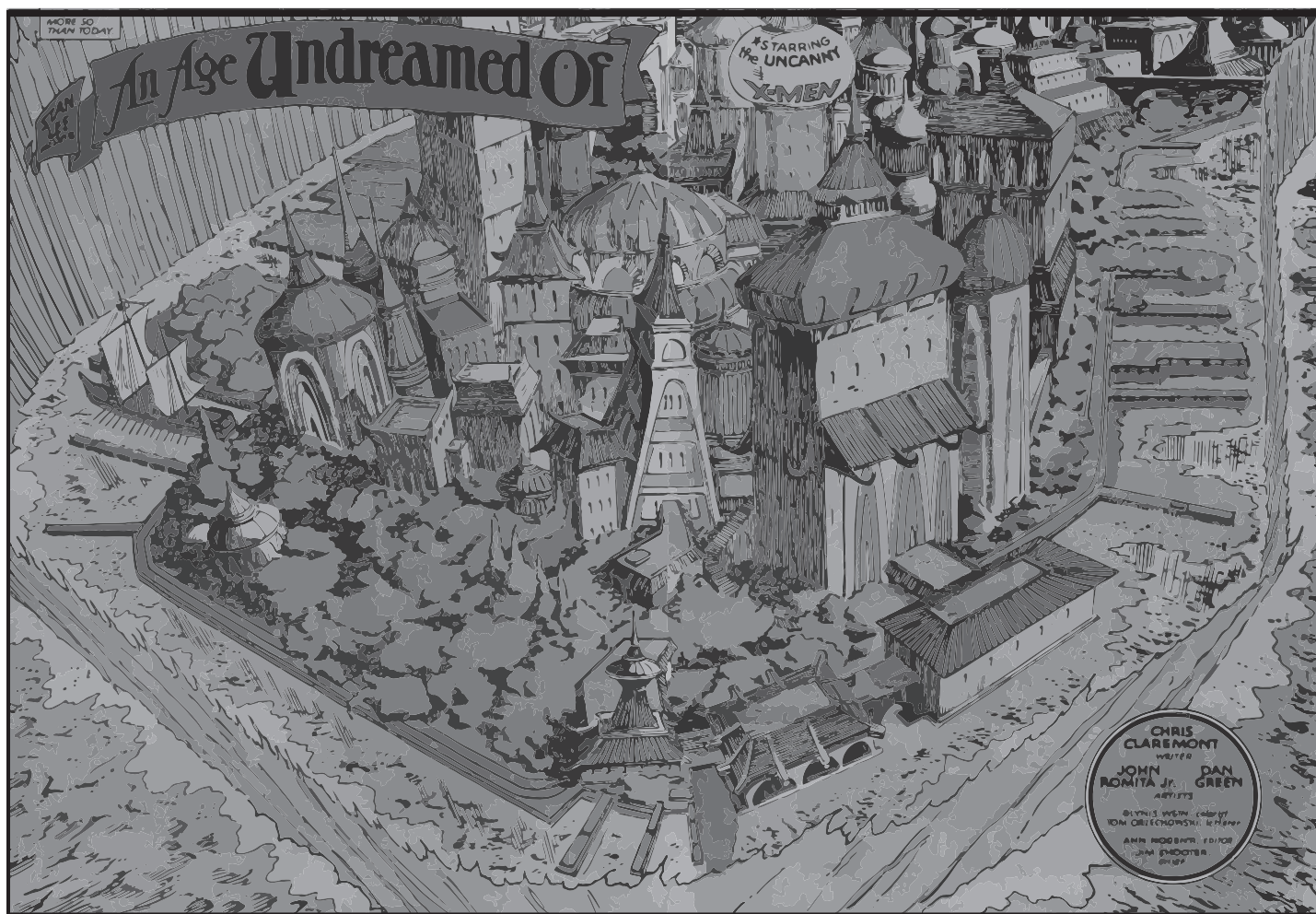
LOWER MANHATTAN

Everywhere in this area, tall stone towers, temples and fortifications resembling some ancient Sultan's kingdom, loom over the shaded thoroughfares running between

them. Carved stone and marble stretch to the sky and great columns stand beside them like men-at-arms. This is the heart of new Manhattan. Much of the trees and ground cover have been cleared to this end, though the whole of the island is far more lush with vegetation than it was before the change. Large numbers of peasants, slaves, and the Great Vizier's guards hustle along earthen pathways, completing their duties as quickly as possible so as not to invoke Kulan Gath's wrath.

The Towers of Power-

Looming above all other structures on the island, stands Kulan Gath's



Towers of Power. Once the proud and shining twin towers, now they stand as a tribute to the Great Vizier and the seat of his power. A vast stone stairway sprawls across the front and extends upward relentlessly for several stories as it winds its way like a serpent around the tower until it reaches the massive reinforced doors that bar passage to any unwelcome visitors. Enormous braziers the size of buildings thrust upward out of the ground, producing giant fires and withering heat as they burn at all hours, keeping passersby a fair distance from them. The towers are connected by thick stone bridges at various levels between the two structures so that one may pass back and forth at will. Carved demons stare down upon the cities' inhabitants menacing with dread for all to see. The Vizier's Guard are always standing watch at the front gates at all times. Many soldiers are seen entering and leaving the towers at all times of the day, as they return to drop off prisoners, tributes, or to attain new orders.

The Brooklyn Bridge-

The 6-lane traffic deck, 85 feet wide, carries 100,000 vehicles every day. A walkway about 10 feet wide runs down the middle of the bridge. New Yorkers walk, jog, and bicycle down this promenade, and there are wood-and-iron benches (Typical strength) for those who want to take a breather on the way. The Brooklyn Bridge remains an architectural landmark, a masterpiece of bridge design. Its towers project the majesty of a Gothic cathedral, and

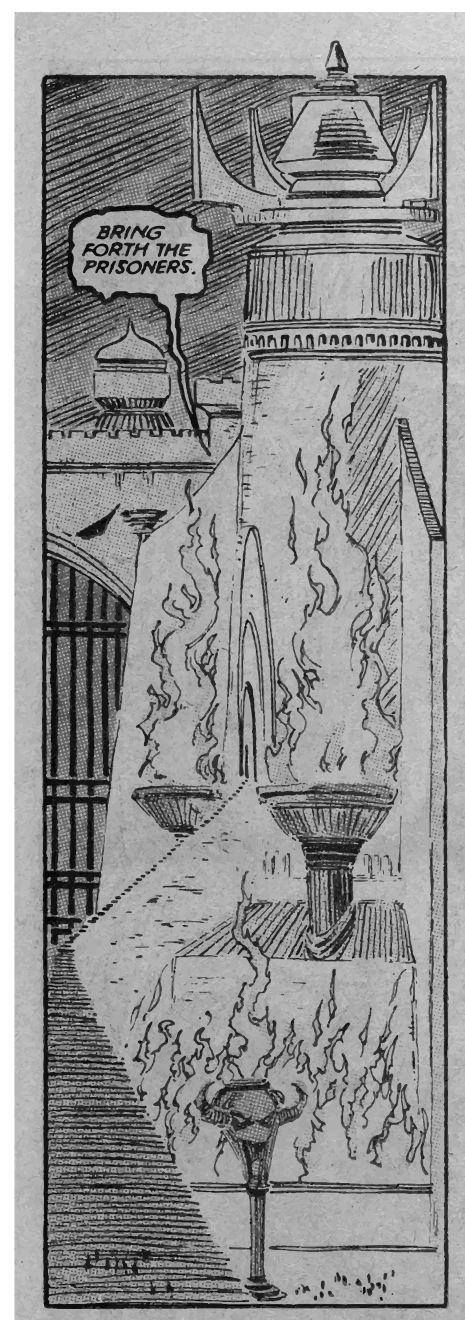
its criss- crossing wires, under the gracefully curving cables, belie the bridge's colossal weight. Beautiful. As the bridge crosses through the spell barrier, its material construction transforms into mostly mortared stone and its appearance, that of a crude, hulking behemoth of a basalt construct with twin statues where it meets the island, of the Great Vizier himself. Guards are always posted on the bridges from the island.

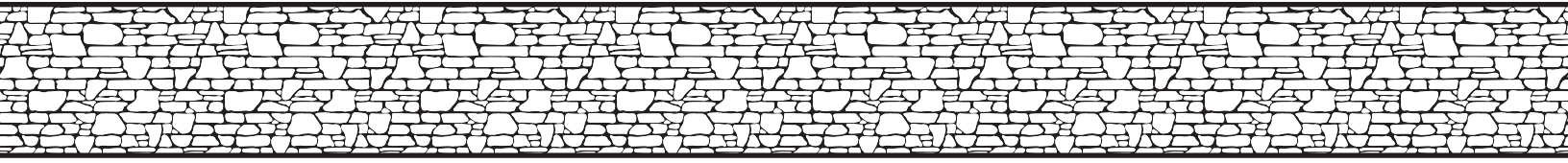
The Great Market Place-

To the Southeast of Kulan Gath's Towers of Power, a vast open-air market stretches out across the cleared grounds. It is a massive collection of tightly packed, brightly colored tents, ranging from small shelters to great pavilions. Items of all kinds can be seen set out on tables, hanging from the tent frames, and carried around in hand carts by the roving traders. Baubles sparkle in the mid-day sun, woven carpets are spread out over barrels and a hundred exotic scents linger in the air. It is filled with merchants, traders, craftsmen, vagabonds, beggars, thieves, and all other sorts from all the classes, at all times of the day or night, though activity at night dwindles significantly. The cries of vendors offering bargains, exotic animals and other items fill the air to make a din through which it can be challenging to follow a particular thread. Though there is always a feeling of fear of the Vizier and his Guards, this part of the Market Place offers some relief from that in the comforting embrace of anonymity. A maze of large and small

pathways reaches out in all directions, and it is easy to lose one's bearings and get lost in the crowd if you're not paying attention. Though the market is patrolled by the Vizier's Guard, it can be less than safe, with all of the cutpurses about. Caution is advised.

The Temple of Shuma-Gorath-





To the North of The Great Market Place and the Southeast of Kulan Gath's Towers of Power, stands the vile monument to the Extradimensional entity known as Shuma-Gorath. It is a giant pyramid like structure of black polished stone, but of unsymmetrical geometry. Two tall obelisk like structures with strange runes carved into them stand on either side of the wide stone stairway leading up to the entrance, which is barred by two large black studded doors. Above the doors is a frieze portraying horrible images of human sacrifice. In the courtyard in the front of the temple, stand two huge braziers filled with burning oil. The fires burn about 15 feet high at all times. Between both braziers, stands a statue carved of black stone, of a round, fleshy eye, surrounded by writhing tentacles. It is the entity, Shuma-Gorath. Black robed priests can be seen in and around the temple at all times of day or night. This whole area gives off an unsettling feeling to any who pass by. Often, at night, one can hear bloodcurdling screams coming from deep inside the temple, but aside from the priests, any who enter are never seen again.

The Holland Tunnel-

Location: The Manhattan entrance lies at Spring Street where it intersects the West Street highway, in the Lower Broadway district. The tunnel exits in Jersey City, New Jersey, at Rademan Place and Boyle Place. Jerseyites enter the tunnel at 12th Street and emerge in a confusing network of streets around Canal in Manhattan. Today up to 2,400

cars an hour use the tunnel. The Holland Tunnel is 8,557 feet (65 areas) long. Actually, there are two tunnels, twin tubes separated by 60 feet of riverbed. Each tunnel is 29 & 1/2 feet in diameter and has two automobile lanes. Ordinarily one tube handles eastbound traffic, the other westbound. But during rush hours (7:00-9:30 AM and 4:00-7:30 PM), one tube is divided to take the overflow. Three lanes handle traffic in one direction-into Manhattan in the morning, away in the evening-and one lane takes the reverse traffic. Each tube has two-foot-wide catwalks on either side, about two feet above the traffic lanes. Only one catwalk has a railing. The railing is steel pipe (Excellent strength) mounted about three feet high. Tunnel police travel the catwalk using custom made motorized carts. The tubes lie about 20 feet beneath the bottom of the Hudson river (and 100 feet below the surface) . The earth above them is thick black silt. Silt is Feeble material at best, but there is a whole lot of it, and it's very heavy. So tunnel walls are built to be virtually indestructible. The tile on the walls is only Typical, and the asphalt on the roads is Good, but the tempered steel of the tunnel casing is at least Shift Z.

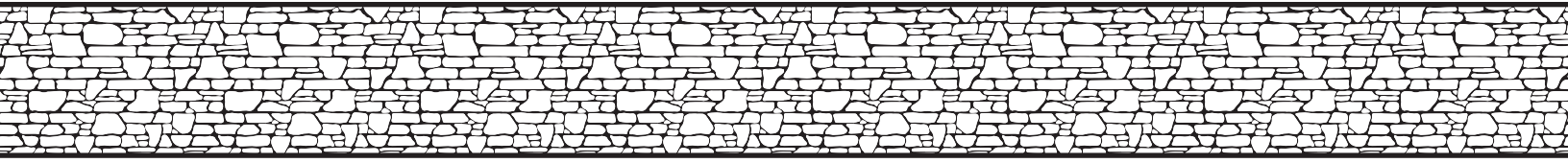
Since the spell of Transformation, the island side of the tunnel is constructed of enormous blocks of cut stone. The entrance is a huge gaping maw of a demon-like creature carved out of stone. The inside of the tunnel is illuminated by mounted torches along the walls.

VILLAGE AND LOWER EAST SIDE

This section of the island has been transformed into vast communities of city dwellers who live in wattle and daub pueblos. There are many merchants and vendors throughout this region and a number of artisans and craftspeople can be found here. Weavers work on great looms and many walls are decorated with their works. Toolmakers work at their fires, tanners prepare their hides and woodcarvers sculpt their wares. The West side of this area is lined with shipping docks and fishing villages that are always active.

Doctor Strange's Sanctum Sanctorum-

This dimension's most powerful magician lives in a peculiar building in New York's Greenwich Village. Doctor Strange's five-story townhouse sits at 177 A Bleecker Street, at the corner of Fenno Place. Before Europeans colonized the New World, American Indians used the site for arcane sorcerous rituals. In colonial times pagan cults built a sanctuary there. Over the course of generations, it has become a focal point for supernatural energies, and, in fact, the house is widely believed to be haunted. All previous structures on the site mysteriously burned down or were otherwise destroyed. Doctor Strange has had better luck with his Sanctum Sanctorum. As sometimes happens with such places of power, the Sanctum is much larger inside than outside. Most of its many corridors, chambers, and furnishings change from time to time, bewildering visitors.



However, the locations and furnishings of several rooms never change, and Doctor Strange never has difficulty finding his way around. Currently, this house remains a bizarre exception to Kulan Gath's spell. Because of the many powerful enchantments, the house remains exactly where and how it was before the spell of Transformation. The city dwellers who pass by, oddly, pay no attention to the Sanctum Sanctorum and do not recognize anything unusual about it. To them it appears to be just another large stone building. It appears as if Kulan Gath himself has not detected the Sanctum, as of yet, for if he did, he would surely attempt to seize it for himself.

The Southwestern Docks-

Along the Southwestern side of the island, are the docks. This part of the city is comprised mostly of fishing villages; boatwrights construct great sailing vessels in their yards, netmakers repair the nets brought in from the fishing boats, and fishermen unload their catch for the fish peddlers to sell from their carts and in the markets. During the day, the docks are quite active, and during the nights, the taverns are the places where the people of this area congregate. Among the locals here, it is known, that, though Kulan Gath rules the island, there is another who quietly maintains control over the docks. If you wish to trade wares, or to import or export cargo, or to employ some less savory characters for some unpalatable work, you must speak with him. He has eyes everywhere

and nothing escapes his notice. His men maintain a room in the back of a local tavern. 'The Great Man' cannot be found there, but his men will take you to see him if your petition is granted and if it is his will.

MIDTOWN

Though all sections of the island are well populated with the homes and shacks of the residents, this area is known for some particularly large structures where many of the population gather, though not so many as the lower part of the island. Many merchants and traders store their wares here in great storehouses, and there is a great deal of bartering going on at all hours.

The Dwelling of 'The Great Man', Wilhelm (Wilson Fisk)-

In the center of the island, there is a large collection of lodges and manners where many of the more wealthy merchants reside. In the centermost court is one such manner in particular. It is a beautifully constructed keep and well-appointed as well. Beautiful tapestries from far off lands adorn the walls, exotic incense burns in polished braziers in each room, and the furnishings are of the highest quality and finest taste. It is known among the city folk, and particularly, among those that live along the docks, that this is the dwelling of The Great Man; a respected and feared spice merchant, a mountain of a man known only as. . . Wilhelm. (GM note: This is the infamous Wilson Fisk, who was within Manhattan when Kulan Gath's spell took effect.) Though he does not recall any life lived

outside of this time, he is as he has always been, he hungers for power. Through his wealth and contacts as a spice merchant, he has quietly assembled a network of spies, strong arms, and other individuals who do various tasks for him, helping him expand his powerbase. Some of these men are always on hand guarding his estate. Though he is nowhere near powerful enough to challenge Kulan Gath in a direct conflict, he bides his time, waits and watches, hoping to find the weakness in the Great Vizier's armor in order to exploit it and seize power for himself. This structure exists on the spot where Fisks' offices once stood.

The Arena-

What was once known as Times Square, is now a massive stone coliseum called 'The Arena'. All of the residents of the island are encouraged to come here to watch gladiators and prisoners alike battle to the death. Kulan Gath himself holds a private section so that he may watch those who he sentences and doesn't kill himself, be judged for the entertainment of the crowds. The Arena is decorated with dozens of statues of great warriors, as well as an enormous statue of Kulan Gath at its entrance. The sands of The Arena are often stained with blood, as are the holding pens beneath it. Great tarpaulines stretch out over the stands providing a modicum of shade. Battles go on here during the day and many vendors ply their wares outside to possible customers. There is always a collection of guards, slave handlers,

merchants and spectators present.

The Doomsayer (J. Jonah Jameson)-

East of center of the island, among the citizenry, stands a large pile of stone ruins. No one recalls what the building once was, (They are the ruins of The Daily Bugle) but everyone knows that this is where 'The Doomsayer' can be found. He is a wild eyed, haggard man of his later mid years with unkempt salt and pepper hair and mustache. He has a crazed look in his eye and carries a tin horn which he uses to capture the attention of onlookers. He cries out the latest news and edicts of Kulan Gath for all to hear and keeps the people informed about the latest events of the island. Though people gather in the yard to hear the news, few trust The Doomsayer, as he is believed to be the eyes and ears of Kulan Gath, always watching and listening.

The fallen Temple of Mitra (New York public library)-

At the center of the island, stands a large pile of ruins where once was New York Public Library. Crushed marble and broken columns lay

piled over the fractured, broad steps of what was once the entranceway to the Temple of Mitra; The God of Light. This fallen place was once dedicated to worship and learning for any who sought enlightenment, that is, until Kulan Gath came to power. One of the first things he did was to lay waste to the temple out of spite to the lightbringer. The citizenry witnessed Kulan Gath's wrath, so now, few venture near this place, lest they attract the attention of the Great Vizier.

GM'S NOTE: There is one who remains and lives within the ruins of the Temple. Arilynn was the Chief Archivist of the Temple of Mitra before it was destroyed. Though she could not prevent its destruction, she is a fierce follower of Mitra and guards these ruins with her life. Unbeknownst to others, she has managed to save a collection or ancient books and scrolls and keeps them hidden within the ruins. She remains the sole keeper of this knowledge and will protect it with her life. She may be willing to assist any who oppose the dark reign of Kulan Gath. More on Arilynn can be found in the NPC section of this

module.

Abaddon's Scullery-

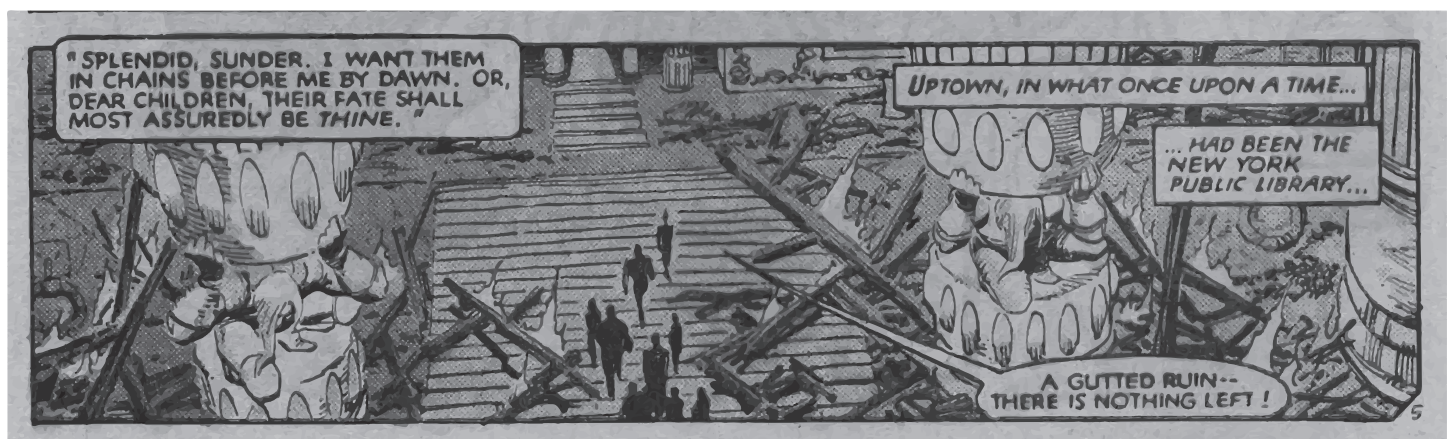
This dismal place was once known as Hell's Kitchen. Many of the lower classes reside here and there is known to be an active criminal element based in this locale, though they are careful not to attract the attention of Kulan Gath or his Guard. The taverns here can be dangerous places, but the locals go about their business as normal.

CENTRAL PARK

A vast section of the island dedicated to raising livestock. Here, the land has been cleared for this purpose and there are no homes out on the hills and meadows, just rolling green for some ways. It provides a much-needed escape from the crowded masses within the busier parts of the island. Here you will find sheep, pigs, goats, cattle and horses all grazing while the occasional shepherd watches over them.

UPPER EAST & WEST SIDES

These areas are moderately populated regions where many farmers and weavers can be found. There is



much more vegetation here than in the lower part of the island.

Roosevelt Island Tram-

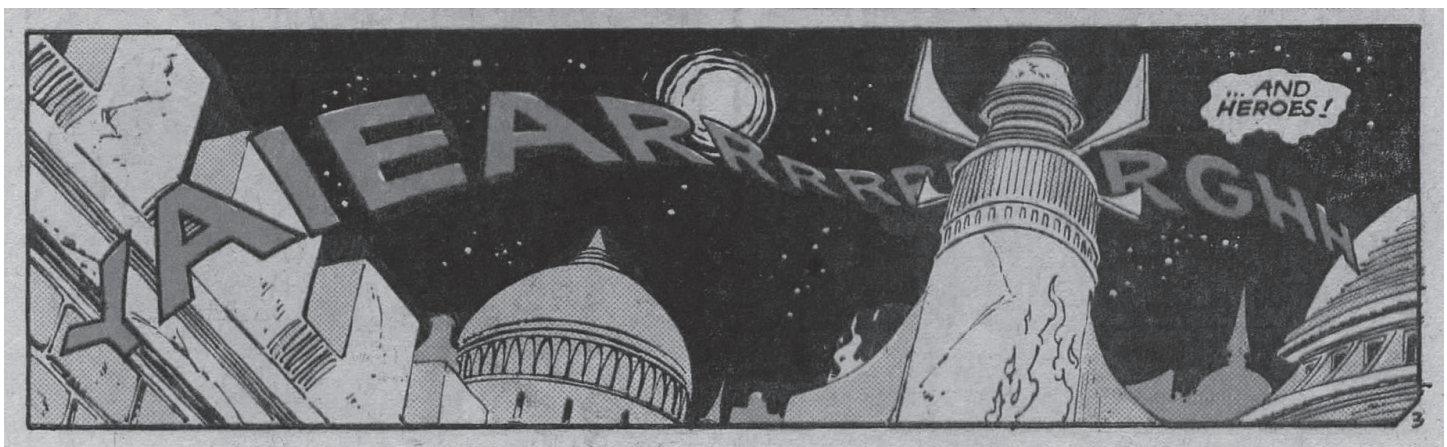
This tram leads from the island to Queens. Since Kulan Gath's spell took effect, it has been heavily patrolled by the National Guard.

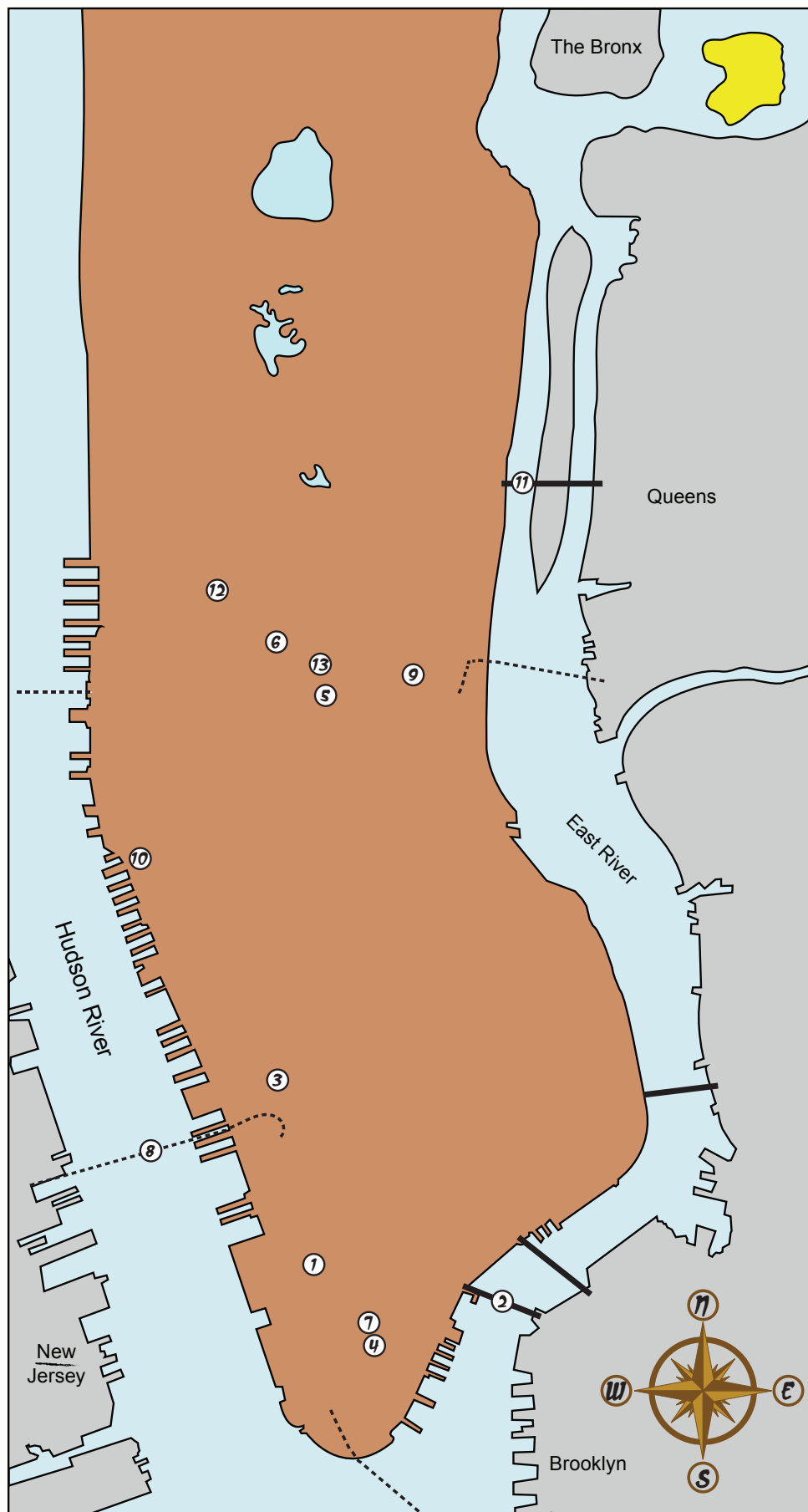
The Morlock Tunnels-

During the civil-defense scares of the 1950s, when Americans feared that Communists would invade their back yards at any moment, the federal government constructed an immense series of tunnels beneath New York City, the surrounding area in New York state, and much of New Jersey and Connecticut. The tunnels were intended for use by the government and the military in the event of nuclear war. The existence of these tunnels was hard to conceal, though officially the project was classified. However, the tunnels were later abandoned during an easing in international tensions. And the passage of time did what no high-level classification could: it made people forget about the tunnels.

Then the mutant outcast Callisto rediscovered the tunnels. She joined up with another mutant, Caliban, who had the ability to locate others of their kind. Together with the hulking Sunder and the depraved Masque, Callisto claimed the tunnels for her own. She drew more mutant refugees and outcasts, people who sought only escape from the world of humanity, under her leadership. They became the Morlocks, named after the subterranean workers from the H. G. Wells novel *The Time Machine*.

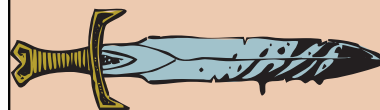
Now the Morlock tunnels are still active and in use, but the Morlocks believe themselves to be the loyal servants of Kulan Gath, thanks to the enchantment he placed upon them. The tunnels open up all over the Island of Manhattan and so the Vizier's Guard seem to have an almost magical ability to be everywhere at once.





HYBOREAN MANHATTAN

1. KULAN GATH'S TOWERS OF POWER
 2. BROOKLYN BRIDGE
 3. DOCTOR STRANGE'S SANCTUM SANCTORUM
 4. THE GREAT MARKET PLACE
 5. THE DWELLING OF 'THE GREAT MAN' (WILHELM (WILSON FISK)
 6. THE ARENA
 7. THE TEMPLE OF SHU-MA-GORATH
 8. THE HOLLAND TUNNEL
 9. THE DOOMSAYER (J. JONAH JAMESON)
 10. THE SOUTHWESTERN DOCKS
 11. ROOSEVELT ISLAND TRAM
 12. ABADDON'S SCULLERY
 13. THE FALLEN TEMPLE OF MITRA (NEW YORK PUBLIC LIBRARY)
- THE MORLOCK TUNNELS



CHAPTER 1: AN AGE UNDREAMED OF!

This chapter marks the beginning of the adventure. There are two Starting Points from which to begin.

The first provides more material and challenges and starts the players off from outside of Manhattan so that gaining entry is a part of their obstacles. This works well if the player characters' base of operations is located outside of Manhattan, though if not, they could have simply been out of town at the time.

The second starting point begins with the player characters already

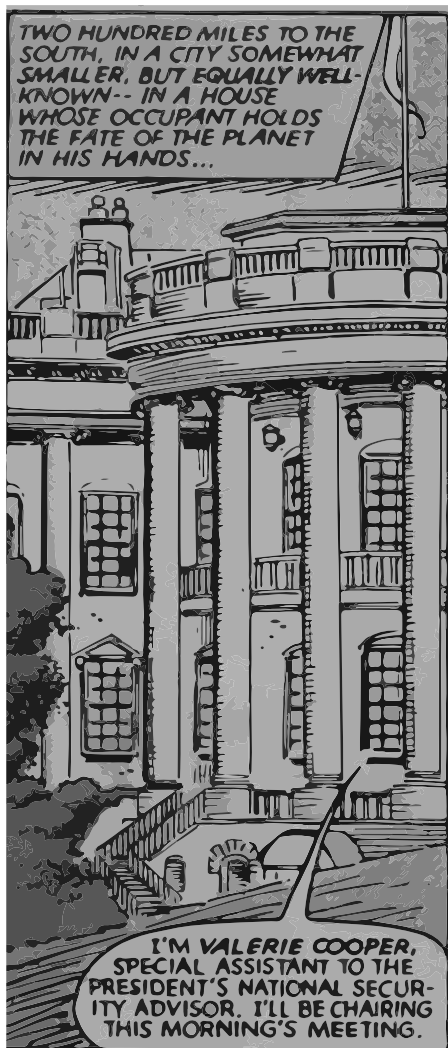
inside Manhattan when Kulan Gath's spell took effect. This works well if the player characters' base of operations is located within Manhattan, if the group had simply been in town to see a show or ultimately, if the Judge wants to move the story along at a faster pace.

SUMMARY: The heroes learn about Kulan Gath's Spell of Transformation on the island of Manhattan and are drawn into the adventure.

STARTING: Depending on if you're using the pregenerated char-

acters, or if you're using this module as part of an ongoing campaign with original player characters, you as Judge may wish to start the players off either outside or inside the Island of Manhattan, depending on your game, where the heroes' home base is located, and if you'd like to add an additional complication to the storyline.

If the player characters' home base is located outside of the island of Manhattan, and if you'd like to start them there, read the following boxed text to the players:



While flipping through channels on the television, you come across a news alert.

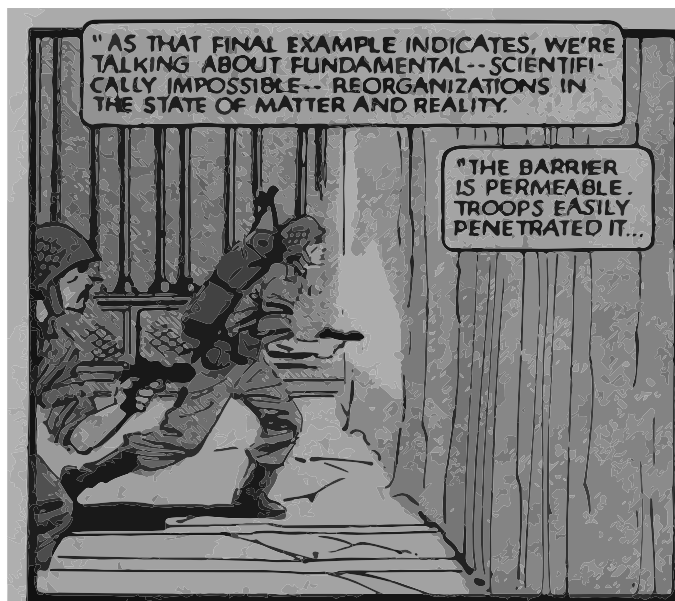
A female reporter stares intently at you clutching a microphone. She appears to be located nearby the entrance to the Holland Tunnel leading into Manhattan. Behind her you can see National Guard troops running, setting up barricades across the entrance to the tunnel as armed reinforcements redirect traffic away. The sound of car horns and irritated drivers can be heard as they are turned away from the tunnel.

The reporter speaks in a firm, clear voice.

"...I'm Christine Everhart and I'm standing outside the Holland Tunnel as the National Guard secure all entrances into and out of Manhattan island in response to the strange curtain of energy that appeared, seemingly, from nowhere

at approximately 1:00 am last night. Though the curtain surrounds the island entirely, it appears to be translucent and from what we can see, the entire island has been somehow transformed into its equivalent historical analog. Police have become civic guards, guns have become swords, and cars have become horses and chariots. This seems to be a fundamental, scientifically impossible reorganization in the state of matter and reality. The curtain appears to be permeable, as troops had been ordered in and, indeed, passed through the barrier, only to be instantly transformed into sword wielding warriors. There has been no reported contact with these soldiers since that time. Evidently, they lost all memory of their true identities and the world they come from. None of those affected voluntarily wish or attempt to leave the island, but some have inadvertently crossed back through the barrier. Since that happens mostly on the rivers, naval

units have been ordered into the area and to keep a constant watch for anyone in the water. Evidently, those people remember their experience, though some don't quite believe it. We have been informed this morning by Special Assistant to the President's National Security Advisor, Valerie Cooper, that repeated attempts to contact Avenger's Mansion, The Baxter Building headquarters of the Fantastic Four, and S.H.I.E.L.D.'s New York field office have failed. They have, however, managed to sight a number of super-beings, which along with the eyewitness accounts of escapees, have confirmed that those heroes, too, have been transformed. This energy curtain doesn't seem to alter personal relationships or memories. Friends remain friends, families-families. It's just their external reality that is different. Their lives are now defined in terms of the age they're living in. They believe the whole world is just like Manhattan. We can only hope that this effect



can be reversed. Until that time, the National Guard has quarantined the island of Manhattan and absolutely no one is permitted to cross the border. More on this as the story breaks. This is Christine Everhart.”

Players may attempt to enter Manhattan via any of the bridges or tunnels depending on where they begin, or they may attempt to use transportation powers.

If they attempt to cross via the bridges and tunnels, see the following Encounter section.

ENCOUNTER: If they have a Popularity of EX or higher, they can attempt to speak with the commanding checkpoint officer. Depending on how the player characters handle themselves, and if the checkpoint officer likes them, they may be asked to wait until their request can be cleared through proper channels. This will take some time. Ultimately, word comes down that the group is either cleared to

try, or refused. The decision falls to the Judge and what they feel best suits their players.

If the players discreetly try to gain any information from some of the National Guardsmen, and are successful, a young, excitable member of the Guard will pass on the following.

“...well, we’re really not supposed to say anything, but seeing as how you’re one of the good guys, and as long as you don’t go telling anyone else. . . I got a buddy stationed in DC and he tells me that Military Intelligence confirms that the city is being ruled over by a Wizard named Kulan Gath, if you can believe it? He says he’s no peach either. Looks like he’s got a bunch of super powered enforcers keeping things in line. He says it looks like they come down HARD on the populace. The worst of it is, he says this Kulan Gath guy actually sacrifices CHILDREN! Can you believe that? Boy, I’m just itching to roll on in there and teach this guy a lesson, but my buddy says right now, no

one’s going in because of the weird memory thing. He says once you cross the barrier, you don’t remember things were any different. I don’t know, but it’s driving me crazy that we can’t do anything. You know?”

If the players are permitted to cross the tunnels or bridges, they proceed alone until they come to the shimmering magical barrier. Once they pass through it, they will be immediately transformed into their Hyborean era selves. Costumes change to reflect the period and they lose all memory of the National Guard, the world outside of Manhattan, or that anything is awry. If they convinced the National Guardsmen to tell them about Kulan Gath, they will only recall rumors that a powerful and evil sorcerer rules over this land and that they should beware. All players immediately speak ancient Hyborean and, from their perspective, they always have. They will no longer understand modern English (or any other modern language for that matter!), if heard. There is one



final point; all players that possess super powers will immediately forget that they have such powers. They may proceed through the tunnel and onto the island, past the interior guards without incident (No one entering the city is questioned as the spell transforms them).

If the players opt to use their transportation powers into the city, the following happens.

If they use flight powers, they may be spotted by some National Guardsmen, the Coast Guard, or the watching media as they head in, but they will be unable to stop the players and the guardsmen will not fire on civilians, of course. When they pass through the barrier, they

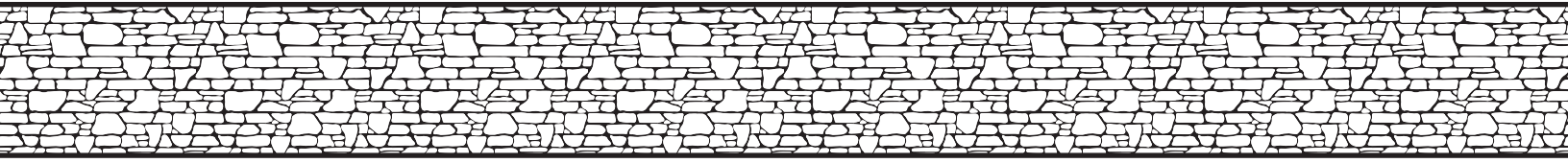
will be instantly transformed and immediately forget that they possess powers at all. This means that a flying character, once he passes through the barrier, his power will shut off and he will fall from the sky, into the water below. All such characters swim only towards the island as the spell compels. The fallen character will have no idea why he was falling or what had happened to him. Just that it had happened.

If they use a teleportation power, they will appear instantly transformed inside the city, their powers will stop functioning and they will forget that they ever had such powers. They will have no desire to leave, as they will believe nothing is

amiss, though they won't recall how they got there.

JUDGE'S NOTE: If the players enter the city in plain sight while exhibiting obvious super-powers, they will immediately attract the attention of the locals, and, if they entered via the bridges or tunnels, most certainly the Vizier's Guards, as they are posted at all known entrances to the island and are already on alert as their master has informed them to immediately capture and bring in any super-powered beings they encounter. This may or may not lead to an immediate combat encounter, depending on how the players enter the city, and how many opportunities for combat the group would





like. As there are a limited number of super-powered beings in the employ of Kulan Gath, it's most likely that the entrances to the island are patrolled by his normal human Guard, armed with sword or bow, shield and armor. See the Non-Player Character Section for stats.

A NOTE ON KARMA: While the Great Vizier is most assuredly evil, his guards are not. They are simply transformed police officers or National Guardsmen who are under Kulan Gath's enchantment, and so are being forced magically to comply with his wishes. Harming them outside of self-defense incurs a Karma loss and killing them under any circumstance means the loss of all Karma for the player. This certainly adds an interesting complication for the player characters!

AFTERMATH: If the player characters managed to enter the city without raising alarm or attracting undue attention, then they may decide where to investigate next depending on what they have chosen as their priorities, relatively free of impediments. Give them a general description of the part of town they arrive in from the section of this module called, 'About Hyborean Manhattan', and let them know what they can reasonably see in the horizon or deduce with their senses, then turn to Chapter:2!

If they came in exhibiting their powers, things get a little more complicated. If the bridge or tunnel guards witnessed the player charac-

ters using their powers, they immediately respond by surrounding the player characters and demanding they submit to their will at sword-point, while one of the guards runs off down the nearest alley, (He is trying to find some of the Great Vizier's Super-powered guards, most likely, some of the Morlocks who regularly patrol different parts of the city in small groups. It will take him 10 turns to run across a team of Morlocks who can help him. He will tell them what happened and they will immediately return looking for the new arrivals with super-powers! Judges should feel free to choose which and what number from among the Morlocks would best suit the desired challenge level for the group).

If the player characters submit, they will be held where they are as the guards nervously await reinforcements. If they offer resistance, most likely they'll make short work of the normal human guards, and though other citizens will see this, they won't want to have anything to do with the situation for fear of Kulan Gath's wrath, and will try to flee the area immediately. If the heroes make haste to leave the area before the passage of 10 turns, they will manage to evade the Morlock reinforcements, though if the fleeing guard made his escape, the Morlocks will now be informed that there are fugitives afoot and will be actively on the hunt.

ALTERNATE STARTING POINT: If the player characters' headquarters are already located in Manhat-

tan, or if they were in Manhattan for some other reason at the time, the Judge can start them off as simply being transformed by the spell when it went into effect. The player characters simply start the game as if they have always lived in ancient Hyborea, having no memory of their past lives or their powers. They are aware that Kulan Gath has been ruling over them, and that he is a cruel and evil sorcerer, but they would have no knowledge of the spell or of the modern world outside of Manhattan. They begin speaking Hyborean and have no understanding of the English language at all (or any other modern tongue, for that matter!) Their general personality and characters would be intact, in that, if they didn't approve of villains before the spell, they still don't now. The player characters may simply begin exploring the area, if they like. Proceed to Chapter: 2!

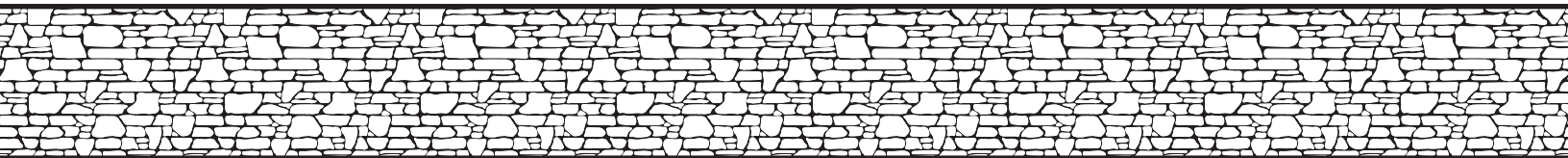
KARMA:

Player Characters amiably convince the National Guard to allow them through the barricades: +5

Player Characters help the National Guard by calming and reassuring the civilians: +5

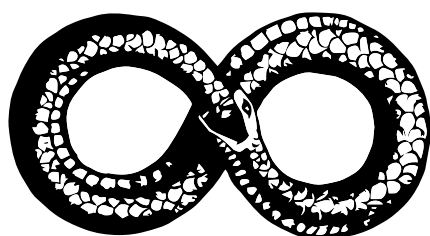
Player Characters convince excitable National Guardsman to provide additional intelligence on Manhattan: +5

Player Characters make it into Hyborean Manhattan with National Guard permission and without incident with the Vizier's Guards: +5



Player Characters break the quarantine and enter Manhattan without permission: -10

Player Characters break the quarantine and enter Manhattan without permission, and are recorded by the media doing so: -20



CHAPTER 2: THE MAGIK TOUCH!

SUMMARY: The group encounters a mysterious young girl in need of help. She turns out to be a Mutant known as Magik. After the heroes help her, she in turn, helps them by breaking Kulan Gath's enchantment over their minds, and provides them with valuable clues to the bigger picture within the city. This is a floating encounter and can take place anywhere in the city.

STARTING: The heroes have either entered the city quietly, or have had to evade the Vizier's Guards at one of the tunnel or bridge entrances and are now, most likely, skulking about trying to keep out of sight (If they're smart!). At some point after the heroes have had a chance to look around, they hear a commotion nearby. Read the following boxed text to the players:

As you walk along the earthen roads of the city, you come across an intersection. There are many wooden carts about and vendors hawk their wares all around. One is selling woven carpets, another; vegetables, another; pelts. The air is heavy with the scent of cooked meats and wood smoke. Around the corner, you see what appear to be a number of the Vizier's Guards standing in the road, partially hidden behind some of the larger carts, their backs to you. They appear to be watching a diminutive figure wearing a grey hooded cloak as she attempts to purchase an apple from the vendor. Suddenly, the lead Guard steps out from behind the cart, sword drawn, and grabs

the woman by the arm, forcing her to drop the apple as he yanks her around to face him, her hood falling back to reveal a frightened young face framed by long blonde hair.

The commander of the Guard speaks in a gruff voice, "Well, what have we here? You couldn't hide from us forever, little girl, and now I have you! The Master is eager to meet you!" He reaches out one hand behind him as his men come out from their hiding places. The apple vendor's eyes widen in terror and he runs off down one of the lanes, leaving his cart by the road. The young girl cries out something in a strange tongue you've never heard before, but the meaning is clear. She jerks her arm free of the lead Guard, spins, and bolts down the thoroughfare. The Guards immediately give hasty pursuit.

The Judge may add as many or as few of the Vizier's Guard to this group as they would like, though for the sake of story pacing and gradual rising tension, these Guards are also all normal human (Hey! Manhattan's a big place! The Enhanced can't be everywhere!).

ENCOUNTER: (See 'The Inner-City Alleys' map on pg. 47.)

Though the heroes might be trying to keep a low profile, one would imagine they might take issue with a number of large, armed and armored men running down a small girl in the streets.

The Guards chase the girl down the

street and into a nearby alley. Pick a character at random and allow him or her to attempt an EX Intensity Intuition FEAT. If successful, the hero notices that there is something unusual about this girl but they can't put a finger on it.

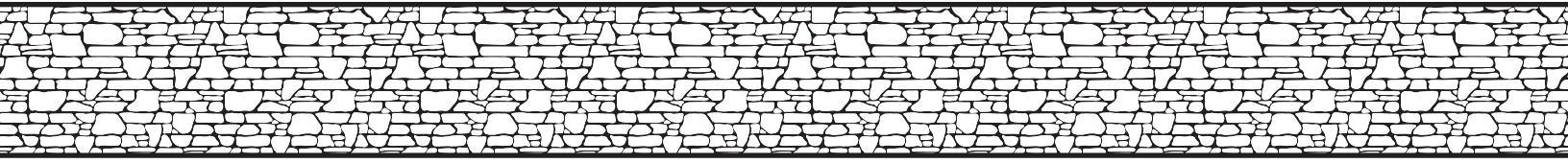
If the heroes do nothing, the girl and the Guards vanish down the alley.

If they decide to intervene, they'll have to chase down the Guards. When the heroes come around the corner, they see that the Guards have the girl trapped at the far end of the alley. There is an exit to the east, but they must have caught up with her before she reached it. She backs up against a pile of crates, trying to keep her distance from the armed and angry Guards that are surrounding her.

If the heroes call out, one of the Guards will turn and bark at them to mind their own business or else risk a severe whipping. The heroes might pick up on the fact that these Guards are not used to having their authority questioned.

If the heroes try to speak to the girl, she looks at them, pleading with her eyes for help!

If the heroes intervene on behalf of the girl, combat ensues immediately (Remember: The heroes don't recall that they possess super powers yet, though if any of the heroes have increased strength, speed, or some other power that might accidentally be triggered during this high stress



situation, the Judge should let this happen and have the player roll to hit (But not kill, as it's out of the player's control.) one of the Guards. This should give the hero a moment of pause, as this is the first time (To the best of their memory) that they have ever exhibited this, or any other power!

When this happens, the girl looks at the hero demonstrating the power with a mix of surprise and hope.

During the battle, the girl, her back to the wall, crouches down and raises her left arm up in front of her as it begins to shimmer and before the heroes' eyes, shining silver gauntleted armor appears over it! in her right hand, appears a bright, glowing silver long sword! (She won't use the sword to strike any of the Guards though. This may make the heroes curious if they notice it.

AFTERMATH: Once all of the Guards have been subdued, the girl lowers her sword and approaches the heroes, looking at them quizzically. Though she doesn't speak their language, she gently raises a hand to reassure them. Then, without warning, she swings her blade in a sudden arc through the body of the hero that demonstrated his powers before he can respond! Read the following boxed text to the player that had been struck:

The girl looks at you closely, curiosity in her eyes as she raises a hand as if to let you know that she means you no harm. Suddenly she whips up the long silver blade

at her side in an arc right through your chest as you gasp for breath! You watch it pass right through you, but your clothes and body suffer not a scratch! Your chest shudders as you feel something like an ice-cold wind blow through the very fibers of your being and in an instant, your mind is flooded with a torrent of sudden memories! You immediately recall the modern world outside of Manhattan, your friends, who you are and why you've come here, as well as all of the time since you passed through the energy curtain surrounding the island leading up to this very moment. The girl lowers the blade quickly and speaks, but this time you understand her perfectly.

"Please, I mean you no harm! The blade hasn't hurt you. It's broken the enchantment placed upon you when you came to the island. Your friends; are they like you? Do they have powers also? I can help them as well, but until I do, they won't understand what I've done for you. We must act quickly!"

With the permission and help of the hero, she will cautiously strike each member of the Player Characters with her blade, freeing each of them in kind from Kulan Gath's enchantment. When she finishes, her sword and armor disappear. As the players look around, they notice that all of the local citizens have fled the area when the battle began. The girl speaks again.

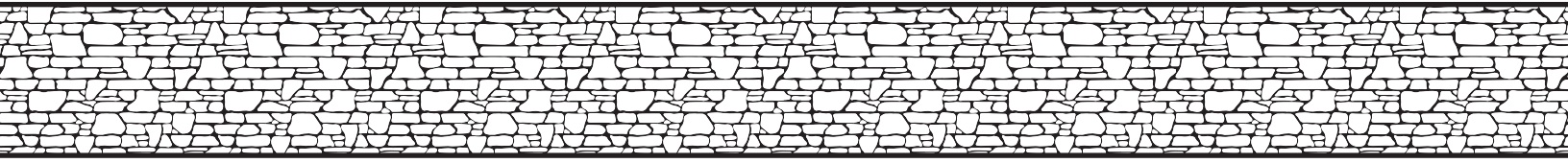
"There's no time! More of them will come. We need to be away from here right now, but I will explain when we're safe. For now, we must go."

If the heroes refuse, she looks saddened, but understands, and quickly heads off on her own.

If they agree, she leads them off, out of the alleyway and through the labyrinth of buildings until after some time, you arrive at a quieter, less populated part of the city and around the back of what appears to be a local tavern. The sound of conversation can be heard from inside, but the heroes no longer understand the language being spoken by the people on the island. The girl takes you to a private door at the back of the building, looks around to make sure no one is watching, and leads you inside.

This appears to be an empty apartment, possibly a back storeroom for the tavern. There are a number of empty tables with chairs resting on top of them along with various supplies piled up against the walls. The girl closes and locks the door behind you and takes a seat on the carpet, inviting the heroes to do the same. She assures them that it's safe here for the time being. The heroes may ask her a few questions at this time. The most important questions and answers are the following:

1. Who are you? The girl sighs, as she settles down, taking some bread from a wrapped bundle behind her and offers to share it with the



heroes. She says that her name is Illyana, but they can call her 'Magik' (If you didn't already know, yes, this is Illyana Rasputin!). She was in Manhattan on her way to meet her older brother when the spell took effect.

2. *Where is her older brother now?*

She doesn't know. They were going to meet and go to a show together. She's been trying to find him, but hasn't had any luck yet.

3. *Why wasn't she affected by the spell?* She explains that she's a Mutant and has a natural resistance to attempts at controlling her mind or other intrusions.

4. *Why didn't she use the sword on the Guards that tried to attack her?* If she had, they would have needed protection and an escort out of the city for their own safety. She couldn't risk the danger to them, or getting caught herself. For now, he's better off as he is.

5. *Who is behind all of this and why?* What she has learned is that an ancient Sorcerer named Kulan Gath has somehow come to this time and place and wants to establish some sort of power base here. He's the one who created the Spell of Transformation that's changed all of Manhattan. She doesn't know why yet, just that he's utterly ruthless and cold blooded. His Guards are everywhere and the people fear them. Aside from the humans that he's forced to serve him, he's also managed to capture and mind control the Morlocks. If the heroes

don't know who the Morlocks are, she goes on to explain that they are a group of Mutants who live in the tunnels beneath Manhattan to avoid human persecution. They normally keep to themselves, but it would seem that Kulan Gath has been actively seeking out and rounding up any and all super powered beings so that they can be forced to serve as his personal Guard and carry out his orders.

6. *Where is Kulan Gath? How powerful is he?* Kulan Gath now resides in what used to be the Twin Towers in Lower Manhattan. They are now the highest standing structures on the island and are surrounded by his Guard both night and day. The defenses appear to be heavily fortified as well. As to Kulan Gath's personal power, she does not recommend a frontal assault. She says that whoever is powerful enough to cast a spell like the one over Manhattan, is a Master of the Mystic Arts. If there were any who could match him in Manhattan, She thinks they probably would have already tried. The fact that Kulan Gath is still in power and the spell in effect, doesn't bode well.

7. *Is there anyone that can help us?*

She says that early this morning while she was looking for her brother, she saw a group of the Vizier's Guard chasing the costumed hero known as Spider-Man through the center of what used to be Midtown Manhattan. She doesn't know if they caught him or not, but she did notice that his costume seemed unaffected by the spell. She's not

sure what that means, but it might be important. Also, Spider-Man may be a valuable ally if the heroes plan on trying to return Manhattan to its proper state. Perhaps if they could find him?

If the heroes agree, she explains to them as best she can, where she saw Spider-Man last, and that she thinks it's important for the heroes to find him. Though she wants to keep looking for her brother, she will take them to where he was last seen.

The Vizier's Guard are going to be looking for the lot of them now. They'll need to be careful. Proceed to Chapter: 3!

KARMA:

Player Characters evade detection by the Bridge Guards when entering the city: +10

Player Characters are detected by the Bridge Guards: -10

Player Characters defeat the Bridge Guards when entering the city: +10/ Human Guard.

Player Characters kill any of the Bridge Guards: - ALL!

Player Characters prevent Magik's arrest by the Vizier's Guards: +20

Player Characters defeat Magik's arresting Guards in the alley: +10/ Human Guard.

THE INNER CITY ALLEYS MAP

This map depicts a bustling medieval street scene. The architecture is characterized by multi-story buildings with diverse roofing: dark grey shingles, light grey tiles, and golden-brown thatch. A large, textured sphere sits in the upper right quadrant. The central area is filled with market stalls, including one with a red and white striped awning and another with a yellow and blue striped awning. A small figure of a person in a red tunic is visible in the top left corner. The entire map is overlaid with a dashed grid for scale.

CHAPTER 3: FORGOTTEN KNOWLEDGE!

SUMMARY: The heroes go with Magik to the center of Midtown Manhattan searching for clues to the whereabouts of Spider-Man.

STARTING: So far, the heroes have safely entered Manhattan and, fortunately, helped save a mutant named Magik from capture by the Vizier's Guard. She, in turn, freed them from Kulan Gath's enchantment. Now they hope to find answers from Spider-Man, who was last seen fleeing the Vizier's Guards in this very area! So begins Chapter:3!

The heroes and Magik set out to search for Spider-Man. Night will be falling soon, but allow the heroes to search the area for a while. Read the following to the players:

You walk through the crowded streets as others go about their business all around you, rushing to complete their daily work before nightfall. The taverns begin to fill and candles are lit in many a window as the scent of cooking food drifts through the air. You come to a stop in an alley beside an inn and Magik nods as she looks upward along the walls of the buildings.

"This is the place. They chased him through here, but I don't know where they went afterwards.

The heroes may search the area for signs of Spider-Man's passage, but they should remember to try to remain inconspicuous. If they

draw attention, an informant may suspect something and notify the Vizier's Guard of their presence. If the heroes take some time to examine the area, the Judge informs them that one of them notices a bit of wispy webbing attached to the corner of one of the buildings at the rear of this alley. It appears to be wrapped around the corner, leaving the appearance that Spider-Man may have passed through and exited from that end of the alley.

If the group decides to follow the trail, they wander through streets and back alleys for some time, occasionally finding more bits of dissolving webbing, until they come across a large clearing among the stonework buildings. Before them, in the rising moonlight, they see an enormous pile shattered ruins in the darkness. Read the following boxed text to the players:

The trail of webbing eventually leads you to a great clearing within the worn stonework buildings that surround you. Within the clearing is a great pile of ruins. Shattered fragments of polished marble lay about in pieces, charred, and cracked. Broken timbers stick out from the mountains of rubble, jagged splinters pointing towards the sky. Burned scraps of parchment and leather blow back and forth in the winds, and over the whole area, lingers an uneasy quiet.

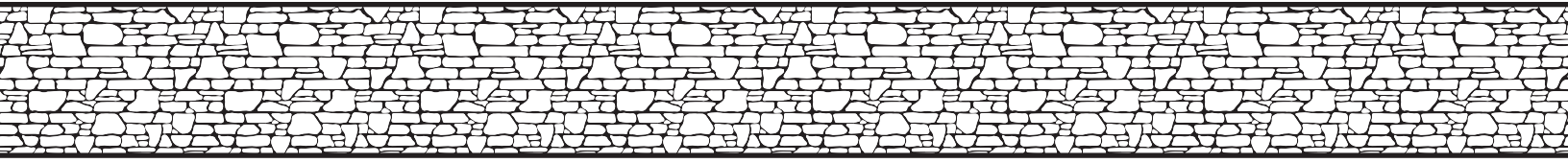
ENCOUNTER: If the heroes decide to explore the area, as they approach, an arrow is fired from

the darkness somewhere within the ruins at a random member of the group. The attacker immediately charges the heroes with a dagger in hand, mistaking them for the Vizier's Guard. She appears to be a beautiful young woman with long red hair. Assuming the heroes try to stop her without harming her, read the following boxed text, (Magik can translate what Arilynn says.):

"Begone, Dogs! Mitra curse you! Your vile master has already destroyed this sacred place! There is nothing left for you here! Go, and leave me in peace!"



AFTERMATH: This is Arilynn, the Chief Archivist of the Temple of Mitra before it was destroyed. If the heroes try to talk to her, she will not believe them at first, but if they persist in a heroic and compas-



sionate manner, she will eventually realize that they are not allies with Kulan Gath and his thugs, and she will inquire as to who they are and what they want here? If they make it clear they wish to stop Kulan Gath, she will invite them to share her fire and food within the ruins of the Temple. There she will attempt to answer their questions and help them however she can. The following are a list of probable questions and her answers:

1. What is this place? This was the Temple of Mitra, the God of Light, a sacred place of learning and wisdom, before Kulan Gath destroyed it.

2. Did you see Spider-Man recently? We tracked him here. (She looks a bit puzzled at the name, then offers. . .) Do you mean the one in garish colors that the Vizier's Guard referred to as, "The Man-Spider"? Yes, I saw him earlier today. He had Amazing abilities and swung through the air with great agility, but I'm sorry to say that he was captured and taken into custody by the Guard.

3. Do you know what Kulan Gath wants with him? I assumed he wanted him because of his great powers. I have heard that his Guard are rounding up any who demonstrate such abilities, though they did seem quite determined to bring him in immediately. (She narrows her eyes.) Perhaps *that's* why he wanted it?

4. Why who wanted what? Kulan

Gath came here to the Temple himself. He told the High Priest that he believed there was an ancient text, a book of sacred knowledge within the Temple, and he demanded the Priest bring him this text immediately, or be struck down. The Priest told him that we have no such book here and that Kulan Gath was mistaken. This enraged him! He slaughtered the High Priest on the front steps in front of everyone. He then unleashed powerful and foul dark magics upon this place and razed it to the ground. I was trapped inside but managed to dig myself out. When I did, Kulan Gath and his Guard were gone.

(Give the heroes a moment, then add. . .) . . .but the High Priest lied. He knew that Kulan Gath is a wicked and brutal ruler and that the knowledge within the book would be misused were he to attain it, so he hid it deep within the Temple.

4. Arilynn, do you still have this book? Arilynn gazes at the heroes gravely.

"That depends. Are you going to stop Kulan Gath? Will you promise me, here and now, that you will do all within your power to break his hold over us and to make him pay for his crimes?"

If the heroes say no, then Arilynn refuses to help them. If they agree and give their word, then the following happens. . .

Arilynn gets up, takes a torch from the fire and walks off towards a

marble stairway leading down. After a few moments, she returns carrying a package wrapped in hides under her arm. She sets it down on the ground and unwraps it.

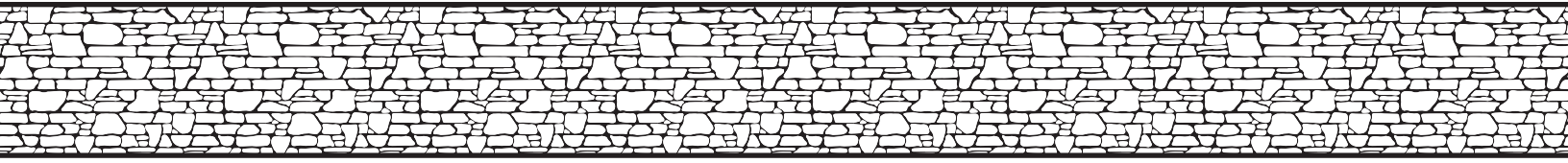
"Part of my duty as Chief Archivist of the Temple of Mitra, is to protect and care for the accumulated knowledge and wisdom gathered here within the Temple. In Mitra's name, I will fulfill that sacred responsibility at all costs. Ultimately, this means Kulan Gath must be removed from power."

She very carefully opens the large, leather bound, ancient looking tome. Within is a collection of many diagrams, illustrations, and chapter upon chapter of text.

She says, "This book is a collection of very obscure occult knowledge."

She turns to a section in the book of a diagram of what appears to be the world. A series of lines, symbols and writing crisscross the map and intersect at various points.

She runs her finger along the text. "I believe this is what Kulan Gath was looking for. The ancient ones taught us long ago that the natural power of the universe which surrounds all things, flows in a series of currents. These currents run along the land and the sea and throughout the heavens, but *this* map shows where they are located here. You see, it is believed that at certain points, these currents intersect. These intersections are said to be places of great power. One



such intersection occurs right here, on this very island.” She points her finger down on the map.”

“I don’t know why he seeks the book. He is a dark sorcerer and has great power. I would think that he already possesses such knowledge, but perhaps not? Either way, he must never get this book!”

If the players ask about the location of intersection, she tells them that she will take them to the place, but the book must remain hidden within the ruins where it has remained safe. She will not risk losing it to the Vizier’s Guard. If the heroes agree, she says that it’s getting late and they must rest. They will leave in the morning. She puts the book back in its hiding place and returns to the fire where everyone settles down for the night.

ENCOUNTER: Late into the night, while the others sleep, the heroes are gently awakened by the sound of whispers in their heads that quickly bring them to consciousness. In their mind’s eyes, they see a shimmering light in the darkness. Within that light are a pair of dark and beautiful eyes. The image expands to reveal an attractive woman with long black hair and dark eyes.

“Ah! There you are! I have been looking for ones such as you.”

The heroes are being contacted telepathically and may respond silently with their thoughts, as Magik and Arilynn appear to still be sleeping.

The strange woman in their minds is prepared to answer the heroes’ questions, and is willing to reveal some useful information. Some of the most important questions and answers are the following ones:

1. *Who are you?* My name is Selene, and I am your friend. I am communicating with you telepathically. (This is Selene, the Black Queen of the Hellfire Club, of course. If the player characters have met her in the past, they will most likely be very suspicious. She will acknowledge their shared past, but insist that this is a different situation and that she truly comes as an ally in this instance.)

2. *Why aren’t Magik and Arilynn hearing you?* This offer isn’t meant for them. It is meant for you.

3. *What do you want with us?* Why, to help you, child. Perhaps we can help each other, in fact? It has taken me some time to find you. I have been looking for. . .*exceptional* beings, such as yourselves. You see, the ensorcellment of your city is the work of an old and deadly foe. If he is not stopped, and soon, his spell will become irreversible--and will spread from this source to engulf the entire planet! Will you allow that, or was I wrong in my estimation of your courage and sense of duty?

(If the heroes refuse, she responds with the following. . .): Very well. You are making a foolish mistake, but I will not stop you. The truth of what I say will become evident

soon enough. If you will not try to save your own world, there are others who will. I will find them. (With that, the telepathic communication ends.)

(If the heroes accept her offer, she says. . .): A wise choice. Kulan Gath is an evil that must be destroyed, but you cannot do so by yourselves. His fortress is impregnable and his Guards, many and powerful. He has been searching for those like you actively and so has the ability to sense when magics and powers are being used, (Selene indicates the sleeping Magik.)...so I would not recommend using your little friends’ *gifts*, (She is referring to Magik’s teleportation discs to infiltrate Kulan Gath’s Towers.) unless of course, you wish to fail before you begin? Without my help, you will be killed before you set foot within his Towers of Power. In this regard, I can assist you. Even now, he and his Guard search for you. Soon they will find you, but if you agree to my proposal, I can assure you, they will not. I can mask your presence with my own magics and get you inside his fortress without he or his Guards knowing. In exchange, I simply require you do what you had planned on yourselves. You will defeat the monster, remove him from power, and save your city. The decision is yours, but you haven’t much time. The monster plans to offer his sacrifice on the night two days hence, at the alignment of the new moon.

4. *What sacrifice?* (An amused look crosses her face.) “Didn’t

you know? Kulan Gath's Ritual of Transformation requires great sacrifice. The blood of an enemy is a particularly powerful offering, and on that night, he plans to sacrifice the life of the one you may know as 'Spider-Man'. So, do we have an agreement?"

(If the heroes want to know how she plans on getting them into the Towers, Selene responds,

"Not now. I will explain soon enough. The better to prevent any unfortunate mishaps. You will meet me tomorrow in the late afternoon in the heart of the Great Market Place. With so many present, we will be safely lost within the crowds. There I will explain how I will get you past the all-seeing eyes of Kulan Gath."



(If the players reject her offer, she responds. . .):

"I see. Very well. Do as you will. The blood of Spider-Man is on your hands, then."

(The image of her disappears from the minds of the heroes.)

If the players confirm their acceptance of her offer, she responds. . .):

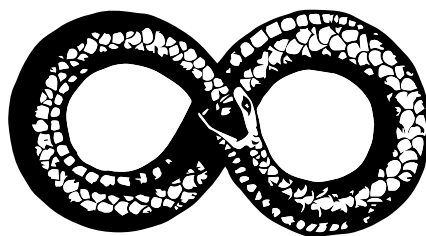
"Very well, a bargain is struck. I will see you again tomorrow at late afternoon in the Great Market Place, and we will proceed. Remember, Selene is ever your friend and ally."

(If the heroes tell Magik about their encounter with Selene, Magik will immediately perk up and warn them that she knows Selene, and that she is an evil sorceress herself, and that she is not to be trusted.)

AFTERMATH: Regardless of what the heroes decide about Selene, the rest of the night passes quietly in the ruins. Proceed to Chapter: 4!

KARMA:

Player Characters subdue Arilynn without harming her: +5



CHAPTER 4: WHEN YOU'RE A STRANGER...

SUMMARY: The heroes head out from the ruins of the Temple of Mitra in the morning and follow Arilynn's lead to the point of intersection, but encounter some of the Vizier's Guard before arriving there.

STARTING: Arilynn leads the heroes southward through the city for some time. Read the following boxed text to the players:

The sun slowly rises and bathes the stone buildings in its warm glow as the citizenry begin to fill the streets going about their daily labors. The clamor of their efforts soon fills your ears as you go about your business. Arilynn occasionally stops and looks up to the sky as if trying to get her bearings, then proceeds down the avenues at a steady gait.

ENCOUNTER: (See 'The Great Market Place' map on pg. 56.) While the heroes are trekking southward searching for this convergence, Magik (and perhaps some of the heroes, if they have been seen previously fighting with the Guard

earlier in the story. Their group is most likely fairly large and conspicuous at this point.) has been spotted and identified by an informant and the Vizier's Guard has come to collect her and any other superhumans they find.

The Judge should pick however many of the Morlocks or New Mutants they feel is appropriate for their group at this time. This could also be a good time to include Colossus amongst the Vizier's Guard, as he has fallen under Kulan Gath's control as well. If so, Magik will immediately recognize him. He will do his best to subdue her and the group. Magik will insist on being the one to handle her brother and will quickly be forced to summon her magic sword and strike him with it, which will break Kulan Gath's spell. Colossus will be stunned for a number of turns at the Judge's discretion, then of course, he will stand by his sister Ilyana.

Remember that the Vizier's Guard have been given special magical

manacles that nullify superpowers. They will attempt to put these manacles on anyone in the group of heroes as soon as possible. Treat this as a grappling attack.

If Arilynn is attacked, she will fight with her bow or dagger to protect herself.

AFTERMATH: If any of the Vizier's Guard are struck by Magik's sword, they will also be stunned for a number of turns determined by the Judge, after which, they will most likely want to withdraw to the Morlock tunnels, though they won't mention this to the others. They will simply say that they look after their own, and withdraw.

If the heroes want to take captives, they can try, but this fight will have attracted much unwanted attention and reinforcements will be showing up quickly. Arilynn will urge them to get moving and to do their best to lose any who might follow through the maze of alleyways and streets between them and their destination. This will add time to their



trip, but it will ultimately be safer.

ENCOUNTER: After some time, the heroes manage to slip away and continue to their destination. Eventually, they arrive. Read the following boxed text to the players:

Arilynn stares up at the sky again, checking to make sure she has followed the path correctly. As you emerge into the afternoon light from behind another building, you see the strangest of sights there before you. On the corner of two intersecting earthen roads, between the roughhewn ancient styled buildings on either side, stands a five-story townhouse of modern 20th century construction. A large circular window in the center of the top floor catches the glare of the mid-day sun. Arilynn stares at it in amazement while the peasants and workers simply pass it by without so much as a look. She finally utters, "We are here, but what is this place? I have never seen this before!" As you approach, you notice the front door slowly opens. In the doorway stands an Asian man of middle age wearing traditional Chinese garments. He cautiously peers out at you, then, after a moment, he seems somewhat relieved and hurriedly waves you to approach. As you do so, you notice he appears apprehensive. He motions for you to stop at the doorway and speaks to you in English, "Who are you?" Magik translates the question for Arilynn.

When the heroes identify themselves speaking modern English and not under the sway of Kulan Gath's spell, the man glances past you making sure that no others are watching, and quickly urges you all to enter. He says in a hushed voice,

"Come in. Come in. You will be safe here for now. The Sanctum has allowed you to perceive it."

He closes and locks the door behind you and leads you all into a nearby sitting room.

"Please, make yourselves comfortable. May I offer you some refreshment?"

If the heroes agree, the man heads off deeper into the house and returns in a few moments with a tray

of hot tea and sandwiches.

If they refuse, he simply suggests they sit and joins them. It is a large room with a crackling fireplace and dim lighting. It is decorated with all manner of unusual odds and ends. The heroes may ask him a few questions at this time. The most important questions and answers are the following:

1. *Who are you?* My name is Wong. I serve my master as caretaker of this place.'

2. *Who is your master?* 'My master is Stephen Strange, an occult scholar.'

3. *Where is your master now?* (After a pause,) 'I do not know. He is very skilled at *the craft*. He sensed



the arrival of the dark sorcerer two days ago and went to confront him. I have not heard from him since and I fear the worst. If something has happened to him, then it is likely that Kulan Gath will eventually find out about this place, and lay siege to it.'

4. We travelled here following the points of convergence of energy from this book. What is the significance of this location and how is it that you weren't affected by the spell? (Wong holds a long gaze with the heroes.) 'Convergence of energy'? I believe you speak of ley lines; these are the natural currents of mystical energies that encompass the earth. There are places where these currents converge. They are places of power, some more so than others. This building was built on such a place.'

5. Why does no one notice this place? 'This place has been heavily fortified by many spells of warding. It is shielded against the prying eyes of others and malevolent works of magic by those who would see the Sanctum fall. This is why it is left unaffected by Kulan Gath's Ritual of Transformation,' (He pauses again for a moment.) 'though I fear it may not remain so.' Wong sips his tea and speaks again, 'You see this place as it truly is, and you are unaffected by the ritual, also. The Sanctum has chosen to recognize you and permit you sanctuary. It is not chance that brought you here.'

Wong sits quietly for a moment, sips his tea again, then continues. 'Those that can resist the power of the dark sorcerer, have power of their own. You have seen what Kulan Gath has done to this island. He will do the same to the world if he is not stopped. His heart is blackened by hate and even now his servants search for suitable sacrifices to offer up to his dark god, Shuma-Gorath. Were my master here, I believe he would request your assistance, not for himself, but for those that are now, and soon to



be ruled over by the tyrant. But he is not here, so I will ask in his stead; will you oppose Kulan Gath, go to his towers and find out what has become of my Master?'

Arilynn, Magik, and Colossus (If he was in the group of attacking Guards and had his spell broken by Magik) all express that the heroes must stand and confront Kulan Gath.

If the heroes refuse, Wong says, 'I see. Very well. The Sanctum has granted you sanctuary, and you will have it...for as long as it remains.' He then leaves the room.

If the heroes agree, Wong says, 'Very well.' He quietly gets up and leaves the room, only to return after a short period carrying a large tome in his hands. He places the book down on the table, opens it and points to a hand drawn illustration of a large gemstone. 'Before my master left, he had requested this book from his library. (Magik may recognize this gemstone using her occult knowledge.) It is called a resurrection stone. Using old and powerful rituals, it is possible for a sorcerer to place his essence within a finely cut gemstone. This will grant him a form of immortality. My master believed that this may have been how Kulan Gath maintains his power in this world, but this is not known for certain. Perhaps this may help you when you confront him?'

6. Tell me about this Ritual of Transformation? 'The completion

of the Ritual must be performed on the night two days from now. Kulan Gath must sacrifice the blood of the innocent to Shuma-Gorath beneath the new moon. If he does so, the barrier that surrounds the Island will expand and roll across the Earth, transforming all into its Hyborean equivalent. Once this happens, there will be no restoration. The Ritual will be complete. However, if the Ritual is broken, his spell will collapse.'

If Colossus is among the group, he turns to Magik and explain that Doctor Strange isn't the only one who requires aid. Professor Charles Xavier was also captured by Kulan Gath because the sorcerer needed Xavier's ability to locate mutants. Using his dark magics, he has merged Xavier and the Morlock known as Caliban, into one entity made for the purpose of finding all the remaining mutants in Manhattan so they can be forced into joining the Vizier's Guard. The last Colossus had seen of Xavier, the Professor was resisting Kulan Gath's efforts to force him to find the others, but he doesn't know how long he can hold out. He also explains to Illyana that a group of her friends and fellow students, the New Mutants, have been mind-controlled and forced into service with the Vizier's Guard. Though they are friends, they do not currently know what they do and will not hesitate to attack the heroes. He suggests great caution and urges care for his friends.

If pressed, Colossus will explain

that the Professor is the founder of a school he attends and a close friend, as well as a powerful mutant. Colossus insists that they must free Professor Xavier and try to return him to his original state, as well as the New Mutants. He requests that the heroes aid him in this when they go to confront Kulan Gath.

If the group refuses to aid Colossus and Magik in freeing their friends by defeating Kulan Gath, the two will persist and warn the heroes that if Kulan Gath managed to defeat the Professor *and* Steven Strange, the heroes will need all the help they can get.

AFTERMATH: By the time the heroes have reached a decision, it will be near time to meet with Selene. If they simply mention that they must go, Wong will lead them to the door and assure them that they have a safe place to return to if need be. If the heroes mention Selene, Wong's eyes narrow and he warns them that his Master knows of a powerful sorceress named 'Selene' and that she is not to be trusted. If the heroes want to 'borrow' any of Strange's artifacts, Wong politely explains that it's not his place to offer such, however they are welcome to use the Sanctum as a sanctuary.

The heroes may proceed to Chapter:5!

KARMA:

Defeating the Vizier's Super-Powered Guards: Give the heroes the proper Karma rewards for defeating

enemies of the appropriate power levels, depending on who the Judge decided to throw at them.

Allowing the ex-Vizier's Guard/ cured Morlocks to leave and return to their homes: +10

Reuniting Illyana with her brother Colossus: +30

Learning about the Resurrection stone from Wong: +10

Agreeing to rescue Professor Xavier & the New Mutants: +10

Agreeing to rescue Steven Strange: +10

Killing any of the Vizier's Guard: - all Karma.



THE GREAT MARKETPLACE MAP



CHAPTER 5: ACCESS DENIED!

SUMMARY: Upon finishing their discussions with Wong at the Sanctum Sanctorum, the heroes are approaching the time for them to meet with Selene in the late afternoon in the heart of the Great Marketplace. They leave the sanctum and go to the meeting place, where events take an unexpected turn, leaving them to have to change their plans.

STARTING: Arilynn leads the heroes southward again. Their hike is shorter than the one from the Temple of Mitra. As they proceed, the crowds of people grow and the din increases as they near their destination. As they approach, read the following boxed text to the players:

As you travel southwards, you see the great twin towers of Kulan Gath standing tall, looming over all else. To the Southeast, a vast open-air market stretches out across the cleared grounds. It is a massive collection of tightly packed, brightly colored tents, ranging from small shelters to great pavilions. Items of all kinds can be seen set out on tables, hanging from the tent frames, and carried around in hand carts by the roving traders. Baubles sparkle in the mid-day sun; woven carpets are spread out over barrels and a hundred exotic scents linger in the air. It is filled with merchants, traders, craftsmen, vagabonds, beggars, thieves, and all other sorts from all the classes, at all times of the day or night, though activity at night dwindles significantly. The cries of vendors

offering bargains, exotic animals and other items fill the air to make a din through which it can be challenging to follow a thread. A maze of large and small pathways reaches out in all directions, and it is easy to lose one's bearings and get lost in the crowd if you're not paying attention. After winding your way in and out of the twisting alleyways between the many tents, you eventually arrive near what seems to be the center of the Great Marketplace.



ENCOUNTER: As the heroes follow Arilynn through the maze of alleys, eventually they find themselves behind the partially ruined stone wall of what was once, perhaps, a tavern. The front of which is now occupied by a large red tent,

the owner of which is in the midst of a heated round of haggling with a customer, but the wall blocks some of the noise from the crowds. Suddenly, the heroes are overcome by the strangest sensation. In their minds eyes, they see a mist parting to reveal the ghostly figure of a beautiful woman's face. It is the Sorceress Selene. She gazes at them with a wry smile and they hear her echoing voice in their minds. Read the following boxed text to the players:

"So, you have survived thus far. Very good. Perhaps you will succeed after all? I hope that you are prepared, for time is of the essence. and we have no more of it to waste. As I promised, I will deliver you into his towers and in return, you will destroy the foul specter who has seized your city. Now, you must listen to me carefully. . ."

But Selene never gets to finish her sentence. Suddenly, the heroes hear another voice in their minds, but this one is deeper, gravelly, and Selene's face is struck with surprise before it quickly dissipates with a scream that trails off suddenly. It is replaced by the face of a monster.

"Ah, Selene, weren't you always saying that overconfidence. . .would prove the death of me!?"

Kulan Gath smirks, then addresses the heroes;

"What an unexpected pleasure--to meet once more so hated a foe from the old days, and remove

her with such consummate ease. Your pathetic rebellion will perish with her, but I can--and will--be merciful to those called Mutants, and others of great ability. Abandon your so-called comrades who would sooner stab you in the back than accept you into their hearts and homes. I offer the wealth of ages, power, glory--all the pleasures you can imagine. . . in return for your loyal service. Decide quickly, my friends. I shall not ask again."

With that, his image dissipates and the heroes are left alone.

AFTERMATH: The sounds of the marketplace return and the heroes are left to contemplate their next move for a bit. Arilynn watches and listens to the discussions closely before she offers a suggestion.

"An Archivist's passion is to learn, about everything and everyone. Kulan Gath was an apprentice to the Lord of the Black Ring, the Arch-Mage, Thoth Amon, but he was forced to flee Stygia after being caught practicing magicks that even the Sons of Set considered abominable. He wandered the world, becoming a wizard of awesome, incalculable power. It is said there are few, if any, that are his equal. By rights, he should have carved himself an empire--He often tried, but success often eluded him. For such a brilliant man...he could on occasion prove himself incredibly stupid. I believe Selene may have been right in her observation of his character. I have heard...rumors.

there may be someone who could help us. It is said that he controls the Southwestern docks and all that happens there. He is said to be a man of great power and influence, and it is said, that he is no ally of Kulan Gath. I do not know his name, only that he is referred to as, 'The Great Man, and if you seek his assistance, the Southwestern docks are where you go. It is also said that his services do not come cheaply. If you can meet his price, it is said there is no wish he cannot grant. If we have no other way to enter the Towers without alerting the Vizier's Guards, or the use of magics or abilities that Kulan Gath might detect, perhaps we should try?"



If the heroes agree, Arilynn will lead them to the Southwestern docks. Once there, she suggests

they quietly ask around some of the local taverns and see what they turn up.

If they do so, in each place they stop, they are met with silence or a denial of any knowledge of such an individual, until after the passage of a few hours.

ENCOUNTER: The heroes exit the latest establishment where they unsuccessfully attempted to gather information on 'The Great Man' and continue their search, but as they duck down an alley on their way to another location, they find their passage blocked by two large men. They appear to be dressed as dock hands and have a rough look about them. From behind the heroes, more men approach, up to a dozen of them. The heroes find themselves trapped in this back alley when one of the men steps forward. He has long red hair tied back and he stands with a solemn confidence. He speaks in a low, monotone voice, (Native Hyborean. Magik will need to translate,).

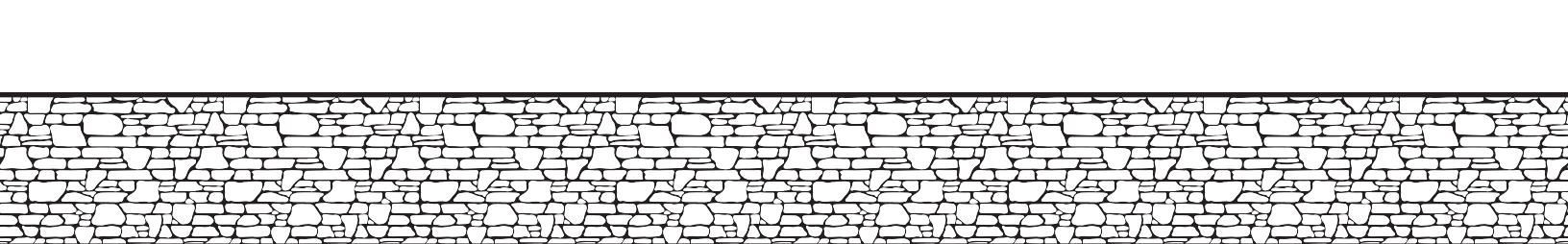
"You are looking for someone?"

(If the heroes admit this or not, he responds,)

"I am Halfdan. I have been sent to collect you."

(If the heroes seem alarmed or confrontational, Halfdan raises his hand so as to put them at ease.)

"Stay your hand. We bring no ill will. You have been extended an



invitation to break bread this evening. I have been sent to show you the way.”

(When the heroes ask who has invited them, Halfdan says,)

“The one you seek. It is best not to keep him waiting. If you and your cohorts are ready, I will take you to him.”

If the heroes hesitate, Arilynn steps forward and says, “Is this not why we came?” She turns to Halfdan and says, “Very well. Please, lead on.”

Halfdan and the other dock workers escort the group through the city to the east, until they enter into a nicer section where the buildings are better kept and there is an air of wealth about. The streets become less crowded, though one can see ornate, golden litters being carried here and there by groups of well-kept slaves. Wagons are being loaded and unloaded with all manner of expensive cargo and everywhere there are those hustling about their private business. Soon the heroes are brought before a large, well-appointed manner house with white marble columns in the front. They are led up the great marble steps and into the house. The floors are of polished tile and all around are large, well-cared for ferns in great pots. On the walls hang elaborate tapestries depicting great battles and fantastic stories and the scent of incense drifts through the air. Most of the guards stop outside as Halfdan leads you

through the house and to a large, private inner room. A bank of comfortable seats are arranged on one side and on the other, a large, elaborately crafted desk. Behind the desk, sits an enormous man dressed in fine silks. He has a clean-shaven head and emanates a sense of command. he is quietly writing on a piece of parchment with a quill pen. Standing behind him and to his right, is another man, well-muscled and fit, but far smaller. His hair is a thick tangle of brown locks and he has an unsettling, wild gleam in his eye. He is dressed in leathers and wears what appears to be an apron around his waist with a number of pockets, each containing what appear to be knives.

ST NOTE: If you hadn’t guessed it already, the spice merchant is Wilson Fisk, or who he is in this world. The menacing man standing behind him fingering the blades is none other than Bullseye.

Halfdan motions for you to take a seat. Read the following boxed text to the players:

As the man behind the desk writes, he speaks in a low, clear bass voice.

“Very good, Halfdan. You may return to your duties until I have need of your services again, but please tell the cook staff that they may bring refreshments now.”

Halfdan nods and takes his leave in

silence. The large man continues.

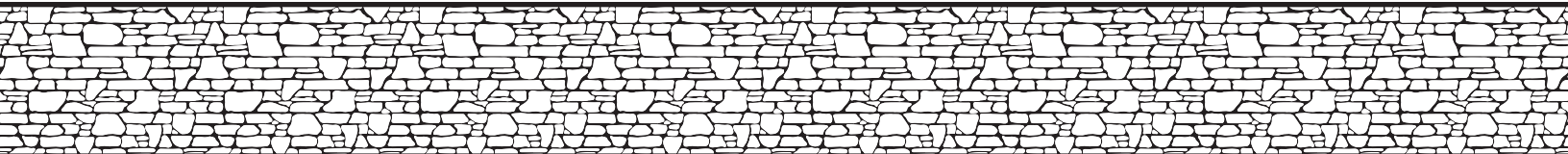
“Please, make yourselves comfortable. Refreshments will be here shortly. I’m sure that you are quite busy, and as a man of business, I too appreciate the value of time, so I won’t take any more of yours than is called for, but while we talk, there is no reason why we shouldn’t enjoy the momentary break from our work, is there?”

Then, a group of servants from the kitchen enter carrying trays of good smelling food, fresh breads and carafes of wine. They begin serving the heroes. The large man continues.

“So, I am sure you have many questions for me and I would be happy to answer them for you at this time.”

1. Who are you? “You may refer to me as Wilhelm. I am but a humble, though successful spice merchant who is deeply invested in my community.”

2. Why have you brought us here? “Why, because you have requested an audience with me, have you not? If I am not mistaken, it was you who have been inquiring about me, is this not so? You see, I am a man of business, but I would not have been so successful were it not for this great community. I have a great passion for it, and so I consider myself one of its benefactors. I take it upon myself to look after my community and its people. To this end, I keep myself apprised of the



goings on within it as best I may, and your little group has caused something of a stir as of late. Ah, yes, I hear many things. ‘little birds’ come and sing to me. They sing me songs of what transpires in this city. Lately, they sing to me of a band of strange fellows with wondrous gifts. They tell me that these fellows have found themselves hunted by the Vizier’s Guard, and they tell me that you are seeking an audience with me, so, I ask *you*, what would you have of a humble spice merchant such as I?”

The man leaning against the wall behind him quietly snorts a wicked looking chuckle as he cleans his fingernails with one of the long knives from his belt, but Wilhelm remains focused on you with a calm, serene smile.

If the players don’t say anything, Arilynn will speak up.

3. We need to find a way to get close to Kulan Gath without detection. I am told that if anyone can accomplish such a thing, it would be you!

Both Wilhelm and the man behind him raise an eyebrow at this. Wilhelm gazes at you for a long moment, exhales, then sits back in his great chair.

“I see, and... may I ask what you intend to do once you have managed to ‘get close’ to him?”

Arilynn stares at the big man, a smoldering look on her face. He

waits for a reply though and will not continue until the heroes have made their intentions plain to him, then, he stares at the heroes and responds.

“...I see. I’m sure you realize that even stating such a request, in his kingdom is punishable by death... however...you would not be alone in your assessment of his rule. Many are secretly displeased with him and feel that this city would be best served by...a fresh perspective. What you ask, is no small thing. Many have defied Kulan Gath though few have lived to regret it. He is a dark sorcerer of vast powers. He is able to detect those beings of power and finds them, and he has the ability to take away their powers. Perhaps you have seen the shackles his Guard carry? He is ruthless and quick to respond when crossed. Let us say, for a moment, that it was possible for me to achieve what you request, and that I had such an inclination to help you. If you failed in your goal, you and all who assisted you would be punished most severely for their transgressions. How could you persuade me to risk all I have built for myself, my business, my wealth? How can I believe that you will have any greater chance of success than those who have gone before you?”

4. (The one thing that will sway Wilhelm, is if the heroes mention what they learned about the Resurrection Stone. Otherwise he will refuse to assist them and they must find another way. If they do tell him about it, he responds with the

following...)

(Wilhelm listens with growing interest as the heroes explain about the Resurrection Stone.)

“...I see. Well, this is quite interesting, indeed.”

(After taking a moment to think on it...)

“...Kulan Gath sent his Guard for you because he does not care to share power. He wants all those with such abilities in his service, or in his dungeons. However, ...I do not think it just that those with such gifts must be forced to serve him. Every person must guide their own destiny, must make their own choices, do you not agree? (His eyes narrow and his voice drops even lower and he speaks in hushed tones.) Kulan Gath has great gifts, much power, but he cares nothing for the community or those that serve him. He believes that he and he alone was meant to rule. I take issue with this. He is a tyrant and it is only because he has such great power that he has managed to retain his position. This is why he rounds up any others who show ability and the temerity to challenge him, but you have seen his cruelty, have you not? You have heard of the sacrifices? Such things are bad for the community. They disrupt commerce and the daily lives of those good folk who dwell here. This, I cannot have. It is time that we, the people of this land, make our own choices, choose our own paths. His time is over, so in regard to your...

request...here is my response; End the reign of Kulan Gath. Remove him from power and from this very world, if you can. Do this, and I will grant you your wish. I will get you within the Towers of Power safely, without detection. I will...get you close, as you said. Then, you must do the rest.”

(He gives the heroes a moment to discuss this among themselves. If they seem amenable, Wilhelm then adds...)

“...a moment. There is one more... small...thing. After Kulan Gath has been removed from power, there will be a need for...rebuilding. He has wrought much destruction on this city and the people must unite in order to rebuild it into the greatness it once was. There is much that I can do to help the people, but we must be unfettered by the reins of those wielding powers such as his... and yours. The time of such beings has passed and we, the men and women of this city must take charge of our own destinies...so I will have the word of you and your fellows that after the dark sorcerer has been vanquished, you will step aside and allow us to lead our own lives. You will refrain from interference with me or my businesses of any kind. We are done being ruled over. Do we have an agreement?”

If the heroes agree, Wilhelm informs them that in order for him to help them infiltrate the Towers of Power, they must refrain from using their powers until they are upon Kulan Gath himself. Oth-

erwise he will detect them and they will have lost the element of surprise and most likely, their only chance at victory. He explains that some of Kulan Gath’s guards are actually loyal to Wilhelm. He sent them to volunteer some time ago predicting just such an opportunity as the heroes are presenting him. The heroes will be disguised as guards and prisoners and brought into the Towers via secret passage. They must then make their way to Kulan Gath’s throne room where they must defeat him swiftly, or all is lost. Arrangements will be made to take them there tonight when they are ready. Until then, it would be best if they remained here so that they heroes draw the attention of no others.

AFTERMATH: The heroes remain here at Wilhelm’s manor until nightfall. At that time, he provides them with the stolen garb of guards and prisoners and has his men escort the heroes out and to the Towers of Power. Continue to Chapter: 6.

KARMA:

Attacking Halfdan and his men: -10

Hearing out Halfdan and allowing him and his men to lead the heroes to The Great Man: +5

Making the deal with Wilhelm: +10



CHAPTER 6: OPEN SESAME!

SUMMARY: The heroes leave the manor of Wilhelm and head out to Kulan Gath's Towers of Power disguised as guards and prisoners and led by Wilhelm's loyal personal guards. They infiltrate the Towers, seek out Kulan Gath and defeat him!

STARTING: Wilhelm's guards set out at dark, leading the heroes on a hike to the South towards Kulan Gath's Towers of Power. Most people mind their own business and the group is left to make their trek in peace. After some time, they approach the 1st tower. The heroes are led towards the back of the tower. One of the guards motions for them to wait while he keeps a lookout for other guards loyal to Kulan Gath. The other approaches the stone wall and begins feeling around an area between two large blocks. After a moment, he finds something and pushes. A dull grating of granite can be heard as a secret passage opens up in the wall. He motions and the other guard brings the group deeper into the shadows by the passage. They say that The Great Man has fulfilled his part of the bargain and the heroes must proceed on alone. They will stay behind and close the passage

afterward, making sure no one follows the heroes.

From here, the heroes may simply make their way up the Tower without too much trouble. Perhaps many of the guards are watching the front entrance? However, if you feel that the heroes could use a little more excitement, or if you think that they would most likely get worn down a bit before the final conflict, feel free to drop in some more of the Vizier's Guards to make things a little more interesting. Maybe they have to employ some stealth moves to sneak by a guard post without detection? Maybe Kulan Gath was suspicious and doubled his guard 'just in case'? Have at it! When you and your group of heroes are ready, we can pick up here, as they approach the outer doors of his inner sanctum for the final showdown!

ENCOUNTER: The battle takes place in the throne room of Kulan Gath's Tower of Power.

Read the boxed text below.

You ascend the great stone staircase in the flickering torchlight to see two enormous wooden doors decorated with the images of foul looking creatures and strange glyphs that you do not recognize. As you push, they swing open to reveal a vast hall of white polished marble. Great marble columns stand four to a side reaching up towards the arched cathedral ceiling. A broad red-carpet lay before you and leads down the center of the room to the far end where it stops at the base of an ominous, cracked, dark purple marble platform. On the platform rests a grey granite throne in the shape of a human hand. Candles burn at the tip of each finger. On the throne, sits an ancient withered looking figure in long robes.

Kulan Gath sits in the open starlight that shines down from a large opening far above. He is staring off to the right, admiring his trophy.

Fixed to the column nearest to him are two heavy boards crossed and fixed together. On the crossed boards, you recognize the battered and bloodied form of Spider-Man nailed brutally through his hands





and feet to them. His costume torn and his head hanging low as blood drips from his many open wounds.

To the immediate left of the throne is another platform, this one made of grey granite. Upon it rests a large cage made of heavy wooden beams and thick iron bars. Within the cage, bound by manacles, is

a creature that appears to be part man, part reptile. He has a large powerful looking tail and razor-sharp claws, though he currently appears to be cowed and docile. (The heroes may or may not recognize the creature to be Doctor Curt Connors, aka The Lizard!) There is a bloody bowl inside the cage but it appears to be empty. Behind the throne and to the right sits a large locked chest, and directly behind the throne hangs a curtain on the rear wall that seems to cover a passage leading out of this room.

Kulan Gath: At this point, Kulan Gath turns to see the heroes have opened the door. A note to the Judge; Kulan Gath is a vicious, murderous, cunning opponent. You should play him like one! As soon as he sees the heroes, he should raise his defenses, as he is no fool. He will size up the group and strategically start eliminating the greatest threats to his person immediately. He is a cruel and sadistic Warlock and he enjoys inflicting pain. This is it! The big knockdown, drag out fight! Go for broke! Feel free to have Kulan Gath try to intimidate the players while he prepares to destroy them, but make no mistake, he will fight to the bitter end! Losing, for him, is not an option.

The Lizard: The Lizard was one of the lucky finds that Kulan Gath's guards made while out rounding up recruits for his militia. Kulan Gath found him entertaining and now keeps him as his own personal

pet. He has been bound both hands and feet with the same magical manacles that the Enhanced guards all carry and is weakened enough that he can't escape his cage. If one of the heroes manages to free him from his cage during the fight and can get him out of those manacles, it will be a crap shoot over who he'll decide to attack; The heroes, Kulan Gath, or a vulnerable Spider-Man! Then again, he may just decide he's had enough and slips out during the melee. Either way, if he gets loose, rest assured, it'll be chaos!

Spider-Man has been so weakened that he'll be unable to free himself to help the heroes. I'm afraid they're on their own, though he may muster up the energy to taunt and try to distract Kulan Gath for the heroes. Judge's note: Judging by his costume and the way he speaks, Kulan Gath's spell of transformation seems to have had no effect on him.

Also, keep track of movement, as this is a large hall and it'll take the heroes a turn or two to reach Kulan Gath.

AFTERMATH: If things pan out for the heroes and they manage to get Kulan Gath's Amulet of Immortality from him, the Warlock will immediately gasp, start shimmering with a red light and his form will start to break apart as he screams out in rage before he dissipates and is drawn back into the gemstone of his Amulet where he will remain a prisoner (As long as no one else puts the necklace on!)

In his place stands a white male in his mid 20's with dark spikey hair and dark sunglasses dressed in solid black. He is armed with a knife. He is a common street thug with a record of violence and is considered dangerous, though he has no memory of what happened or why he's here other than he saw a man on the street holding the necklace and he stabbed him in the back for it.

If the heroes haven't already, Spider-Man would sure appreciate a hand getting down from his place on the two beams. He wouldn't turn his nose up at any medical assistance they could lend either. Spider-Man informs the heroes that there are others in need of help in the adjoining room behind the throne.

When the heroes go to investigate the passage behind the curtain, they find another large room of white marble. This seems to be Kulan Gath's trophy room. It is filled with treasure, piles of gold, silver, gems and other items. Most notably, are three cages suspended from the ceiling by great chains about 15 feet off the floor. On the wall are three gears controlling each cage. Each can be lowered to the floor accordingly. They will have to be lowered to the floor before the heroes can tell who or what is in these cages.

Cage #1: This cage contains Selene, the sorceress that contacted the group earlier in the story, or at least it resembles her. Her form has been twisted by Kulan Gath's dark magics. Her mouth has been sealed

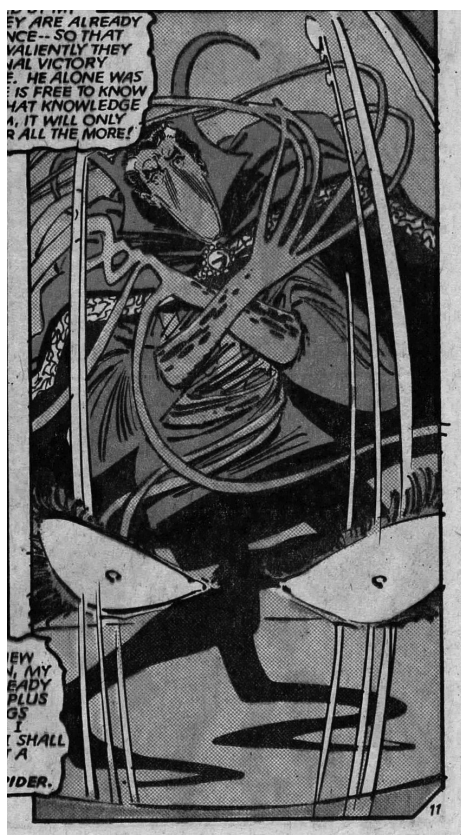


over by flesh and she is incapable of speaking. She can only make muffled sounds. Her arms have also been transformed into long, slimy tentacles. Her eyes are wide and clearly, she's trying to communicate with you, but she currently can't be understood.

Cage #2: This cage contains a man wearing a blue shirt and black pants. His mouth has also been covered over similar to Selene's,

but his form has been distorted differently. His fingers have been transformed into long ropelike things and his legs look similarly as if he was more snake than man. He doesn't seem to have much control over this form and he too seems to be trying to communicate with you. This man is no other than Stephen Strange.

Cage #3: This cage contains a frail looking pale skinned creature



Colossus grabs hold of the door of Xavier/ Caliban's cage and rips it off its hinges. Illyana motions with her blade as it passes through Xavier/ Caliban. In a brilliant flash, both Caliban and Charles Xavier fall beside each other on the floor in their original forms. Both appear very weakened, but a look of gratitude is clear in their eyes.

"Professor!" Both Illyana and Colossus go to his side. "We were worried about you but you're safe now."

The Professor rests a hand on their arms. "Thank you, but we must still act quickly." He turns to indicate Stephen Strange. Colossus nods in acknowledgement as he tears the door off of his cage as well.

Stephen Strange mumbles from behind his sealed mouth and tries to motion with his long, snake-like fingers towards Magik. Professor turns to Magik.

"Magik, your sword. You must free Stephen from the enchantment."

Magik nods at Xavier and does as he says. With a flick of her wrist, the end of the blade passes through Strange and he immediately reverts to his natural form while Colossus warily watches Selene.

Stephen Strange transforms back to his true form. He looks over his hands in astonishment, then turns to you.

that resembles a man, though his features are horribly distorted. He does have a mouth, though he also has a secondary face located in the center of his chest. He wears nothing at all and has no hair on his body. The eyes located in his chest are very large and when he speaks, he does so with two voices at once that resonate in an eerie fashion. He refers to himself as, 'I/Caliban'. This entity is the merged forms of Professor Charles Xavier with the Morlock known as Caliban.

When the heroes lower them to the ground, Xavier/ Caliban asks what has happened to Kulan Gath. When the group explains that he is gone, Xavier/ Caliban looks relieved.



"Merciful Vishanti- Though a captive, I was aware of what transpired."

Selene suddenly bags on the bars of her cage in anger. Both the Professor and Strange turn to look at her warily as Strange addresses her.

"Ah, yes. Selene. If Kulan Gath had returned, you would, of course, try to seize the opportunity. Rest assured, I will return you to your true form as well, however, you will excuse me for considering your actions against us in the past. For the time being, you must remain as you are, I'm afraid."

Selene sinks back down on the floor of her cage with irritation, but not surprise.

Colossus looks out a nearby window, then turns to Strange.

"I would have thought that the Wizard's banishment would free the city--but that has not happened!"

"No, things have gone too far," responds Strange. "The spell has acquired a life of its own. Now, it never will be. Even I, the Master of the Mystic Arts, lack the power to counter it directly." He pauses for a moment. "...However, there may be an alternative--although, in its own way, the consequences could be as devastating. I sense in Ms. Rasputin, an extraordinary ability to manipulate the forces of time itself--if I can work my magicks in concert with her own, and this other, mutant talent. . ."

Illyana looks to Stephen Strange, then to the Professor. The professor nods and she steps forward. Strange steps behind her and places his fingers on her temples as he bows his head in concentration. Illyana does

the same.

The room around the heroes suddenly goes dark and time and space twist and distort as the heroes feel the ground shift beneath their feet. All is still as the blackness is diminished by the gradual influx of starlight through the windows. As the heroes eyes refocus, you realize that you are in a familiar place.

Doctor Strange motions with an outstretched hand, "Welcome, all, to my Sanctum Sanctorum. What you just experienced was a temporal spacial claudication--in essence, we used the power of the villain's master spell to turn time back upon itself, to return us all to the moment before it was originally cast and by doing so, prevent it. The fact that we stand here untransformed means we succeeded."

Judge's Note: If the heroes have any



questions for the Doctor, they can ask him now.

1. What stopped the spell? Do you know?

Strange: “No, I fear not. Twisting the timestream as we have done--involves dealing with the primal forces and fabric of the universe. Who can say what repercussions might result?”



2. What of those slain, mage?

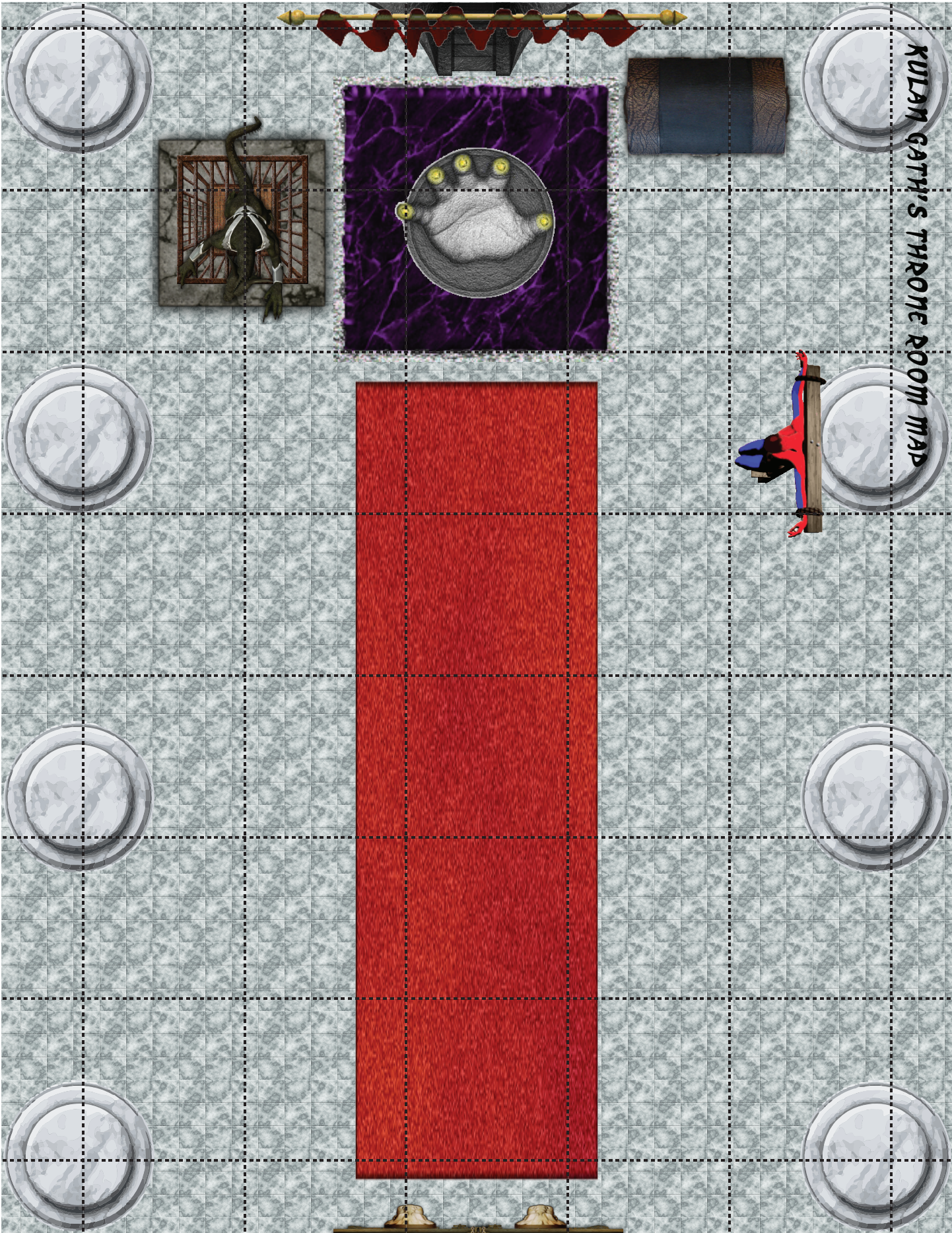
Strange: “None were, for this night has yet to even occur.”

3. Will anyone remember, Doctor?

Strange: “How can they, since nothing happened. Only we in this room, who were in the nexus of the timeslip, have any awareness of what might have been.”

KARMA:

Defeating Kulan Gath:	+100
Freeing Spider-Man:	+20
Healing Spider-Man:	+10
Freeing Doctor Strange:	+20
Freeing Charles Xavier:	+20
Make sure Selene doesn't escape:	+20
Restoring Manhattan:	+100



EXTRA ENCOUNTERS!

This section is for Judge's who are interested in some additional ideas for encounters for your group of heroes. Use them randomly placed or in conjunction with the 'About Hyborean Manhattan' section!

The Doomsayer: On location #9 of the map of Hyborean Manhattan is a large pile of polished stone ruins, now overgrown with weeds. This was once the site of The Daily Bugle but now it is the perch of the man known as, 'The Doomsayer.' J. Jonah Jameson has been transformed into a wild-eyed lunatic dressed in rags. He has an unkempt mop of salt and pepper colored hair from which he peers out from under as passersby avert their eyes and quicken their pace, lest he suspect them of wrongdoing. 'The Doomsayer' stands atop the pile of rubble shouting all day long to any who might listen, about the latest news from their lord and master, Kulan Gath. 'The Doomsayer' is the devoted servant of the Great Vizier and always has his eye out for any who he might suspect of being a warlock (possessing of special powers and/or abilities). He has been known to jump down from his perch and follow people as they pass, screaming the word of his master in their ears all the while. He is a zealot and has no fear in his master's name and he is always watching for something or someone to report to the guards.

The Arena: On location #6 of the map of Hyborean Manhattan is The Arena. This was once Times Square, but now it is a great amphitheater used for gladiatorial combat

at the command of Kulan Gath, as he is well known for enjoying the blood sport. Matches can be found most times of day, but the crowd tends to flock to the ones where warlocks (captured superpowered beings) are sent to do battle as punishment for their crimes of their failing to serve Kulan Gath well.

Some gladiators one might encounter here are. . .

Alejandro 'The Blade' (Aguila, p.6 of MU1): A wildly popular swordsman of great skill.

Batroc (Batroc The Leaper, p.71 MU1): A bare knuckle fighter and showman for the crowd.

Bruto (Bruto The Strongman, p.163, MU1): Bruto was taken from his entertainer/ thief companions who operate in The Great Marketplace as payment for overlooking some petty crimes committed by his fellows. He is now condemned to the area.

Stannis (Sin-Eater, p.37, MU4): Average in size, but a savage fighter, captured and tried for murder. He now takes out his frustration in the arena. He wears a green hood over his head in the arena as a play at being an executioner.

The Street Entertainers: On location #4 of the map of Hyborean Manhattan is The Great Marketplace. It is here where the street entertainers can be found. Before the change, this odd lot of performers/thieves were known as the Circus

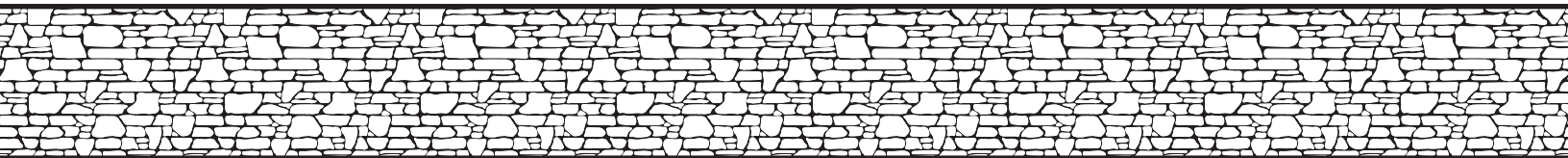
of Crime, but now they spend their days performing for the crowds and stealing whatever they can get away with. If any passing would-be heroes have anything shiny exposed, the performers might be interested.

Also located in The Great Marketplace. . .

The caging of The Lizard: If the heroes pass through the Great Marketplace, they might see a spectacle; The Vizier's Guard (The Superpowered ones) have found and captured an enormous man-lizard that had been trying to evade them for sometime. A crowd gathers as they parade him through the marketplace, bound by magical shackles and hanging from a pole as they march him towards a great cage located next to one of the central tents. They force him into the cage, lock it, and lift the cage up as they proceed off towards the Towers of Power. A leering guard boasts of capturing Kulan Gath's newest pet.

The Temple of Shuma-Gorath: On location #7 of the map of Hyborean Manhattan is The Temple of Shuma-Gorath. Screams of the sacrificed can be heard from this place throughout the day or night. Many rituals are led by the High priest.

The Demon of Abaddon's Scullery: This part of the city is more in ruin than others and knows much violence and crime. The locals, however, believe that they are protected by The Demon, a man clad in blood red garb who stalks the night and preys on those who would bring harm to the citizens of



this area. He has never been reported to Kulan Gath because his human guards are afraid that they will be killed for their failure to capture him thus far.



MARVEL SUPER HEROES

Unofficial Game Adventure

AN AGE UNDREAMED OF!
By Tom Plassa... inspired by Marvel Comics.

The military has come to New York in full force after a strange mystical barrier has erected itself around the island of Manhattan, transforming the teeming metropolis into a Hyborean realm of barbarians and magic. In Washington DC, there is an emergency meeting with National Security at the White House. There, Valerie Cooper briefs those gathered of the situation going on in New York. She explains that anyone who crosses the mystical barrier into the city is transformed into a barbarian from a bygone era with no memory of their previous life. However, those who stumble out of the area are restored to normal. Intelligence has gathered that an evil sorcerer named Kulan Gath is responsible for the spell. Attempts to contact the Avengers and the Fantastic Four have failed, however Val confirms that a number of super-humans have been spotted active in the city. All of them appear to have been transformed.

Val hopes the super-human community trapped within the mystical barrier can resolve their problem.

Who is this Kulan Gath? What does he want, and why has he transformed all of Manhattan?

More importantly, who can stop him?

Can you navigate Hyborean Manhattan, thwart Kulan Gath's plan, rescue the citizens and return the island to its proper state?