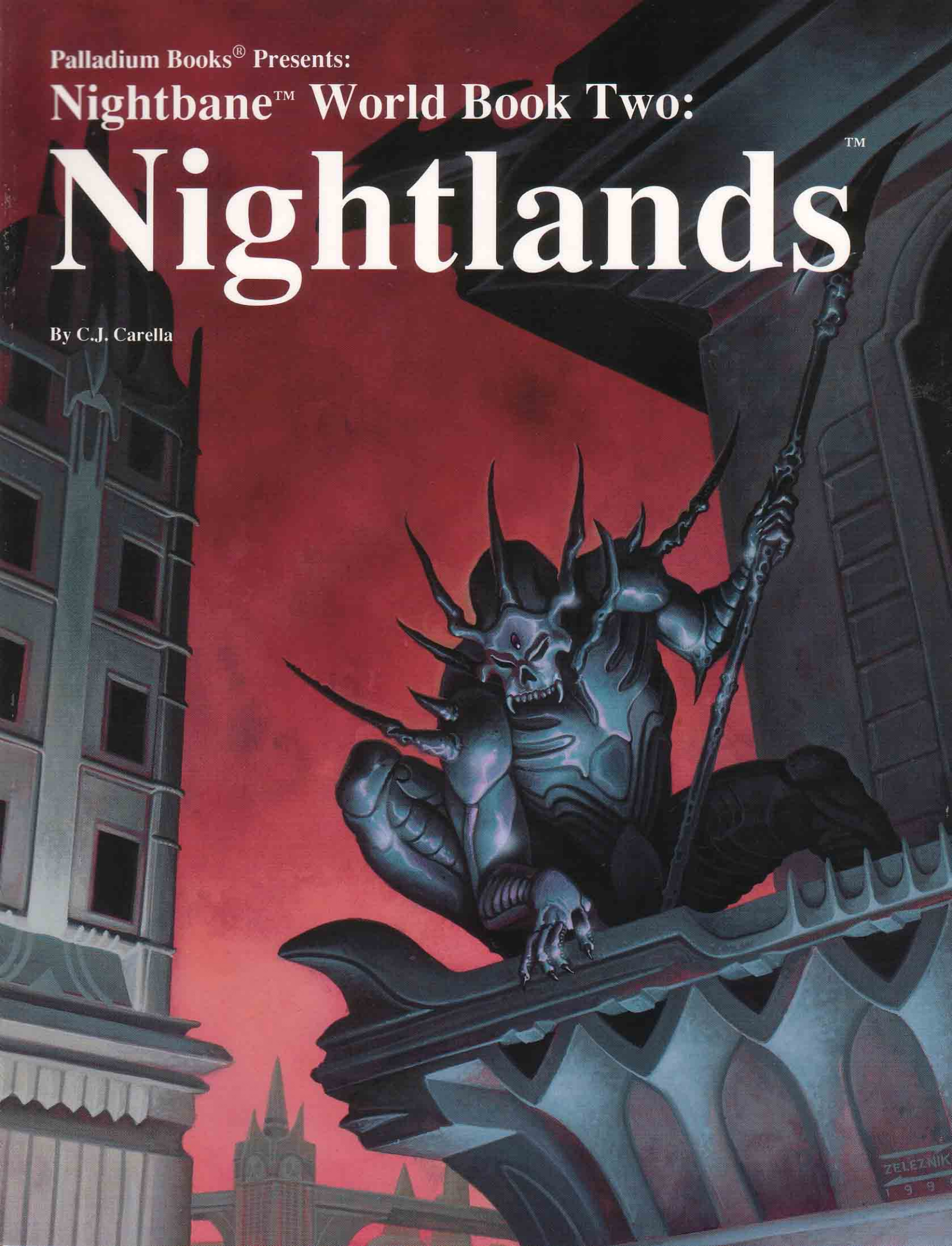


Palladium Books® Presents:

Nightbane™ World Book Two:

Nightlands™

By C.J. Carella



Warning!

Violence and the Supernatural

The fictional World of Nightbane™ is one of horror, violence, and brutality, as well as heroics and triumph. It is filled with supernatural monsters and other dimensional beings, often referred to as "demons," many of whom torment, stalk and prey on humans. Other alien life forms, monsters, angels, gods and demigods, as well as magic, the paranormal, insanity, and war are all elements in this book.

Some parents may find the violence and supernatural aspects of the game inappropriate for young readers/players. We suggest parental discretion.

Please note that none of us at Palladium Books condone nor encourage the occult, the practice of magic, the use of drugs, or violence.



Nightbane™ World Book Two.

Compatible with the entire Palladium Books® Megaverse®!

Dedicated to all the guys on the Palladium Mailing List and on line. Thanks for keeping me on my toes.

— Maryann



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—Kevin Siembieda

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Introduction

Nightlands™ is the third book in the **Nightbane®** series, and only one of many. The next book, **Through the Dark Glass**, is in the final stages of production and should be released early in 1997. Palladium plans on supporting each of its RPG lines, from **Rifts®** and **Nightbane™** to **Heroes Unlimited™** and **Palladium Fantasy RPG** — all vibrant aspects of the Palladium **Megaverse®**.

Depicted in the following pages are the mysterious **Nightlands™**, the staging area of the invasion of Earth by supernatural forces — home of the **Nightlords™** and the place where the **Nightbane** themselves were born.

The **Nightlands** are in some respects, a twisted reflection of our reality, a dark shadow of our world. It also is a profoundly alien region, a place where **life** as we know it does not belong and has only a small chance of survival. Humans find it to be a nightmarish world where they are hunted as prey or enslaved by monsters. The **Nightbane** find **this** twilight world just as alien and nearly as hostile. They are, at best, prodigal sons returning to a home where they are neither welcome nor understood. Only their own supernatural abilities give them an edge. On **Earth**, the **Nightbane** face the fear and incomprehension of humankind. In the **Nightlands**, they are hunted down without **pity** or remorse.

Besides describing the **Nightlands**, **this** book also goes into more detail about its rulers, the **Ba'al-ze-Neck**, the **Lords of Night**, and some of the more notable and important personages and places. **This** book does not only describe settings, but characters, both good and evil, powerful and pitiful. **G M s** can use these characters as the primary adversaries in their campaign, or as an outline to create their own **Nightlords**, **Nightbane** and human allies or enemies.

Enter the Lands of Night if you dare. Have a nice trip.

Survival in the Nightlands™

From the Journals of Douglas Lovell, Passenger of the Wavedancer

April 5, 1879: Boredom and a bout of sea sickness has confined me to my cabin. I have decided to start a journal of **this**, the last leg of my trip to Europe. Going back home to New York now, in the passenger vessel **Wavedancer**. I am looking forward to my return. I wonder how much things have changed in the year I have been away. Although I failed in securing a scholastic degree, I have made much progress in my studies, and I doubt I will have any problems continuing my research at Harvard.

April 8, 1879: Rough waters to the south have forced us to change course. We are following westerly winds and racing just ahead of a storm. We will be past the Bahamas tonight — if all goes well. Lookouts report strange lights in the sky.

April 9, 1879: Saw the lights myself during the night, when I ventured out of my cabin. The sailors were right, the lights lingered too long to be lightning and were far too high to have been other ships in the distance. If it weren't impossible, I would think they were one of those marvelous floating balloons one can see at fairs, but no man-made craft could stay aloft in such weather. The lights are becoming more frequent and clearly visible. The other passengers have become agitated.

April 12, 1879: I am not a superstitious or religious man. All my life, I thought there were no mysteries in the world that Science and Reason could not unravel in time. But I am completely at a loss to explain the terrifying events of the morning of the 11th.

The lights continued to plague us, and the seas became even more restless. The **ship** was being tossed to and fro like a toy in the hands of

unruly children, and my sea-sickness was overcome by fear. I stumbled out of my cabin and onto the deck. Better I die on my feet above deck than trapped in a small room. Other passengers also crowded the deck, hindering the sailors who tried in vain to regain control over the **Wavedancer**. The lights were nearly blinding. I was about to return to my cabin, realizing the danger of being tossed overboard, when I saw it.

Words fail me to describe the phenomenon. To say it was a huge sphere of light directly in the path of the ship is like saying Paris is a city of not inconsiderable size and renown. And it was no sphere, but a flat plane that seemed to slice into the air, perhaps into the very fabric of reality. The **Wavedancer** was swallowed whole by the portal of light.

The **ship** came to a sudden and crashing halt, and many a sailor and passenger was thrown overboard. I was hurled across the ship's width, and it was only by fortune that no bones were broken. But the bruising impact did nothing to dispel the horror and disbelief that seized me and the entire ship's complement.

The **Wavedancer** had been grounded on a plain of red and black gravel. It was as if the **ship** had been tossed clear onto a stretch of land, although such an impact should by rights have shattered the **ship** and all it carried. But that fact paled in significance next to the sky, a solid sheet of reddish grey at the horizon, reminiscent of the first few moments at dawn when the sun begins to rise.

We are in an impossible world. The sky is unchanging. No sun rises, and the point of dim illumination seemed to emanate at all horizon points as if there is no single source. As one looks above the horizon line, the red-grey sky turns to starless black. Above and before me is an eternal night sky, but none like any I have ever seen. No stars sparkle, nor moon shows overhead. Only the occasional reddish cloud drifted above us.

In the day and a half since the catastrophe, we have seen no change in the sky. Nothing but that inky blackness overhead. Yet we are not stumbling around blindly, but able to see everything in the pervasive red-grey twilight. We cast shadows, distinguishable by their impenetrable darkness. I have never seen shadows so black, as if our silhouettes were painted on the ground. I must confess, if not for the company of my shipmates, I would fear my mind to have succumbed to madness, but we all see the same impossible night lands before us.

Several of the crew members and passengers spent the day on their knees, weeping and locked in prayer. Most seem to believe that Judgement Day is upon us. They wait, in prayer and repentance, for God's judgement. Some of the others believe we have been taken to hell.

It is easy for me to understand why the pious and superstitious mind would believe that we have been cast into Hell, although **this** shadowy realm reminds me more of the Hades of Greek legend than the burning pit of damnation described by preachers. I for one, believe we have somehow been transported, **ship** and all, to another world. If I'm wrong, and **this** is Judgement Day, I trust God will show me mercy.

April 15, 1879: God has not come, and while some still pray and wait, most of us have gathered our wits to the task of survival. We are fortunate that Captain Whitney is among us. He has proven to be a capable leader and has managed to rally both crew and passengers to work together and to try to ignore the strangeness around us. We must concentrate on the matter of our survival. Five were killed and have been buried. Seven have gone missing, probably swept overboard before we plunged through the portal of light.

I am writing **this** after helping to construct a makeshift camp around the hull of the **ship**, which is mostly whole but lying on its side, making it unsuitable for easy habitation. Even as I write, I marvel that I need no candlelight to see the pages, despite the eternal night and frightening, never changing darkness around us. At **this** moment, I can hear one of the female passengers sobbing. A few of the men are trying to console her, yet I have seen them choke back the tears and I, myself feel lost and terribly afraid. Man is a creature of light. We have always feared the night. It is a time when ghosts and witches crawl from their hiding places to wander the Earth. The night is a quiet, yet foreboding time.

when every shadow holds danger and dark deeds are done But in this night land there is no escape from the darkness There is no sun to dispel the darkness and our fires, though comforting, create eerie shadows

We must be strong, or we will perish Even the courage and resourcefulness of Captain Whitney cannot keep our morale steady Nerves are frayed and people are given to bouts of panic

April 20, 1879: We must find water Captain Whitney has rationed what water we earned in the ship and has dispatched small search parties to find fresh water He has distributed four rifles and seven pistols among the searchers

April 24, 1879: Today we had our first encounter with a creature indigenous to this hellish land A search party returned with one member missing and two injured They told a frightful tale of a hideous monster that appeared to be half bear and half alligator Only by shooting it repeatedly were they able to drive it off, and even then it managed to carry off one of the men into the darkness Knowing that monsters lurk in the shadows can only prey on our worse fears The other search parties have yet to return

April 25, 1879: Thankfully, the other search parties returned without incident Better still, one found a stream of fresh water

April 27, 1879: I think this is the right date, it has been difficult keeping track of time with all the grueling work and without the passage of day and night We have abandoned the ship and reached a hilly area where a stream of water has been discovered We have earned off all the useful supplies from the ship as we could We will come back to strip her of every last piece of wood or metal we can reclaim, in the days to come we are certain to need it

May 4, 1879: Another discovery Coal is a common commodity of the dusty, lifeless plain we traverse At least we will not lack for fuel (which is good as our supply of wood from the ship was extremely finite) Food remains a problem, we only have the ship's stores to subsist on

Morale still wavers and is generally low The Captain and I have managed to convince the crew and passengers that we are not in Hell I used my knowledge of Biblical literature and extensive quotes from my book The Captain's method was more prosaic "We can't be in Hell," he told the fearful sailors "Because you, Brunell, would be gettin' stuck by flaming pitchforks the moment we arrived" Brunell is a sailor of somewhat dubious character The Captain made a number of other humorous comments Whether by my reasoned arguments or the Captain's jokes, our troop seems more coordinated and less fearful

May 15, 1879: Providence has saved us once more As we teetered on disaster with only a week's rations left, Sailor Brunell (whose character should no longer be impugned) has discovered a large saltwater lake some distance to our South (according to our compass, the only way we have left to determine directions) Fish are plentiful within, although too many to survive in such a relatively small area, or so I'm told by some of the sailors In any case, we now have food

We are fashioning spears, fishhooks and other implements from the ship's materials We have no shortage of knives and axes, and the Captain has had the men practice with these and other makeshift weapons Although we have not been visited by any of the monstrous creatures that killed one of our number earlier, the Captain is taking no chances

Using the wood from the ship, we have been able to build several houses and even a waist-high palisade around our little village More construction is being done Search parties have found pieces of driftwood and what appear to be the remains of other ships, providing us with more building material Using surplus materials, I have been able to construct a sundial (an ironic term, here), and have learned a few things about the invisible sun that provides this strange illumination The movement of the shadow is about as fast as it would be on our Earth, so the "day" here has the same twenty-four hours Unlike our world, however, the shadows go through two twelve-hour cycles, whereas in our world, some twelve of the hours of the day are spent in darkness, as the sun is on the other side of the world I cannot think of an explanation here that makes sense

Early June 10, 1879: We are not alone! A party of fishermen came back to our settlement, claiming to have spotted a man The stranger ran away when approached, but our people got a good look at him clearly human, with strange headgear and dressed only in a loincloth

In other matters, I have the bittersweet duty to report that our small colony will increase by one new member in the months to come Miss Agatha Benson, an English schoolteacher, had taken up with one of the sailors and she is now expecting Fortunately, a Doctor Benjamin is among us, without whom many of our sick and injured would have perished We hope the pregnancy is without problems Many of the other women were scandalized by Miss Benson's actions, but I fear that as time goes by, the seventeen women among us will eventually pair off with somebody I find this license appalling, but realize we will revert to a more primitive culture if we stay in this God-forsaken place much longer

June 12, 1879: We have been attacked The strangers came after us without any warning Over two dozen men, dressed like savage Indians and armed with bone spears and daggers They swarmed over our village, screaming wildly The palisade slowed them down enough to enable us to counterattack I fear my own contribution consisted of little more than striking ineffectually at one of the savages with a long stick The barbarian easily avoided my clumsy attacks and I would have been skewered if it hadn't been for Captain Whitney, who pistol-shot the man in the chest Our few firearms and greater numbers were enough to turn the tide, and the invaders withdrew Tragically, young, Miss Agatha Benson lost her life She had been collecting coal outside the palisade One of the savages speared her down There was nothing Doctor Benjamin could do for her Three of our men were mortally wounded and seven others were injured, two of them grievously Six savages were also counted among the dead, while two injured savages were quickly dispatched to their maker by the angry sailors I feel I should have voiced an objection at killing these men, but somehow, as I stood staring at the lifeless body of Miss Benson, I could find none

June 13, 1879: We shall have revenge A band of volunteers has left the village to follow the trail of our attackers I and several others have remained behind One of the wounded died during my sleeping period (we no longer use the term "night" and we sleep in shifts) I pray for the safe return of Captain Whitney, who is leading the punitive expedition

June 16, 1879: After three nerve-racking days, our men have returned, short by five of their number They brought along almost a dozen captives, mostly young women and children, and a strange man which I will describe shortly As Captain Whitney tells the story, his band came upon a small village built around a saltwater lake The village numbered no more than forty adults, and less than half were fighting men, after the losses incurred in attacking our village Our group's attack took them by surprise, and all the male savages were slam or put to flight The sailors then seized the women, and I believe subjected them to all manner of indignities, although I dare not voice the question, let alone a protest The Captain decided to seize all infants as well, to be raised by our community as our own

We are following the most primitive principles of survival grow in numbers, augment our breeding capabilities by seizing women, destroy those who would destroy us

The group also brought back a strange man who had been imprisoned by the savages for some time His name is Gordon Macheson, and he claims to be an English occultist who managed to travel to this land of darkness through the use of magic! I do not know what to make of his tale

June 23, 1879: Macheson and I have become friends, as I am one of the few survivors with the scholastic education to make sense of his often confusing tales and theories The man has proven to us that he can indeed work magic by making illusions appear out of thin air and even producing a jet of flame that could easily kill a human being His stories about this place, which he most aptly refers to as "the Lands of Night," are even more disturbing than the notion that magic is no mere superstition

According to Macheson, the Lands of Night is a world linked to our own planet by a strange mystical force. The most powerful magicians on Earth (and Macheson, to my relief, has confessed that true magicians are so scarce as to be near non-existent) can, with great difficulty, catch glimpses of this strange world. Macheson tells us that there are huge cities to our East and West, and that each city is a twisted replica of one of our world's great capitals! Any hopes of finding shelter at these places were swiftly dashed down, however. Macheson went on to describe the tyrannical rulers of those cities and the unspeakable atrocities they inflict on their subjects. We would be seized into slavery as soon as we were discovered. Yet another danger to bring fear to our hearts.

Most disheartening, however, was the discovery that Macheson's arrival to these Lands of Night was accidental, and that the magician has no idea of how to return to our homes.

September 4, 1879: If Macheson had not joined our band, we would have been guilty of an atrocity. Thanks to him, a desperate boy has been accepted despite events that terrified us.

Josh **Southerland** was a cabin boy on the ship; a quiet lad of about fourteen years. Last night, on watch at the palisade he was attacked by one of the bear-alligator things. I was among the people awakened by the screams and saw the monster for the first time. A huge and savage thing it was, and it tore right through our flimsy defenses and seized the boy in its jaws. By rights he should have been killed almost instantly. Instead, the boy ... changed.

One moment, the beast was holding a frightened child. The next, the victim had been replaced by a larger, hair-covered creature, a monstrosity of myth, with elements of wolf and man. The creature pried the bear-alligator's jaws open with its hands, and then with a savage twist, snapped its neck. Then it moved away from its kill... and changed back into Josh Southerland. The boy was some type of **lycanthrope**, a man-beast.

One of the sailors, transfixed with terror, leveled a rifle at the shaking boy. Captain Whitney knocked the weapon away, but its discharge seemed to cut through the stunned silence that followed Josh's change. Macheson stepped towards the boy. "It is all right," he said, as much to us as to the boy. "Nobody here is going to hurt you."

Macheson was able to make the men see reason; in his research he had come across stories about shape-changers, and he had access to accounts long banned by the Church, including true eyewitness accounts. According to them, these shape-shifters were not inherently good or evil, but acted as men do, of their own free will.

In any other setting, under different circumstances, I believe most of us would not have accepted Macheson's words so calmly. Fear of the unknown would have made us try to kill the innocent child (although, having learned of his strength and resilience in his animalistic form, I do not know if we would have succeeded). Now, however, in a land of jet black skies, a place where strange monsters rule and we are unwanted strangers, nothing is the same. If there was any doubt, I think Captain Whitney's support of the boy (**he's** always been kind to Josh) convinced the men to give him a chance.

January 1, 1880: A strange New Year's, so far from home or normalcy. Yet we celebrated our survival, and we had a merry time of a sort. Several children are expected to be born in the new year ahead. We are almost out of ammunition, but Doctor Benjamin is trying to manufacture black powder using some of the sulfur found in the area, charcoal made by burning driftwood, and the saltpeter of our own waste products. It is probably impossible, and at best, he will only be able to produce minute amounts, but it gives us some hope.

Josh has been an incredible help in these past months. His strength while in his animalistic form (the men have taken to calling him "Wolf-boy," a nickname Josh has accepted in good spirits) is incredible. He can do the work of five or six men. When two more of the bear-alligators came near our village, Josh killed them both himself. Also, under Macheson's tutelage, Josh is beginning to study the arts arcane. Macheson's "magic school" has already enrolled four students that the

magician deems to have "the aptitude." Regrettably, I was not one of the chosen. I find myself placing more hopes in Macheson's teachings than in Doctor **Benjamin's** quest for gunpowder.

July 12, 1880: The men came back, their numbers reduced by four. They ran into a few of the creatures Macheson had described, metallic, skeletal creatures in black armor with wickedly sharp spears. There were only three of the monsters, but our group needed to use almost all of their ammunition to overcome them. In addition, four of our own were slain. If Josh had not been there, it is possible the entire party would have been wiped out; his supernatural might was barely able to stem the tide.

Macheson warns we must hide our presence as much as possible, in case other patrols come nearby.

July 14, 1880: We discovered the reason for the scouting party. A huge host of these unnatural creatures is marching across the endless plains, moving East. I was able to spy on them from the hills, and counted no less than ten thousand, moving in a solid block, while another thousand strange creatures flew overhead. Fortunately, the army is moving past us, and does not seem to have noticed our presence.

We must always be careful, for our community could not survive an onslaught from those creatures. At least it appears the monsters are involved in a internecine war; I pray it is a long one.

December 9, 1880: We have moved to a larger "island" in this wasteland. This area, far to the south of the original settlement, is a preferable place. First of all, some plant life grows here, thanks to a large underground fresh water stream. There are even some animals, including sea gulls, who feed from a large sinkhole and who have multiplied greatly. It was in fact sightings of these birds that led us to this island of life.

The gunpowder experiment has been a success, thanks to the discovery of large guano deposits around our new community. Guano containing enough saltpeter to manufacture the explosive. Doctor Benjamin and his assistants now believe that we will be able to reload cartridges and make some crude muskets sometime soon.

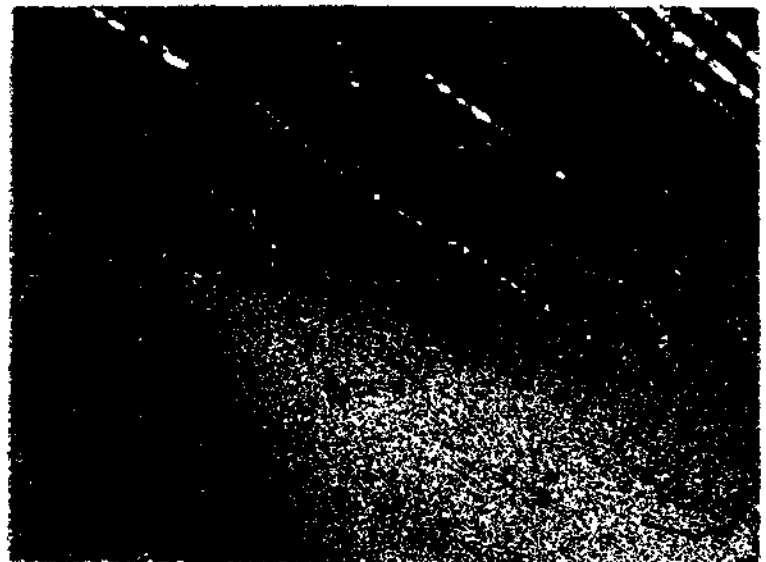
About half a dozen people in the community can now work magic, thanks to the efforts of Mr. Macheson. These modern-day sorcerers have been invaluable to us.

I think we will survive.

January 1, 1881: It has been over a year now. So many changes, so many surprises, both beneficial and terrible. I have reviewed my notes and tried to summarize the major events, so that future generations do not have to plod through my admittedly poor writings to glean the facts.

January 1, 1911: We are still here.

— *From the Journals of Douglas Lovell*



The Nightlands™

The Nightlands are the world of eternal twilight from which the **Nightlords** (and, some say, the **Nightbanes**) come from. In some ways, it is much like our own Earth, but in many others, it is so alien as to defy explanation. Where did this world come from? Who are its inhabitants, and why do they pose such a threat to the Earth of the 21st century? These are questions that humans and **Nightbane** alike struggle to answer.



Ancient Tales

Prehistoric shamans may have known and visited the Nightlands in ancient times, and their accounts may have survived in the form of legends about such mythical lands as Hades and Tartarus in Greece, **Hel** in Norse Mythology, or Xibalba and Mictlan in Aztec mythology; all of which were said to be covered in darkness and the homes of unearthly monsters and creatures. However, most of the knowledge regarding the fabled Nightlands has been kept secret for thousands of years, either lost in time or handed down from generation to generation by small groups that have never shared their secrets.

The Sources

Among the writings that deal directly with the Nightlands are a collection of ancient scrolls that were written sometime in the year 1,000 B.C. However, they are said to be copies of an even older document produced 10,000+ years ago, when writing supposedly did not exist. The scrolls are collectively known as the **Writings of the Dark**.

Only a few **Nightbanes** know the original language those scrolls were written in, among them, the mysterious *Wanderer* (see **Nightbane RPG**, page 7). One of the "originals" is a 3,000-year old parchment scroll with dozens of stories about the Nightlands and the **Ba'al**. It is believed to be a copy of an original document that dates back to the ancient war that overthrew the **Nightlords**, and it is written in a

proto-Semitic language that only an expert Biblical scholar could attempt to translate (and even then he might not succeed). This document is in the hands of the organization known as the *Underground Railroad*, whose agents stole it from the private collection of a British archeologist. Another set of the same writings exists on clay tablets, produced in **Sumeria** thousands of years ago. Some of the tablets are missing and the writings are in the same strange language, but a few passages have been translated into Sumerian, which some scholars can translate. The tablets are in the vaults of a university on the U.S. East Coast, a center of studies known for its arcane research.

Only two translated works dealing with the Nightlands are known to exist. The first is a set of two books, titled **The Books of Night**. They are illuminated manuscripts produced in 812 A.D. at a French monastery. The Books of Night were reprinted during the 1600's by an English publisher who produced some 200 copies; most of them were burned as heretical and demonic, and only a handful are believed to have survived (a few are known to have fallen into the hands of members of the *Searchers* and the *Nocturnes*, and a couple of sorcerous orders). In 1989, a small, occult publishing company known as **Midnight Press** published a trade paperback of the 17th century book, although in a very abridged form. The two original volumes had been over 3,000 pages long, while the paperback version included only a few fragments, totaling some 250 pages. About 10,000 copies of this book were printed. The book was not enthusiastically received even by the New Age and mystic community, due to its very dark and ominous tone (the New Agers wanted something more positive, not tales about demonic monsters who wished to eradicate Humankind). Half of the press run was recycled when sales proved to be disappointing; the other 5,000 or so can still be found in occult bookstores or the occasional library. **Note:** The Books of Night are rumored to be a partial translation of the original **Chronicles of Shadows**, which are said to have been first translated into Latin by a **Nightbane** scholar long before the French or English versions.

The other translated work is known as the **Chronicle of Shadows**, copied sometime in the 10th century from the accounts of an Egyptian sorcerer who wrote down his travels into the Nightlands sometime around 40 B.C. The original papyrus scrolls were copied by a Roman scribe on parchment, and then it was translated into Latin and copied by an Irish monastery in 940 A.D. This account has a lot of important information about the dangers of the Nightlands, and a detailed description of the **Nightland's** counterparts to Rome and Alexandria (two of the largest cities in the ancient world). The Chronicle of Shadows was only available in about half a dozen illuminated manuscripts. In 1998, however, an up-and-coming, Internet-based company acquired the electronic rights to a number of medieval manuscripts, including the Chronicle of Shadows, and an electronic reproduction is on a Web page, floating freely through the Information Super-highway. So far, only a handful of people who understand its significance have accessed it.

The Nightlands Before the Ba'al

Even the most ancient sources disagree and appear not to have clear knowledge about what the Nightlands were like before the arrival of the **Ba'al**. Some think that the dimension was not always a place of darkness and shadows. A few passages of the Writings of the Dark suggest that the Nightlands were a place of colors and light, where shapes and dimensions were all relative and could be changed at will. Others claim that those passages do not refer to the Nightlands at all, but to the *Dreamstream* (see **Nightbane™ World Book One: Between the Shadows™** for more information). Wild speculation about what the Nightlands were like abound. Some think that it was a place of pure light, dominated by beings very similar to the Guardians. Others claim this world has always been shrouded in darkness, but the *Formless Ones* who lived in it were not evil, and the land was not plagued by monsters and strange creatures.

The only thing all the writings agree upon is that the **Formless Ones** were the native inhabitants of that dimension. Some writings also men-

tion that, thousands of years before the coming of the Nightlords, a mighty civilization of **humanoids** rose and fell in the **Nightlands**. Very little is known about these beings, and some wonder if they existed at all. The only "proof of their existence is the presence of some strange ruins that have no apparent connection to the Nightlords, and the existence of powerful magical items known as Artifacts said to be the creations of this legendary "Lost Race."

The only piece of writing that makes any attempt to describe the ancient "Lost Race" is found in the Books of Night, in a fragment that does not appear in the most recent translations of these tomes. The fragment is a roughly translated song or chant (the rhythm of the chant was utterly lost in the translation, and no copies of the original survive):

"And mighty was the Lost Race, the first men to dwell in the Lands of the Dark.

Praised be the Ancient Ones, friends of dragons and wielders of magic.

They be wise andjust, seeking not warfor its own sake.

Noble in bearing and stature, masters ofall arts.

They bothered not the Formless Ones, leaving them the greater pan of the land.

Alas, theirfate was cruel, their doom undeserved.

The Dark claimed them, young and old, strong and infirm.

The Lost Racefought, wielding mighty Artifacts.

But their efforts were in vain,for the Dark was too strong.

One by one theyfell, their cities razed, their lore lost.

Only towards the end did the Formless Ones come to their aid, too late to save them.

Now the Formless Ones bear their guilt,for although the Dark was Vanquished,

The Lost Race was no more."

Some students of the Nightlands (mostly **Nightbanes** and a few **parapsychologists**, mages, **arcanists**, and scholars) have written entire books seeking to interpret the significance of this passage. All kinds of wild theories have been bandied about. The Lost Race has been identified with the **Atlanteans** of legend, Elves of Nordic mythology, and a dozen pantheons from ancient religions. So far, no proof of any of those allegations has been found. In fact, many scholars believe the Lost Race is nothing but a myth. This belief is strongest among the school of thought that believes the Nightlands are nothing but a reflection of humankind's collective subconscious (see the *Origins and Cosmologies* section). However, frequent travelers into the Nightlands have seen a number of ruins that are totally different from the Ba'al's dark and massive construction style, and nothing can explain the origin of the powerful magical Artifacts that are occasionally found on Earth, the Nightlands and the Astral Plane. The most likely explanation is that these structures and items were created by some civilization that predated the Nightlords.

Whether fact or fiction, it is written that some tragedy struck the Lost Race down before the coming of the Nightlords. The enemy mentioned in the passage, the mysterious "Dark," has also inspired countless ideas and debates. Maybe the Dark is the true master of the Nightlords (this theory is very close to the truth, although not in the way most theorists believe; see *The True Power Behind the Nightlords* for more information). Others think the Dark refers to the Nightlords themselves, and that it was the **Ba'al** who destroyed the Ancients, although this is directly contradicted by the Writings of the Dark. Only the few beings long-lived enough to have seen these strange events with their own eyes could confirm or dispel these tales, and, if any such creature exists, it has not seen fit to do so.

The Coming of the Ba'al

"On they came, defeated yet strong.

Three andfifty, few but mighty.

The Formless Ones did not strike at them.

Shamed by their cowardice, they did not interfere.

When the Ba'al struck, the Formless Ones were not ready.

Unprepared and weak, theyfell into slavery.

And were no more."

— *From the Books ofNight*

According to the Books of Night, the Ba'al were the sorcerer kings of the oldest human kingdom that ever existed — believed to have been located somewhere in the Middle-East over 12,000 years ago. The title Ba'al means "Lord" in their ancient language (and the title would survive into Biblical times to mean "Lord" or "God." Eventually, the title was also given, more fittingly, to a demon in **Judeo-Christian** mythology). These powerful magicians increased their power through human sacrifices and other barbaric practices. Eventually, other kingdoms and men of magic banded together to destroy the Ba'al. After years of warfare, the Ba'al were forced to retreat to avoid being obliterated. Using their magic, they opened dimensional portals leading into the Nightlands, where they and a few of their most loyal followers and bodyguards abandoned the Earth. It appears that the Ba'al intended to stay in the Nightlands only long enough to regain their strength, but the enemies of the Ba'al combined their strength to produce an incredibly powerful spell that sealed them in the Lands of Night. The spell tapped directly into the Earth's "magical field," using the entire planet's mystical energies to erect a near impenetrable barrier between Earth and the Nightlands. As a result, the power of magic on Earth waned, and would remain diminished and weak for millennia to follow.

The Ba'al had become inhuman creatures. According to the ancient writings, it is said they needed the life energies of other creatures to survive, and that they could manipulate matter and energy without using magic. The Writings of the Dark only hint at some possibilities: perhaps an evil entity of unimaginable power decided to reshape the sorcerer-kings into powerful servants, or maybe the **transdimensional** energies of their passage somehow increased their might. Perhaps the energies or nature of the Nightlands increased their power even more, enabling them to reshape it into the domain we know today. Some passages suggest that the Ba'al were already at the peak of their power before crossing into the Nightlands, and that they were not transformed further when they crossed over, but had become inhuman long before. In any event, the Ba'al who arrived in the Nightlands were not limited by human frailties; they were supernatural beings of tremendous power. Whether or not the arrival into the Nightlands had increased their power or made them all the more monstrous remains open to speculation.

Despite the barriers that imprisoned the Nightlords, *communication* between Earth and the Nightlands was possible on a limited scale. The Writings of the Dark contain accounts of visions and visitations that give some glimpses as to what happened in the Nightlands after the Ba'al's arrival. The Formless Ones who inhabited the land were enslaved, exiled or destroyed, because within a few centuries after the arrival of the Nightlords, the Formless Ones *disappeared*. In their place, the lands were populated by the monstrous servants of the Nightlords; the Hounds, Hunters, and Doppelgangers, among others. Some researchers believe that these minions were Formless Ones somehow bound into permanent shapes to serve as the slaves and minions of the Nightlords.

The process of conquest is said to have taken several decades. The Nightlords were initially few in number, believed to be less than a hundred (one passage sets their number at fifty-three; other sources increase the number to as high as a thousand). Somehow, they have grown in numbers, either by recruiting more evil sorcerers into their fold, or perhaps through simple procreation. It appears that by the time of the first known Earth civilizations (5000 B.C.), the **Nightlords'** numbers had increased 10 fold, and their first city-states had been built.

Whatever the Nightlands were like before the coming of the Nightlords, by 5000 B.C. they had been transformed into the gloomy, desolate, twilight dimension that is known today. As the first cities rose in places like Sumer and Egypt, the Nightlords were inexplicably drawn to corresponding locations in the Nightlands and erected twisted versions of the Earth communities, as if in mockery of their human counterparts. Their reasons remain largely unknown. The most widely held *theory* is that the Nightlords somehow feed on the psychic energies of large concentrations of humans, somehow drawing upon the energy through the veil that divides the dimensions. Another possibility is that Doppelgangers (see the **Nightbane™ RPG**, page 158) can only be created in proximity to the psychic energies of tiutmaa beings. *It may also* be some strange link that the Nightlords retain with their human ancestors, and which even they do not understand (or is beyond their control). Whatever the reason, this process has continued through history. As large human cities rise, certain Nightlords and their minions migrate to corresponding locations in the Nightlands and build their own dark, twisted domains. The current cities are reflections of modern cities, with spiraling skyscrapers, but always of dark, gothic and sinister design. Cornices and ledges are decorated with monstrous gargoyles and grotesque statuary. Often the Nightland versions are occupied with a fraction of the people when compared to the human cities. This only contributes to the haunting, empty and frightening atmosphere that permeates these giant ghost-towns of brick, mortar and steel. It also fuels the legends that the Nightlands are actually dark, evil, mirror reflections of the Earth itself.

Origins & Cosmologies

Some Theories

For centuries, scholars of the arcane, sorcerers, occultists and Nightbane have tried to unravel the mysteries of the Nightlands. Why does that world so closely mimic the Earth, especially in scale and geography? What is the connection between the Nightbanes and this place of twilight? Where did the Nightlands come from? These and many more questions defy human understanding.

So far, no theory or belief has managed to explain all the mysteries of the Nightlands. Of course, this is in part, because so few people believe (or know) the Nightlands and the Ba'al exist. Even those who know the truth must be part adventurer, practitioner of magic or Nightbane to journey from one dimension to the other and study this realm of shadows and monsters. Among the knowledgeable few, several ideas have been put forward.

The first theory is that the Nightlands are a highly magical dimension, with similarities to the Astral Plane (see the **Between the Shadows™** book for more information). If this is true, the Nightlords took over the world and used their powers to literally reshape the realm to resemble or reflect the Earth. This may have been done out of homesickness, some element of me subconscious, mockery or some twisted, dark emotion. This theory fails to explain why some accounts claim that the Nightlands had some similarities to Earth before the Ba'al arrived (although many scholars claim these accounts are inaccurate or outright lies).

Another possibility is that the Nightlands are somehow affected (or even controlled) by the Potential Psychic Energies (P.P.E.) of the people on Earth! Proponents of this explanation point to the incredible similarities between the cities of the Nightlands and Earth and the fact that the two dimensions are obviously linked in some way. They also point to Doppelgangers who appear to randomly take the shape of people living on Earth. Unless the Nightlords have god-like powers, how could they oversee the creation of millions (perhaps hundreds of millions) of exact copies of humans? These theorists claim the only explanation is that some sort of psychic "runoff" or "seepage" from Earth comes into the Nightlands and has reshaped the world in the vague image of Humankind's collective consciousness.

Some of these scholars go even further and propose that the Nightlords themselves are nothing more than the embodiments of Humankind's dark side! These theorists (many of whom were people who had little or no belief in the supernatural before Dark Day) dismiss all the legends about the origins of the Ba'al and their arrival on Earth. They propose that as Humankind grew and became more alienated and cruel due to the "dehumanizing processes of the 20th century," its subconscious mind created terrible monsters in this shadowy realm, which may not even exist outside our thoughts!

No theory seems to adequately explain anything. It is possible that many or even all of them have some elements of the truth.



Nightlands™ & Physical Laws

In most ways, the Nightlands have the same physical laws as Earth. Magic and technology work the same at either locale, and the laws of gravity also apply. However, there are a number of strange facts about the Nightlands that leave scientists at a loss. First of all, there is no sun or division of night and day, only a constant, unchanging twilight that surrounds that world. Most plants should not be able to grow in an area devoid of sunlight—and yet they do, limited only by the lack of water that is prevalent in the Nightlands. Plants that grow in the strange land are typically weaker and smaller than their Earth counterparts, but they somehow manage to survive if the right combination of soil and water is provided. The most common explanation suggests that the Nightlands are illuminated by a "ghost light," the same pervasive source that creates the dim twilight that allows humans to see in and creates shadows.

Another strange phenomenon linked to the Nightlands is the so-called *Mirror Walk*: the ability that Nightbanes, Hounds and a few other creatures have to cross to and from Earth by using a mirror, no matter how small the "portal." Apparently, the Nightbanes and a few other supernatural creatures have a powerful link with the Nightlands which allows them to breach the magical barrier separating the two worlds. Nightbane could travel freely between the two worlds even before Dark

Day brought the two worlds closer together (**dimensionally** speaking) Apparently, the nature of some beings enables them to quickly move between the two dimensions

Using **this** ability **is** very safe, **Nightbanes** cannot Mirror Walk themselves into a solid object on the other **side**, or appear a **mile** (1.6 km) up **in** the **air** Whenever the power **is** used, the character **will** appear within a hundred feet of the nearest body of land or water

Another anomaly **is** the temperature, which generally corresponds **with** comparable locations on Earth, despite the fact there **is** no apparent **sun**! Another difference **is** that the coldest temperatures rarely drop below freezing, snow (or moisture of any **kind**) **is** rare and there **is** no obvious passage of seasons Saltwater Sinkholes and other dimensional aberrations also defy man's understanding of physics, space and **time** Speaking of **time**, **it** passes at the same rate as on Earth However, without the transition of day **into** night, one's sense of **time** becomes distorted and one day slips quietly **into** another

Most other things work the same **in** the Nightlands as on Earth Magic, **psionics**, weapons and explosives, are all as efficacious on one **side** of the mirror as on the other See *Nightlands Geography*

Nightlands™ Geography

"The traveler in darkness must be warned, that although many features in the Midnight Lands are similar to our own, especially around cities and large towns, the rest is vastly different Even the most savage desert is more friendly towards Mankind than the most fertile part of the Midnight Lands When entering it, be prepared to find a land where neither food nor drink is readily available, and where all hands will be raised against you "

— From the Chronicle of Shadows

Nobody **is** known to have done an extensive geographical survey of the Nightlands Nobody **is** certain **if** the Nightlands **is** even a planet **like** Earth The longest recorded **trip** through the realm was undertaken by the Egyptian sorcerer *Snefru-Chaf*, who went from the **Nightland's** Alexandria west to Persia, then doubled back and north up to Rome From there, Snefru traveled West until reaching the Nightland's version of Britain, and then south again, down **into** the furthest reaches of Africa The Egyptian stopped at the Nightland's version of the Atlantic Ocean, a huge desert **with** swirling sands The Egyptian sorcerer relied on magic and over two dozen warriors and scouts (over half of whom perished), and made extensive notes about the regions and geography Snefru's travels are part of the Chronicle of Shadows, and serve as the primary information source for Earth travelers going **into** the Nightlands to **this** day

Note: Nobody **is** known to have circumnavigated the Nightlands, and precious few people have flown above **its** land Despite these limitations, however, experienced travelers have learned a great deal **G.M.'s Note:** Most of the information here **is** widely known by experienced Nightbanes Player characters who have contacts and mentors among these experienced non-player characters should have no problems getting access to **it** The G M should limit **this** information only if the player characters are inexperienced and are venturing **into** the Nightlands for the first **time** and **with** minimal guidance or support

The Waste

'Where the life-giving waters of the Oceans should be, or in the beds of the mighty rivers like the Nile the Tigris and Euphrates there is nothing but sand and stone, or empty flats Here or there one can see small lakes dotting the land, little more than puddles, some of salt water, some of fresh Perhaps some unknown tragedy struck this dark land, and its bodies of water dried up completely

"Outside the cities, the tale is similar Where crops and forests should grow, there is nothing, save rocks, sand or brittle earth Very little life can be found there, except for strange beasts that kill for sport

instead of food But beware, for there are also men here, grown savage by their cruel surroundings Some of them think nothing of committing cannibalism while others will torture their victims for days just to relieve boredom '

— from the Chronicle of Shadows

Most of the surface of the Nightlands **is** covered by the Waste, **typically** a flat or rocky plain made out of gravel, sand, or limestone **Rock outcroppings** and natural pillars of stone are fairly common, but other than that, these areas are mostly featureless Tall and steep mountains do break the countryside **in** some places Sometimes these mountains correspond to Earth equivalents, often they do not

The land of the Waste **is** not particularly fertile, but plants and crops **will** grow **in** some patches of land, **if it is** worked hard enough The lack of water and animal **life** makes the long-term survival of humans very difficult, **if** not impossible

Many mineral deposits and useful substances can be found **in** the Waste, including coal, sulfur, and **iron** Where the coal came from **is** a mystery, but it provides fuel and has kept many a community of refugees a couple steps ahead of barbarism

Long, **wide** and twisting roads sometimes **link** major city-states Although they are well-maintained and allow for faster travel, only the foolish or ignorant use these roads for any length of **time**, because they are frequently patrolled by Hunters and Hounds

The Seas of Sand

The oceans of Earth are replaced by huge deserts that have roughly the same dimensions Although popularly referred to as "the seas of sand," these regions are mostly featureless plains covered by gravel of diverse composition and blowing dust Here again, one can **find** coal, sulfur and other minerals For the most part, the terrain **is** similar to the waste, except that there are less large rocks and the terrain **is** flatter, somewhat similar to the Salt Flats **in** Utah

The Seas of Sand are littered with debris brought to the Nightlands by dimensional Rifts Shipwrecks, garbage and the bones of large sea creatures dot the landscape, although most of these plains are empty Sinkholes, small lakes or ponds of sea water are most commonly found **in** the Seas of Sand

Islands

The Seas of Sand are littered **with** a number of islands which, again, roughly correspond to the islands on "normal" Earth They are distinguishable because they rise above the lifeless, parched, flatlands as stony hills (large and small) Some of the larger islands have small streams of fresh water, the origins of these streams are unknown, although they may be underground deposits from Earth that flow through the two worlds **via** dimensional openings Where fresh water **is** found, there may also be scrawny trees and vegetation, which **in** turn may attract wildlife (or monsters) and the occasional tribe of barbarians, human and inhuman Thus, islands are not the oasis they appear to be at first glance

Sinkholes

Commonly found **in** the "Seas of Sand," sinkholes are large pools and lakes of salt water Most believe they are created by permanent (or at least long-lasting) **openings between Earth and** the Nightlands These sinkholes can be found **in** deep water **in** Earth's oceans (typically from 200 to 1000 feet/61 to 300 m), they are rare enough that the only humans to have encountered them on Earth have done so by accident, usually resulting in an unlucky scuba diver being swept **into** the sinkhole and appearing **in** the Nightlands (see the *Atlantis Foundation* section)! Most of the victims of these sinkholes are fish, which often wander **in** and out of the Nightlands none the wiser about their travels

The sinkholes are two-way streets between Earth and the Nightlands **In** the Nightlands, **if** one swims all the way **into** the bottom of the

sinkhole (which average 100 to 300 feet/30 to 90 m in depth), one can see a glowing hole. Swimming through the light will take the diver to Earth, but to a random spot in the ocean, between 200 feet (60 m) and 1000 feet (300 m) deep! For obvious reasons, this escape route is not safe or recommended (the average human cannot survive pressure beyond 300 feet/91 m, even with SCUBA gear, gets the bends and suffers an agonizing death — most Nightbane in morphus also cannot survive depths beyond 300 feet/91 m)

Sinkholes are one of the few things that have allowed human communities to survive. They provide a food source because most sinkholes have a lot of fish swimming in them. Furthermore, the salt water can be purified and made drinkable through boiling and "capturing" the steam with a cloth or similar means. Many a small community has managed to eke out a meager existence by settling near one of these watery anomalies.

Rivers

Occasional bodies of running fresh water can be found in the Nightlands. The largest known river is the *Western Stream*, a strange body of water that runs over 6,000 miles (9600 km) in length and has over a hundred tributaries. The river runs from the Nightlands equivalent of the West African coast and reaches into South America and the Pacific Ocean, where it goes underground and disappears. Nobody knows where the stream comes from. It cannot originate from Earth, because the amount of fresh water being moved through the river is massive. This means it cannot come from the salt water oceans and does not correspond with any river on Earth.

The City-States

7 will never forget my first visit to Doom's Harbor — the Nightlands' mockery of New York City. It was 1962 when I poured myself into a mirror and emerged on the other side of madness.

"The towering skyscrapers were almost the same, and just as tall and imposing. A closer look though, and one could see the differences. First, these were not buildings but towers, with precious little room for windows or amenities. Gargoyles and monstrous statuary adorned the ledges, rooftops and window sills, but these were the first of many differences.

'In any Earth city one can hear the sounds of life, of toil and work, and happiness and haste. People walking and talking, cars running, music blaring. In the Nightlands, the only sounds one hears are of death and menace. Screams of terror and pain, the footsteps of those fleeing in fear, the smack of a blade, claw hitting flesh or a growl from the shadows.'

— *From the Wanderer Diaries*

The Nightlords rule over a collection of city-states that are scattered throughout the Nightlands. These cities are always located in an area corresponding to the location of human cities on Earth. Almost every city with over 300,000 inhabitants has a counterpart in the Nightlands. The population of the Nightlands' cities is only about one-third to one-half as large, however, and the entire area of the city will usually be smaller, limited to the downtown and city proper, and rarely including suburbs. The actual buildings will be an art deco or gothic mockery of the real thing, often empty towers with few occupants — a shadowy, ghost town of the places on Earth. Furthermore, each building usually has a very different purpose, office buildings are slave dens or the lairs of minions (or abandoned), theaters serve as dungeons or gladiatorial arenas, restaurants are torture pits or places of alien decadence, and so on.

Why the city-states are built remains a mystery. It even appears that most Nightlords do not know the answer. A few facts do remain, however. First of all, whenever a city-state is built, *Doppelgangers* of the Earth city's inhabitants appear spontaneously in the Nightlands, providing the Nightlords with a slave force (although usually only 10-25% of the actual Earth population). Nightlords who rule or have influence over

many city-states tend to be more powerful and command powerful minions in addition to Doppelgangers. It may be that all powerful minions such as *Hounds* and *Hunters* need to be created from the psychic energies released by cities.

Human & Alien Settlements

The city-states and minions of the Nightlords are not the only settlements. Several small communities populated by humans, Nightbane or creatures from other dimensions have risen and fallen over the centuries. The largest and most successful one is the **Kingdom of Mu-Talan** (see the **Other Communities of the Nightlands** section), made up of humans and strange, rock-like **humanoids** known as the *Flint People*. Most other communities are much smaller, usually populated by less than a thousand inhabitants — most rarely exceed a few hundred, many tribes don't exceed one hundred. Most of these gatherings are fairly primitive, and their livelihood depends on finding food in sinkholes, planting small, scrawny crops (often, the fish remains from meals are the manure fertilizer used on the harsh ground of the Waste) and, in a few cases, even resort to **cannibalism**!

Life in these settlements is harsh, but less so than in the city-states. Although the people often fall prey to starvation and savagery, at least they die free and without being enslaved and/or tormented for the pleasure of the **Ba'al**.

Since Dark Day linked Earth and the Nightlands together, a few of the factions fighting the **Nightlords/Ba'al**, especially the **Lightbringers**, have made a point of finding and bringing back to Earth any people found lost in the Land of Night or struggling as a primitive settlement. However, many of the unfortunate people (many of whom are third or fourth-generation descendants of people stranded in the Nightlands) are often unprepared for life on modern Earth with its bright "fire" in the sky. These poor people often find it difficult or even impossible to adapt to life on Earth. Thus, the **Lightbringers** sometime return the people to their twilight settlements, and content themselves with giving them supplies and tools to ease their toils. This realization has also made the **Lightbringers** more discriminating, reserving their "rescues" to people who were not born in the Nightlands or would ask to be liberated.

Supernatural Beings & Organizations in the Nightlands

Nightbane

It is clear that the **Nightbanes** have a special affinity for the Lands of Night. Their ability to travel back and forth from those lands, and their powers over shadows that appear to mimic some of the strange conditions in the Nightlands, suggest that they may be the original inhabitants of this dimension. The legends about the "Formless Ones" may even refer to the **Nightbanes'** ability to change their shape — although they are not "formless."

However, survival is almost as difficult for **Nightbanes** as for anybody else. The Nightlands *might* be their **original** home, but it has become a hostile and deadly place under the influence of the **Nightlords**. Additionally, most *known* **Nightbanes** are, by background if not nature, essentially human beings raised among humans and share their beliefs, morals and sensibilities. They find the Nightlands **just** as bizarre and confusing as other humans.

Guardians

These creatures of light are actually unable to survive in the Nightlands for long periods of time. Although the "dark light" of the Nightlands is enough to allow plants and humans to endure without ill effects, the **Guardians** weaken and suffer greatly if forced to stay in the Nightlands for more than a few days. Perhaps there is something in the very nature of the land that saps their strength. Maybe this effect is caused by the negative energies that the **Nightlords** (or lands) seem to emanate. It may also be that **Guardians** are elemental beings of fire and light and

simply waste away when trapped in eternal darkness Remember, the Guardians are as enigmatic as the Ba'al

Vampires

On the surface, the Nightlands would seem to be a veritable paradise for vampires Due to the lack of true sunlight, the *undead* can operate in this world around the clock without suffering ill effects However, the Nightlords are fiercely opposed to undead of all kinds, and vampires are hunted down and destroyed without mercy Despite the efforts of the Ba'al, however, these creatures of darkness have managed to establish small and tenuous footholds in the Lands of Night Their biggest obstacle is the fact that vampires need large numbers of humans to survive, and the Nightlands by their very nature, make it difficult for mortals to survive — *Dopplegangers* and other minions are supernatural beings not suitable for consumption

Demons

Although the Nightlords and their minions have been often called demons and *deevils*, there exists a variety of other creatures for whom that label is more appropriate The so-called demons and *deevils* are *extradimensional* creatures alien to both Earth and the Nightlands Like the Nightlords, these monsters tend to hate humankind and love to harm and torment mortals Their goals and loyalties are not the same as the Ba'al's, however Although some Nightlords employ demons in their service, many of these creatures remain loyal to their own hierarchy of Lords, Kings, Queens and Gods, beings just as corrupt as the Ba'al, but with different areas of interest Most demons find the Nightlands alien and disturbing, although they come from even more inhospitable worlds, they do not like the lands of night nor their inhabitants

Dark Day in the Nightlands

On March 6, 2000, the skies of Earth darkened, plunging the planet into panic and chaos That is not all that happened on that day At 6 02 a m Eastern time, and for two hours afterwards, sunlight shone down on the Nightlands! Just as the Earth event would become known as *Dark Day*, this date has been called the **Coming of the Light** by the inhabitants of the Nightlands To the humans living on this alien world, the light brought hope

According to a few escaped slaves and informants, the Ba'al were not expecting this event In some cases, a number of operations on Earth were postponed because several Nightlords were paralyzed with shock or went berserk In other cases, it was their servants who were temporarily numb with surprise or terror, requiring strong discipline to get them moving again It is rumored that a few Nightlords and Night Princes thought that the Nightlands were under attack by a powerful mystical force, and they stopped whatever they were doing and spent considerable amounts of power trying to seek the cause of the phenomenon or to prepare against invaders that never came

About one hour after the light started to shine, a gigantic image of *King Moloch* appeared over every city in the Nightlands With a deafening, roaring voice, the illusion ordered everyone to ignore the sunlight and carry on with their labors Nobody knows how much impact the Coming of the Light had on the Dark Day invasion, but at least a few operations, including the seizure and murder of several key targets, were delayed and in some cases, failed because of this unnerving event

To this date, nobody knows what caused the strange event Some believe that the Coming of the Light was engineered by the Guardians (see *Nightbane RPG*, p 189) Maybe it was a supreme effort by these beings to stop or slow down the invasion Others think that the incident was simply a direct consequence of Dark Day, which allegedly was a magical "realignment" of two planes of existence (Earth and the Nightlands) Just as the skies darkened on Earth, sunlight appeared on the Nightlands by the same process It appears that not even the Nightlords are sure what transpired or what long-range ramifications the event may have If anybody has the slightest idea, it is *King Moloch*

Factions in the Nightlands

Almost every faction involved in the war against the Nightlords has some stake in the Nightlands Some only have a vague idea and knowledge about this dark realm, while others have links and extensive bases established there and are involved in all-out-warfare against the Ba'al on their home ground

Ba'al Winners & Losers of the Dark Day Invasion

After the invasion, there was a major reshuffling of power among the Nightlords Spies among the Ba'al have reported that not all the Ba'al supported *King Moloch* in the invasion Most of those Ba'al were swiftly overthrown, demoted and, in a few cases, killed for their presumption in questioning Moloch's orders These "changes of the guard" have resulted in the disappearance of a few city-states, mostly because there were no Nightlords or avatars available to take the place of the creatures who had been brought low

A major change brought about by the Dark Day invasion was the diminished presence of the Ba'al in the Nightlands Many of the Nightlords' minions are now on Earth, carrying out their secret invasion That also leaves fewer Hounds and other creatures available to patrol the Waste and defend the city-states, which makes it less likely that travelers from Earth or dwellers of the Nightlands will be attacked or molested At least for the moment

The Underground Railroad

Since *Nightbanes* are the main members of this organization, the Underground Railroad has long known about the Nightlands, and has a number of ventures in this dimension Although the organization has been wary of attracting the attention of the Ba'al, it discovered that these beings have little interest in the Nightlands outside their city-states The Underground Railroad has been able to build a number of sanctuaries in the more remote parts of the Nightlands, some of which have operated for decades or even centuries without being detected

The largest *Nightbane* havens in the Nightlands include the Mesa, somewhere in Western Africa, which is fairly underpopulated in the Nightlands, *Breann's Castle*, a medieval fortress built in the Nightlands' counterpart to the Scottish highlands, erected during the 13th century and used as a major hiding place since then, and *Jagged Tooth*, a mountain retreat in North America, described in this book

The Resistance

The *Nightbanes* of the Resistance see the Nightlands as an important battleground in the conflict against the Ba'al Platitudes about the Nightlands being the true home of the *Nightbanes* aside, many Resistance members prefer to fight in the Nightlands because they do not care about the collateral damage they inflict The group is more willing to use bombs and other weapons of mass destruction in the Nightlands because the only creatures being hurt are, for the most part, minions of the Nightlords They also figure that if they do enough damage in the lands of darkness, the Ba'al will have to call back many of their minions, reducing the amount of mischief they can do on Earth

A number of bases and Resistance Cells have been established in the Nightlands From there, they try to take the fight to the *Nightlords'* city-states any way they can One of their most successful bases, the *War-camp*, is described in this book

The Nocturnes

The *Nocturnes* had only limited knowledge about the Nightlands until after the Dark Day invasion For years, this organization concentrated mainly in battling vampires and other supernatural threats on Earth The occultists, vampires and wampyrs in the organization had lit-

Secrets of the Ba'al

tle interest in the **Nightlands**, working on the assumption that the **Ba'al** were apparently imprisoned there and unable to affect Earth in any major way. Occasionally, bands of *Nocturne Hunters* clashed with early versions of the Cults of Night (see the **Nightbane RPG**, page 177). The most common Nightlord minions faced by the Nocturnes were the Night Princes, who were sometimes able to visit Earth and use their **illusionary** powers to deceive and convert humans. Several times, the Nocturnes foiled the Night Princes and destroyed them and their human followers. On other occasions, members of the Nocturnes made short sojourns into the Nightlands.

The longest and most involved mission into the Lands of Night was conducted in 1947, when a team of a **wampyr**, a vampire and three sorcerers traveled to the **Nightlands'** version of New York City (see *Doom's Harbor* for more information). There they hunted down a master vampire who, after having his brood destroyed, used magic to try to escape into the Nightlands. The mission was extremely dangerous. In the end, the master vampire was destroyed not by the Nocturnes but by a patrol of Hounds led by an Ashmedai. The Nocturne team was barely able to escape back to Earth alive. After that fiasco, they ordered their members to steer clear of the dark dimension.

Dark Day and its aftermath changed the situation radically. Suddenly, it became apparent that the Nightlords were the most dangerous threat ever faced by humankind, and that the Nocturnes must shift their efforts from vampire-hunting to fighting this widespread supernatural invasion.

The Seekers

The mystical scholars who controlled the Seekers have long known about the Nightlands. This organization owns copies of some of the very rare writings that describe this strange world, including translations of the *Books of Night* and the *Chronicle of Shadows*. In fact, according to some Seekers, the author of the Chronicle of Shadows was in many ways, a precursor of their own organization.

However, the Seekers seldom venture into the Nightlands, except when they think they can find a valuable relic or artifact.

The Lightbringers

To the Lightbringers, the Nightlands are a place in need of cleansing. Their primary goals in this dimension includes fighting the Nightlords, for much the same reason as the Resistance, and, more importantly, to rescue as many humans as possible from this hellish world. In some cases, the well-meaning Lightbringers have only brought more misery to the people they are trying to help, especially humans who were born and have spent their entire lives in the Nightlands.

Spook Squad

As much as Spook Squad and the Nightbane Resistance dislike each other, the two factions are in complete agreement as to the reasons why the Nightlands must be attacked. This human organization has a number of small teams in place in the Nightlands, like the *Beachhead*, a military base used to launch strikes against the Nightlords (depicted in **Nightbane™ World Book One: Between the Shadows™**).

A few members of Spook Squad are considering desperate measures to deal with the Ba'al. The most serious of these plans is code-named *Doomsday*. The Doomsday plan calls for the use of a number of tactical and strategic nuclear weapons against as many city-states as possible in an effort to eradicate the Nightlords. The advice of the more mystically-inclined members of Spook Squad has stopped this plan. They fear the effects of such a sudden mass killing in the Nightlands would have unpredictable and possibly catastrophic consequences on Earth. They point to evidence that the Los Angeles Earthquake of 2000 may have been triggered by a similar catastrophe in the Nightlands. What would happen if dozens or even hundreds of nuclear devices went off at the same time?

The Ba'al, also known as the Nightlords, are the ultimate enemies of Humankind. What motivates them? Or, more pragmatically, what are their weaknesses and where does their power come from? Many who oppose the Ba'al have searched for the answers to these questions, but have only been partially successful.

Ancient Origins

All that is known about the origins of the Nightlords can be found in the **Writings of the Dark**, ancient documents dealing with the Lands of the Night and their rulers. The most widely believed account is that the Ba'al were once human, that they were magicians and/or priests in an ancient culture that flourished sometime between 12,000 and 10,000 B.C.E., and that at some point, they switched allegiance from their traditional powers to some strange force or entity referred to as *The Dark* (also known as The Ruler of Darkness, or the Being Who Is The Dark). Whether or not there is a connection between this "Dark" and the entity said to have destroyed the Lost Race in the **pre-Ba'al** Nightlands remains unknown, but most students of the occult do not believe in coincidences.

Among the consequences of their pact or deal with the Dark, the Ba'al started resorting to human sacrifice (other sources claim that the Nightlords used human sacrifices before their pact with the Dark, which only happened after the Great War; the arguments about which is right seem to go on endlessly). These practices, and apparently, the cruel and unjust rule of the Ba'al, eventually prompted a major revolt, which culminated in the Great War.

The Great War

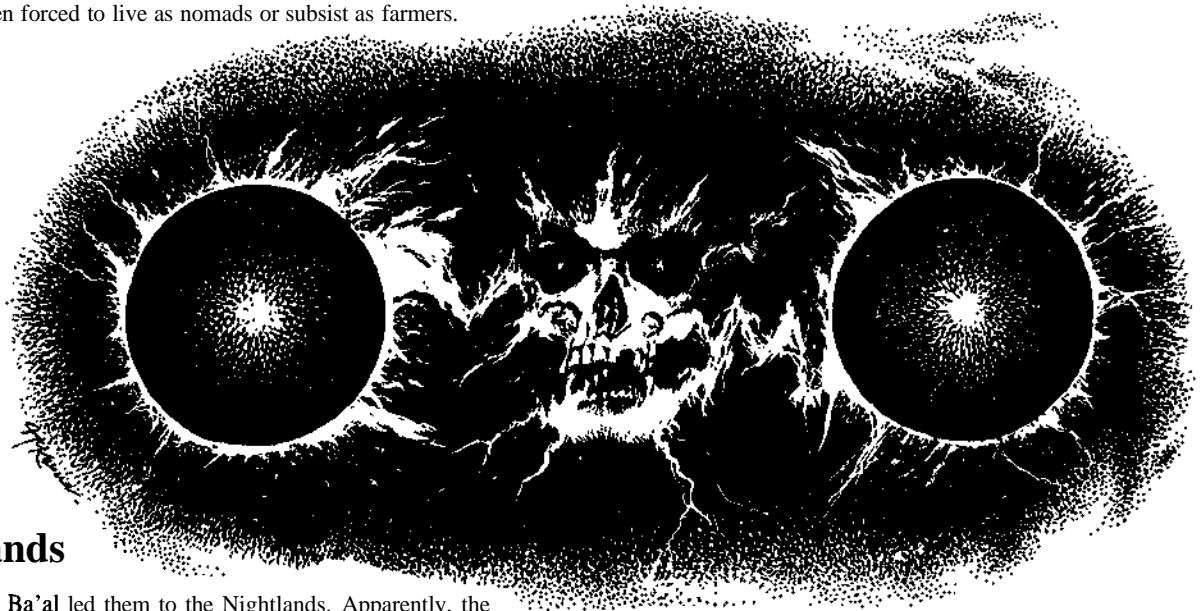
Modern mages and occultists have a number of theories about the war that drove the Nightlords off the Earth, but only have vague and inconclusive evidence to prove any of it. According to the *Wanderer Diaries* (see the **Nightbane™ RPG**, page 171), the Ba'al were defeated by an alliance of human sorcerers and the Guardians. Some other accounts seem to give the Guardians more credit than others.

A few of these tales also suggest that the Guardians "came down from the sky in strange vessels" and brought "skyfire" down on the cities of the Nightlords. A few believers in "ancient astronauts" and other UFOlogists claim that these writings prove that the Guardians are extraterrestrials who came to Earth and became embroiled in a planetary war, pitting their technological and psychic powers against the Nightlords' control over matter and energy. Others claim that the accounts could easily refer to magical "vessels" that have nothing to do with alien visitors from another planet. A third party, made up of people who know the Guardians and seem to be active in the Astral Plane (see **Nightbane™ World Book One: Between the Shadows™** for more information), thinks that the Guardians came from the Astral Plane, not the far reaches of space.

In any case, the Guardians stood side by side with the gathered armies of the few remaining independent kingdoms. It is believed that a number of early civilizations (perhaps the precursors of the **Sumerian** and **Egyptian** civilizations) were destroyed in the ensuing conflict. The destruction must have been so total that no **archeological** remnants of these cultures have been found. A few scholars believe that the war against the Ba'al was so devastating that human civilization as a whole was set back thousands of years. The Great War may be the only reason it took so long for new cultures to rise from its ashes.

The date of the Great War cannot be determined with any accuracy. The Nightlords are perhaps the only beings still alive who could report when it occurred, and they rarely speak of it. The best estimates place it at sometime between 12,000 and 10,000 B.C.E. (Before the Christian

Era), making the war some 12,000 to 14,000 years old. A few of the most imaginative **arcanists** and scholars of ancient civilizations believe that the war lasted from 12,000 to 10,000 B.C.E. — two thousand years of warfare! The next civilizations rose again on Earth around 7,000 B.C.E.; in the same region. For thousands of years, the descendants of city builders had been forced to live as nomads or subsist as farmers.



Exile to the Nightlands

The defeat of the **Ba'al** led them to the Nightlands. Apparently, the Dark granted the **Nightlords** special powers and helped guide them to the Lands of Night. Other accounts suggest the Ba'al made contact with the Dark after reaching the Nightlands. By crossing over, the Nightlords were changed even further than they may have already been. They lost some of their abilities to summon **extradimensional** beings (what most would call "demons"), but gained many new minions, like the Hounds and Hunters. Many students of the Nightlands believe this was accomplished by transforming and enslaving the beings known as the Formless Ones.

Current Goals

Briefing Room, Beachhead, Somewhere in the Nightlands: *"The first thing one must know about an enemy," Major Gordon began in a dry tone, "is to discover what his goals and objectives are. The first thing we must then do is to deny them those objectives."*

Lieutenant Masters raised her hand. "Sir, that is basic doctrine. Do you know what the goals of the Nightlords are?"

"According to the guys up in Intelligence ..." Nervous chuckles broke out among the gathered soldiers; anything that came out of Intelligence was suspect. "... the Nightlords seek the destruction of every man, woman and child on this planet."

Lieutenant Masters swallowed hard. "That's one Hell of an objective, sir."

"You said it, soldier."

Nobody is sure exactly what the Nightlords seek to accomplish with their invasion. It even appears that some, perhaps even most, of the Nightlords are not sure themselves. However, many in the know, both human and **Nightbanes**, have strong suspicions, and none of them are positive ones.

The least pessimistic possibility is that the Nightlords wish to turn all humans into slaves and playthings to satisfy their unearthly hungers and base cravings. Numerous intelligence reports confirm that many Ba'al believe conquest and slavery is their objective. However, some of the policies and actions pursued by **King Moloch** and the top Nightlord leaders suggest this is not the case. Perhaps Moloch is deceiving his own people.

The most likely scenario, given information gathered by Nightbanes, sorcerers, and spies, is that the Ba'al, or at least their leaders, are bent upon the eradication of all human life on Earth.

One of the biggest fears is that if the destruction of Humankind is their final goal, by taking over the governments of almost every nation on Earth, the Nightlords already have the means to achieve their end. The Nightlords are in control of the nuclear arsenals of every nation on the planet. Yet if this *is* the case, why haven't they started a nuclear exchange?

The real answer? A renegade **Doppelganger** Warlord (see the New **Servants of the Nightlords** section) called **Hakim**, now working for the Resistance, claims he has the answer. According to Hakim, the Nightlords observed with great interest the bombing of the cities of Hiroshima and Nagasaki at the end of World War II. The physical effects of the bomb are well known; the mystical consequences aren't. In the Nightlands, the City-States of Hiroshima and Nagasaki were utterly devastated. Apparently, the sudden deaths of tens of thousands of people released a wave of psychic energy that killed every being in the equivalent **Nightland** cities — including the Nightlords themselves. Furthermore, great dimensional disturbances were noted both on Earth and the Nightlands. Dimensional Rifts opened at random, bringing creatures and peoples from other parts of the Megaverse, including some very powerful alien entities (it took the Nightlords several years to contain and destroy the horde of intruders that arrived as a result of the atomic explosions). The Nightlords now realize that killing millions of humans at the same time would unleash a psychic cataclysm that would obliterate them as well as the hated humans and Nightbanes. Much as they despise humankind, the Ba'al do not want to be destroyed alongside it.

So, for the time being, using nuclear weapons is out of the question. Killing people slowly, however, has no ill effect; the psychic energies released are easily absorbed and contained by the environment, although energy along ley lines ebb and flow. Gradual genocide rather than a nuclear holocaust has been determined to be the way to go. And the Nightlords can afford to be patient; if it takes them several centuries to eradicate humankind from the face of the Earth, so be it. Meanwhile, they make amusing slaves, pawns, and playthings.

True Power Behind the Nightlords

Arcanists and supernatural experts know the name of the entity that rules the Nightlords: **The Dark**, but nobody knows exactly who or what the Dark is, what its goals are, and why it does what it does. The following are some of the most common speculations and possibilities (Game Masters can decide which, if any, are true).

- The Dark is some sort of *alien intelligence* of great power, and it requires the energy released by millions of humans to awaken, break free from a prison, or grow more powerful
- The Dark is utterly alien to human comprehension. It exists, and apparently does not want anything to exist. It has tricked the Nightlords into its service, and eventually, will dispose of them after they have fulfilled their mission
- The Dark hates the existence of everything in creation. Perhaps it wants to be the only thing that exists
- The Dark is not a creature, but a force, a mindless form of negative energy that feeds on pain and death. By worshipping it, the Nightlords become powerful, but must continue to commit more and greater crimes to keep the force satisfied
- The Dark is the opposite of the Formless Ones. Where the Formless Ones represent endless changes and possibilities, the Dark is the embodiment of static Nothingness. Once all life is gone, the Dark will be fulfilled, for no change or entropy will continue to bother it

Artifacts of Power

By C.J. Carella & Kevin Siembieda
 Inspired by Rune Weapons by Kevin Siembieda

Although some magicians and mystics can create magical items, the so-called Artifacts are much more than mere creations of magic. They are said to be the legacy of the *Lost Race* that first inhabited the Nightlands, a civilization of tremendous power and knowledge. They are also among the few things that can strike fear in the hearts of the Nightlords. Artifacts can be weapons, pieces of jewelry, or even tools. They have tremendous magical powers, and they can severely injure the Ba'al and most of their minions.

Perhaps the Nightlords know where Artifacts come from, but if they do, they aren't talking. The oldest legends attribute these creations to the Lost Race. The Artifacts were allegedly created to fight the Dark, which might explain why the Nightlords, the Dark's new servants, are so wary of them. Maybe the Artifacts were made by the Formless Ones, or maybe by the Nightlords, or one or more renegade Nightlords. What is known is that all these objects were created before any known human culture emerged and may be as ancient as 40,000+ years.

Artifacts also appear to originate from the Nightlands. While some of them have ended up on Earth, all the legends agree that they were not made there. These powerful enchanted weapons can be divided into three rough categories of power. *Lesser Artifacts* are the weakest and most common. *Greater Artifacts* are powerful and rare. *Greatest Artifacts* have the most impressive powers, but are intelligent and cannot be used by anybody other than its chosen wielder (see the **Sword Bearer O.C.C.** for more information).

Lesser Artifacts

Lesser Artifacts are still more powerful than what most modern magicians and sorcerers can accomplish, but they pale by comparison with other objects of antiquity.

Note: Most Lesser Artifacts only have one (64%) or two (36%) of the following abilities. Furthermore, most lesser Artifacts are things that are worn, such as rings, charms, arm bands, necklaces and similar items. All Artifacts are indestructible and radiate an aura of magic.

- **Anti-Magic:** The Artifact protects the wearer/user against magic, Nightbane talents, Nightlord powers and any supernatural ability that requires PPE to use. It does so by negating the PPE used by the spell, talent or power.

There is a limit to how much PPE can be absorbed per 24 hour period. This is set as a reservoir of "anti-magic" points. Every time a spell is employed against the wearer of the Artifact, the power has

no effect other than reducing the PPE capacity of the item's reservoir. **Example:** A Lesser Artifact has a reservoir of 24 anti-magic points. A Nightbane uses the Shadow Blast Talent and spends 8 PPE points. The talent has no effect because the anti-magic reservoir absorbs the energy and dispels it. However, 8 points is reduced from its 24 point reserve, leaving 16 points (the 8 PPE are subtracted from the reservoir).

If there aren't enough anti-magic points left in the Artifact to stop the magic, its effects will be reduced by half, if the PPE dispelled by the magic item is at least half (or more) than the PPE used in the spell. Otherwise, the spell or power will work normally. Every 24 hour period, the anti-magic reservoir renews itself.

Most Lesser Artifacts with this power have a reservoir of 22 to 42 PPE points (2D6+20). The anti-magic reservoir is renewed at the rate of 20 points per hour.

- **Artifact Armor:** There are three known varieties of magic Artifact Armor: suits of light chain mail (magic AR 15), double mail (magic AR 16) and suits of scale mail/Jazerant (magic AR 17). In addition, this armor has an extra +50 SDC (MDC in Rifts®) and regenerates from damage at a rate of 3D6+6 per 12 hour period!
- **Aura of Protection:** The item projects an invisible magic aura around the wearer (visible via psionic and magic see aura and sense magic) that serves as a magic force field AR 14, 50 SDC. When all SDC is used up, the protection is temporarily lost, but will reappear and automatically engage 24 hours later.
- **Enhanced Attributes:** The Artifact, whether it be a medallion, necklace, ring, helm, arm band, etc., raises one physical attribute (PS, PP, PE, PB or Spd) by 2 points. This effect lasts for as long as the artifact is worn or held close to the skin of the character.
- **Healing Properties:** As long as the magical Artifact is touching the wearer's skin, any injuries received will heal at the rate of one SDC/Hit Point per minute. Serious injuries like broken bones and internal bleeding heal twice as quick as usual.
- **Mystic Defense:** +2 to save vs possession and horror factor, +1 to save vs spell magic.

Spell Casting: The Artifact can cast one specific spell (i.e., a ring of Blinding Rash can only cast *blinding flash* and no other spells). Spells can be selected from levels 1-3 and can be cast three times per 24 hour period.

Greater Artifacts

These much rarer items are believed to have been reserved for champions or officers of the Lost Race. **Note:** Greater Artifacts will have from one to three of these powers (GM's design and discretion). All Artifacts, other than armor, are indestructible and radiate an aura of magic. On Rifts® Earth the magic weapons inflict mega-damage and have double the normal range (when applicable).

- **Anti-Magic:** As per the Lesser Artifact power, but has an anti-magic reservoir of 60-90 points (1D4×10+50)!
- **Bonding:** The Artifact has an IQ of 1D4+7 and can commune with its wielder through a sort of telepathy and empathy. Artifact and wielder are bound to one common goal, to destroy the Dark and its minions. The item's thoughts and influences will appear as flashes of insight and inspiration.
- **False Aura (Nightbane or Human):** A magical, false aura that makes the character appear to be a Nightbane or human (pick one). The character's own, true aura is concealed and impossible to detect by any magical or psionic means. Even the Nightbanes power to sense and see the aura of their own kind using the *See Truth* talent, cannot perceive the veil of this powerful magic.
- **Greater Artifact Armor:** Basically the same as the lesser armor with the following differences: light chain mail (magic AR 17), double mail (magic AR 18) and suits of scale mail/Jazerant (magic AR 19)! In addition, this armor has an extra +100 SDC (MDC in Rifts®) and regenerates from damage at a rate of 3D6+20 per 12 hour period!

- **Enhanced Attributes:** The Artifact raises one physical attribute (P.S., P.P., P.E., P.B. or Spd) by 4 points. This effect lasts for as long as the Artifact is worn or held close to the skin of the character. Furthermore, P.S. or P.E. raised in this manner becomes supernatural (P.S. attacks do mega-damage in Rifts® and other M.D.C. environments).
- **Energy Blasts:** The Artifact (any type) fires an energy bolt as often as twice per melee round (each blast counts as one of the character's melee attacks). The blast inflicts 1D4×10 S.D.C., is +3 to strike and has a range of 1000 feet (305 m).
- **Extra Damage:** A weapon Artifact that does double its normal damage (no modern weapons; i.e. guns).
- **Supernatural Damage:** A weapon that does its normal damage to humans and other mortals but double damage to all supernatural creatures, including vampires, Nightbane and Nightlords.
- **Healing Properties:** As long as the Artifact is touching the wearer's skin, any injuries received will heal themselves at the rate of 2D6 S.D.C./Hit Points per minute! Any serious injury or trauma will heal as soon as lost S.D.C./Hit Points are restored to full — a matter of minutes!
- **Null Aura:** The Artifact negates all magic and psionic probes that would otherwise reveal information about the character. Thus, the wearer becomes impervious or invisible to see aura, sense magic, sense evil, sense/detect psionics, detect magic and even presence sense. On the negative side, it also negates psychic diagnosis, detect poison, object read and being located or communicated with via magic pigeon, ley line transmission and telepathy. The null aura is constantly in effect as long as the Artifact is touching the flesh of its wearer.

When this magic is placed on a magic weapon, it will appear to be an ordinary object despite its magic aura and properties.

- **Spell Casting:** The Artifact can cast four specific spells (the spells are chosen and "fixed" in each artifact) from levels 1-5. A total of six spells can be cast per each 24 hour period, in any combination of the four known spells.
- **Speed Doubler:** An Artifact that when placed in jewelry it doubles the character's natural Spd attribute and gives him +1 on initiative. When Speed Doubler is placed into a weapon, the character gets two extra attacks per melee round and is +2 on initiative!

Greatest Artifacts

Greatest Artifacts are the most powerful and rarest items created by the Lost Race. Their most unique features include the fact that the items are totally self-aware and can only be used by a person of their choosing. The Nightlords have never been able to use or destroy these powerful objects. Every time they obtain one of these Artifacts, the only thing they can do is keep them safely locked in a vault, lest they be used against them one day. The most daring raids in the Nightlands aim to steal these enchanted items from the Ba'al; these missions are very dangerous and rarely successful.

Power Note: Most Greatest Artifacts are weapons; 60% are swords. ALL, except armor, get the following three abilities:

- **Intelligence:** Roll 2D6+10 to determine I.Q.
- **Alignment:** Any, 96% are good (principled or scrupulous), but a small percentage have been corrupted and have become selfish or evil.
- **Bonding:** The weapon and its chosen wielder commune with each other through a sort of telepathy and empathy, bound to one common goal, to destroy the Dark and its minions.
- **Shape-shift into smaller form:** The enchanted item can shrink and change its form, assuming a shape that can be easily carried and/or concealed by the owner; i.e., a sword could transform into dagger or arm band or vambrace until needed. If worn next to the skin, the shrunken item will still confer any powers dependent on contact with the wearer.

Note: On Rifts® Earth all magic Artifacts, lesser to greatest, inflict mega-damage and have double the normal range (when applicable).

Special Powers of Greatest Artifacts

The majority of Greatest Artifacts have 2-4 of the powers below. When creating a **Swordbearer** character (described elsewhere), choose three powers from the following list.

- **Artifact Armor:** As per the Greater Artifact power (same types of armor and A.R.), but now provides +200 S.D.C. (M.D.C. in Rifts®), it regenerates S.D.C. at a rate of 4D6+40 per 12 hour period, and the wearer is impervious to fire and heat.
- **Anti-Magic:** As per the Lesser and Greater Artifact power, but has an anti-magic reservoir of 120-180 points (2D4×10+100)!
- **Astral Slayer:** A weapon that can strike and inflict 3D6 damage to any astral being on any plane/dimension outside the Astral Plane. Does 6D6 to astral beings when the weapon is taken into the Astral Plane!
- **Dark Destroyer:** The ancient style hand weapon (sword, axe, mace, and similar) does 4D6 damage against mortal foes, 1D6×10 points of damage against Nightlords, their minions and all supernatural forces of darkness, including evil Nightbane, demons, vampires, and dark gods! It inflicts 2D4×100 against "The Dark," those linked to it (like Moloch), and evil alien intelligences (including Old Ones; does mega-damage in Rifts® and similar M.D.C. settings). Extremely rare.
- **Energy Blast:** Same as the Greater Weapon.
- **Enhanced Attributes:** The Artifact raises one physical attribute (P.S., P.P., P.E., P.B. or Spd) by 6 points. This effect lasts for as long as the artifact is worn or held close to the skin of the character. Furthermore, P.S. and P.E. raised in this manner becomes supernatural.
- **False Aura (Nightbane or Human):** Same as the Greater Weapon.
- **Healing Powers:** The Artifact can regenerate any damage its owner sustains at the rate of 1D6 S.D.C./Hit Points per melee round! This healing power works as long as the Artifact is in contact with the owner's skin, and will repair any wound with sufficient time. It can even regenerate damaged internal organs within 24 hours, regenerate a finger, hand or other small appendage in 48 hours and an arm or leg within 72 hours! A severed head or splattered brain cannot be restored.
- **Nightlands Passage:** Same as the spell (see Nightbane™ RPG, page 146), except that the Artifact provides the necessary P.P.E. Passage to or from the Nightlands can only be performed once per 24 hour period.
- **Null Aura:** Same as the Greater Weapon.
- **Protection from Artifacts & Magic Weapons (including rune weapons and, if used in Rifts®, Techno-Wizard devices):** All attacks from these weapons do half damage and magic spells from them are half as powerful (reduce duration, penalties, etc., by half)!
- **Protection from the Dark:** The user/wearer is impervious to the Nightbane talents darksong, darkwhip, nightbringer, and shadow blast, as well as the Torturian's whip.
- **Protection from Psionics:** Impervious to mind control and possession, automatic mind block, and +3 to save vs all types of psionic attacks, including mind altering drugs.
- **Spell Magic:** Six spells from levels 1-4 are imprinted on the artifact, a total of eight spells (the same spell or any combination of spells) can be cast during any given 24 hour period. Spell strength and effects are considered to be at 6th level.

This power can be selected twice. In that case, eight spells from levels 1-6 can be selected, and up to 12 spells (in any combination) can be cast in a 24 hour period. In this case, spell strength and effects would be at 8th level of experience.
- **Supernatural Strength and Endurance:** The wielder or wearer of the Artifact sees his P.S. attribute raised 1D4+4 points and become

supernatural. Furthermore, the character never feels fatigued, needs only three hours of sleep per day, is +2 to save vs poison and +6 to save vs disease. Three times per 24 hour period, the character can summon his inner strength and endurance to gain a magical A.R. of 10 and an additional 100 to S.D.C. (M.D.C. in Rifts® and other mega-damage worlds). This super endurance can only be maintained for one minute (4 melee rounds) per level of the character's experience.

- **Weapon of Light:** A weapon that glows with a radiant light whenever located in the **Nightlands** or used against the Nightlords, their minions, vampires and creatures of darkness. It does an additional 1D6 points of damage and can fire a laser-like beam of light that inflicts 4D6 points of damage to the aforementioned creatures (no damage to humans, Guardians or beings of good alignment). The range of the light beam is 400 feet (122 m; M.D. weapon in **Rifts®**).

Note: There are also other Artifacts with different or even greater powers, but they are so incredibly rare, they should not be listed among the three major types, although most such items will be considered greater or greatest Artifacts.

Sword Bearer O.C.C.

Not all Artifacts of the Lost Race have been hidden or are in the hands of the Nightlords. A few have been scattered on Earth or in remote areas of the Nightlands. Most of them are in the unsuspecting hands of archaeologists or museums, or gather dust in undiscovered ruins. Some of the greatest and strongest Artifacts have a will and a purpose of their own. They do not need to be found. Instead, their magical powers enable them to search for suitable allies. Most Artifacts were powerful weapons that were devised by the Lost Race during their doomed war against the Dark. Sensing that the Nightlords are new agents and pawns of the Dark, these Artifacts wish to join in the efforts to destroy them. To do this, they need someone who will use them in battle. These chosen people are called the **Sword Bearers**.

These Artifacts send out a telepathic probe, looking for a human who has the willpower and courage to wield it. Often, the choice the Artifact makes is unusual. Many Sword Bearers turn out to be physically unimpressive individuals, not to mention "nerds," loners, and other social misfits. Others are members of suitably heroic professions — police officers, soldiers, firemen and other public servants. Still others are perfectly normal men and woman whom nobody would have thought of as special. Yet, the Artifacts somehow sees in these people something unique — heroic — which makes them suitable to be given their power.

The candidate for initiation as a Sword Bearer starts to have visions about the weapon. In the visions, which sometimes come in dreams, sometimes in flashes of clairvoyance, it poses the question: "Would you abandon your normal life, forsaking all, to join a desperate war against a terrible foe?"

If the candidate answers in the negative, the Artifact continues to search for another Sword Bearer. If the chosen answers in the affirmative, the Artifact continues to test **him/her**. The visions become more vivid, show images of the **Ba'al** and their minions, and then shows the candidate battling them, sometimes winning, but often losing and dying horribly. If the candidate is willing to sacrifice his life to destroy the Darkness, the Artifact provides the character with instructions on how to find it. In many cases, the magic item can be found in a museum, pawnshop or private collection, often in the shape of a piece of jewelry or dagger (all Greatest Artifacts have the power to shrink into a harmless form, usually a small trinket that can be easily carried and concealed).

There are only a few Sword Bearers active at any one time. After the Dark Day invasion, a number of Artifacts were "awakened" and sought

new wielders. Between these new ones and the few Artifacts already in use at the time, it is believed that as many as five hundred Sword Bearers exist on both Earth and the Nightlands — the most in over 30,000 years. This may change after the Artifacts in a lost city in the Nightlands' version of Australia are finally revealed (see the **Atlantis Foundation** for more information).

Attribute Requirements: None, other than a willingness to abandon one's life in the service of an ancient war.

Alignment: Good or aberrant and willing to give one's life to defeat the Dark.

O.C.C. Abilities and Bonuses:

1. **Physical Bonuses:** Upon gaining the Artifact, the wielder's physique is magically improved. The character permanently gains +2 to P.S., P.P. and P.E. points. These attributes do not become supernatural, however, unless the character had supernatural strength and endurance in the first place. Additionally, the character gains +30 S.D.C., +20 hit points and is resistant to disease, +2 to save.

2. **Weapon Bonuses:** When wielding an Artifact *weapon*, the character is at +2 to strike and parry, and +1 on initiative with the magic weapon. These bonuses are in addition to hand to hand, attribute and W.P. bonuses, if any.

3. **Powers of the Artifact:** When creating the character, the Artifact must also be created; see the Artifact descriptions that precede this O.C.C.

4. **P.P.E.:** When a wielder makes the supreme sacrifice of linking to a Weapon Artifact, almost all of his P.P.E. is "lost," used up in forging the union between wielder and weapon. Only 1D4 P.P.E. remain. However, this union creates a special bond and telepathic and empathic link between the two.

O.C.C. Skills:

Language: Native (98%)

Two Technical skills of choice (+15%)

Two Mechanical, Electrical or Pilot skills of choice (+10%)

Two W.P.s of choice (does not have to be related to the Artifact)

Hand to Hand: Expert

Hand to Hand: Expert can be changed to Martial Arts at the cost of one "other" skill.

O.C.C. Related Skills: Select eight other skills at level one, plus one additional skill at levels four, seven, nine, eleven and fourteen. All new skills start at level one proficiency.

Communications: Any (+5%)

Domestic: Any (+10%)

Electrical: Any

Espionage: None

Mechanical: Any

Medical: First Aid only (+10%)

Military: None

Physical: Any

Pilot: Any

Pilot Related: Any

Rogue: Any

Science: Any

Technical: Any (+5%)

W.P.: Any

Wilderness: Any

Secondary Skills: The character also gets to select two secondary skills at levels 1, 3, 6, 9, and 12. These are additional areas of knowledge that do not get the benefit of the bonuses listed in parentheses. All secondary skills start at the base skill level. Also, skills are limited (any, only, none) as previously indicated in the list.

Standard Equipment: Besides the Artifact itself, clothes, vehicles and equipment appropriate to the character's profession, skills or occupation; not to exceed a value of 5D6x1,000 dollars.

Money: 4D6x100 dollars in cash.

Lords of Night

It is believed there are over a thousand **Nightlords** in existence. Some of the most pessimistic estimates claim there may be over ten thousand of me fiends, **which** might make them almost **impossible** to stop, let alone destroy entirely. The larger figure is unlikely, however, because there isn't one **Nightlord** for every single large city on Earth. The most powerful **Nightlords** can control several dozen cities, and most rule over at least two or more city-states, using their avatars as *governors and viceroys*. **Still, there are at least a thousand of these powerful beings.**

Most **Nightlords** name themselves after ancient kings, gods and demons, although it is known that these are not their true names. A few are given nicknames, some of them demeaning (like Lord Foulseed, the fallen overlord of Devil's City). Only King Moloch retains a corrupted version of his real name.

Each **Nightlord** has at least several hundred slaves in his service. Most command a few to several thousand creatures, not counting **Dopplegangers**, who number in the millions but who, for the most part, serve as worthless drones. Most minions such as the **Hounds** and **Hunters** are used to keep order and defend their city-states. Before **Dark Day**, many **Nightlords** warred between themselves, seeking to seize the city-states of weaker rivals. King Moloch permitted this bickering (so long as it was not directed toward him, of course) because he saw it as a way to keep the **Ba'al's** killer instincts fresh and sharp; in readiness for the day when the **Nightlords** would once again be unleashed on Earth.

The Rule of King Moloch

Since the beginning of their exile to the **Nightlands**, the **Ba'al** have been ruled by *Moloch*. The king of the **Nightlords** was (and is) by far the most powerful of his kind, and no one dares defy him openly. At the same time, however, King Moloch has usually given his subjects a free hand in the conduct of their affairs. The rule of Moloch is similar to the feudal system of Medieval Europe, where the local lords could do as they pleased in their lands, so long as they remained loyal to their monarch. The **Nightlords** fought and conspired among themselves, and did so safely unless they tried to plot against King Moloch himself.

After **Dark Day**, however, Moloch's rule has grown stricter and more tyrannical. Although the occasional skirmish and battle between **Nightlords** is still allowed, any protracted warfare between city-states is swiftly stopped, either by a stem warning from one of Moloch's avatars or by more direct means. On one occasion, a minor **Nightlord** refused to stop raiding a rival's lands and was struck down and killed by King Moloch himself. It is said the king suddenly **teleported** into the **Nightlord's** great hall and, without saying a word, ripped the upstart's head right off his shoulders with one fell swoop. This and other examples have made other **Nightlords** very cautious about questioning King Moloch's orders, let alone disobeying them.

King Moloch, Ba'al Supreme

Overlord of North America and Western Europe

Among the minions and enemies of the **Nightlords**, the name Moloch is spoken with fear or at least apprehension. The ruler of the **Nightlands** and the Commander of the invasion of Earth, Moloch is

considered to be the most dangerous (and perhaps the most powerful) being on both worlds. For millennia, this inhuman being has plotted his **return to Earth and the terrible vengeance he will extract on all** tomm. Moloch will not be satisfied until every man, woman and child on the planet has ceased to exist and he has fed on the last dying agonies of the last person on Earth. Cruel and insane even by the standards of the **Ba'al**, Moloch is the ultimate enemy.

*If the legends are true, **Moloch** was a sorcerer-king who lived somewhere* in the Middle East at the dawn of civilization. At that time, he was known by the name of **Molek**. Some accounts claim the king was not evil from the start, and that for some time, he was a fair and benevolent ruler. Some tragic event changed all of this. Some tales claim that **Molek's** family, or a loved one was assassinated by rivals or murdered by a mob. Others speak of a terrible plague that swept the land, and **Molek's** magic was unable to stop it; his ungrateful subjects then rebelled against him, tortured him horribly, and cast him out into the wilderness to die. Perhaps both tales are true, and the rebels slew his entire family before exiling him. Some legends give no excuse or reasons for what happened next, other than **Molek's** greed and ambition.

Whether or not these tales are true, at some point, **Molek** made contact with a strange alien entity. Maybe he was motivated by madness and despair, or maybe he simply sought to gain more power. Whatever his motives, he made a pact with this entity, and he was transformed into a psychic vampire of tremendous power, a being that no longer needed magic to affect reality. A few of the legends tell of **Molek**, who now called himself **Moloch Ba'al** (Lord or King Moloch), returning to the city that had cast him out, shattering its walls, and slaying all or almost all of his disloyal subjects. Eventually, **Moloch** formed a new kingdom (or perhaps he did not exterminate but instead enslaved his former subjects), and started training acolytes in the ways of magic and vampirism. These students, most of whom were powerful sorcerers beforehand, would become the other **Lords**, or **Ba'al**. To increase his power, **Moloch** had children sacrificed by burning, a gruesome rite that allowed him to feed on the maximum amount of psychic energy. **Moloch's** name eventually became synonymous with the practice of horrible sacrifices; centuries after he and his kind had been banished from Earth, people were burned alive in his name.

Eventually, however, a **Great War** overthrew the **Nightlords**. After several years of constant warfare, the tide turned against the **Ba'al**, and **Moloch** planned his escape. Advised (or ruled) by the **Dark**, the former monarch led his followers into the **Nightlands**. There, he ordered his fellow **Ba'al** to spread throughout the world and help him defeat and enslave the inhabitants of that dimension, a race of enigmatic beings known as the **Formless Ones**.

Moloch's Dominions

Moloch is, in theory, the ruler of all the **Lands of Night**. In practice, his rule follows a feudal system in which he only directly controls the lands he or one of his servants or avatars rule. However, his dominions are so many and cover so much of the **Nightlands** (and now, the **Earth**) that he might as well control it all.

Moloch's thirteen avatars control the **Nightland** equivalents (and, after **Dark Day**, the real thing) of the cities of New York, Washington D.C., Philadelphia, Mexico City, Rome, Paris, Berlin, Tel Aviv, Tokyo, Beijing, Saigon, Johannesburg and Sidney. Thirty **Night Princes** under his direct command control other major cities in North America (especially on the East Coast), Canada and Europe. Finally, seven **Nightlords** fallen on hard times have been sworn to **Moloch's** service, and each



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rules a city in China and India. An eighth **Nightlord** controls New York, although in name only. The only large area of the world where Moloch has no direct influence is the Russian Republics, controlled by a secretive and powerful Nightlord known as **Lord Mocker** (see Allies and Enemies).

Doom's Harbor (New York) is King Moloch's new base of operations. It is the **Nightlands'** equivalent of New York City, an island city surrounded by a sea of lava, bridged only at a few places. Doom's Harbor has the largest population of humans in the Nightlands, over one million slaves who are easily prevented from escaping by the fiery liquid rock that flows around the city. This city is described in the section by the same name.

Allies & Enemies

Moloch is said to have no need of allies, and his enemies are often killed before they even realize they have earned the **Nightlord's** enmity. Behind this enormous, terrifying power lies a web of alliances, deceit and conspiracies.

King Moloch is believed to be the only Nightlord in direct contact with the Dark (only he and the *other* know differently). The connection with this primordial force has granted him enormous power, far exceeding those of the average Nightlord. At the same time, it has warped his mind to the point that even the other **Ba'al**, inhuman as they may be, are uncomfortable and scared in his presence.

Besides his link to the Dark, Moloch has no other allies. He has plenty of enemies, however, including some within the very ranks of the Nightlords. Among them is none other than the *Viceroy of the Midwest*, *Lord Magog* (described elsewhere). Others are Nightlords who grow fearful of the strangeness and savagery of their king, and worry that they may have to stop him before he goes too far. Additionally, several ancient **Nightbanes**, including a few whose power rivals the Nightlords, have been aware of King Moloch for several centuries and, over the years, have tried to destroy him and his avatars, so far, unsuccessfully.

Shortly after Dark Day, a creature that had assumed the form of a Night Prince changed into a monstrous creature when it approached King Moloch and attacked him. The surprise attack severely wounded Moloch and destroyed over a dozen of the King's most trusted servants and bodyguards. The creature was no **Nightbane**, because it assumed several different shapes before being destroyed. According to a **Doppelganger** servant and some slaves who fled Doom's Harbor after the battle, they heard Moloch whisper over the dead body of his assailant the words, "the Formless Ones." The slaves say that for the first time since they had known their master, Moloch seemed to be afraid.

The only other being who directly challenges Moloch's command is a mysterious Nightlord known only as *Lord Mocker*, or The Mocker. This Ba'al joined the ranks of the Nightlords sometime during the early Egyptian dynasties, where he was a tremendously powerful sorcerer. There are some rumors among the Nightlords that The Mocker was not a *real human being*, but some *son of supernatural creature masquerading* as one. Soon after his rise to the rank of Ba'al, Lord Mocker resettled in the **Nightlands'** equivalent of central Russia, where he has been the undisputed ruler ever since. At some point near the end of World War I, Lord Mocker made contact with the Dark, the alien entity that gives the King of the Nightlords his power. Apparently the Mocker is the only other Nightlord with an open connection to the Dark, which makes him Moloch's only rival for the throne. So far, however, Lord Mocker has followed orders loyally, helping secure the Russian Republics under the control of *his* Avatars, Night Princes and other minions. He is rumored to have started a quiet campaign of genocide in the more remote parts of the former Soviet Union, in places where nobody but the victims and executioners know what's going on.

Remember that there is some unrecognized link between the Nightlords and the Nightbane. While some Nightbane are corrupted and used by the Ba'al as minions or pawns, most are their sworn enemies. In fact,

the Nightbane, particularly powerful and noteworthy factions and individuals, are the constant targets of Nightlord aggression. The Ba'al and their minions actively hunt and destroy Nightbanes. This has led many Nightbane, **arcanists** and scholars of the supernatural to be convinced that the Ba'al fear the Nightbane because these half-human, half-supernatural beings may hold the key to the **Nightlords'** destruction.

The Limits of Power

Even compared with other Nightlords, Moloch is incredibly powerful. He controls the governments of several dozen countries, and manipulates the lives of millions. On the surface, he and other Ba'al appear to be all-powerful, almost to the point that some players may **feel** that their characters don't have a prayer of even slowing them down, let alone stopping them. However, there are limits to the power of Moloch and the other Ba'al. The Nightlords are by no means omnipotent, and even a small band of Nightbanes, if they use their heads, can disrupt or completely derail some of their sinister plans.

First of all, the Nightlords need secrecy to carry out their plans. Even they cannot completely control the press, the government and police. If the truth about them ever came out, they would face a mass uprising and revolt. If humans rose up in arms, anything might happen — and though humans may worry about the threat of nuclear war, the Nightlords would try to **prevent/avoid** it because such devastation would be as lethal to them in the Nightlands as it would for humans on Earth. So, if any of their plots are revealed and believed, the Nightlords will shut it down and sacrifice any minions involved, so long as they can *cover up* the ultimate truth or the true extent of their power. Blowing the whistle on a plot almost guarantees stopping it or forcing delays as the monsters take a different route. On the other hand, characters need to temper and balance "the truth" so they don't come across as insane or dangerous themselves. For all that has happened, the world is still not ready to accept stories of blood-thirsty monsters secretly running the world. Likewise, they are not likely to embrace the equally monstrous Nightbane and sorcerers as their saviors.

Secondly, the Nightlords do *not* control everybody. Even with **Doppelgangers** and shape-shifting minions, the Ba'al do not have the numbers to replace every congressman, state senator, mayor, sheriff and cop, let alone every journalist government inspector, private detective and school teacher. These people may make worthy allies and join the battle to defeat and reveal the monsters for what they are.

Third, people can be convinced to help undermine the Nightlords in small ways, even if they do not know or even suspect the whole truth. This means a Nightbane might become the secret "guardian angel" of independent politicians and other free thinkers and people of influence, shielding them from the attacks and treachery of the Nightlords. A few of these protected men and women already serve in Congress and other elective offices, and their presence helps to force the Nightlords to maintain a low profile. Of course, the work of the Nightbane and other heroes protecting these independents is extremely difficult, especially if the subject involved does not know that the Nightbane exist. The protected *person must be watched constantly* to prevent *Hounds*, *Hunters* and other supernatural assassins from killing or replacing him.

Fourth, the Nightlords are not a monolithic group. In fact, they have almost as many divisions and rivalries among themselves as humans or Nightbanes. Some sub-groups work poorly together and seek to destroy or seize control of the other when the time is ripe. For example, while the NSB as a whole is controlled by King Moloch, local agents are often **Doppelgangers** and Hollow Men in the service of other Nightlords. Occasionally, information gathered by a local office is not shared with the NSB at large, because the Nightlord in charge has decided the information is more valuable to him. In other incidents, a team of "federal" NSB agents following Moloch's orders have been hindered by the local police, who are under the control of an uncooperative Nightlord. Although the Ba'al fear their leader, they sometimes disobey him in small ways, just to release the hatred they feel for him. Distrust, fear and treachery toward each other is a constant part of the **Nightlords'** world.

Finally, sometimes the direct ways work best. If a **Doppleganger** of an important person is killed (especially in front of witnesses), the **Nightlords** have to replace him with another minion. Establishing a replacement may take time, and there is always the risk that the natural successor of the destroyed creature is not a servant or dupe of the **Ba'al**, which can ruin many a scheme. Also, every minion that is assigned the mission to pursue or destroy members of the **Nightbane** factions is a minion that is not terrorizing or abusing helpless humans, once again interrupting or stopping other plots. Never forget that in a war, every little victory counts.

Moloch's Plans

Moloch is the most powerful and influential Ba'al, and thus has the most irons in the fire. He, his minions and avatars are involved in dozens of plots and conspiracies. Some of his most notable schemes on Earth include:

- **Prison Reform Program:** A "prison reform" program in New York and a number of other East Coast states. This program speeds up trials greatly, but often releases as many criminals as it convicts. All the released criminals are **Dopplegangers**, **Ashmedai** or **Hollow Men**, sent out into the world to infiltrate and take over criminal rings and networks in the area. **Nightbanes** who start encountering more and more minions in the streets of New York may be able to link the problem with the reform program. A number of holding jails have established permanent portals with the **Nightlands**. The real criminals are taken to prison camps in and around Devil's Harbor to serve and amuse the **Nightlords**.
- **The Subway Operations:** The New York Subway system has become one of the most dangerous places on Earth. Every day, **Dopplegangers** and **Ashmedai** ambush, kill or kidnap, and replace as many as a dozen people. The ambush points include several station **restrooms**, and a few of the trains, especially those running late at night. Being alone in a subway car is a sure death sentence.
- **The Clean-Up Squads:** A fanatical cell of *Preserver Activists* (see the **Nightbane™ RPG**, pages 13 and 198) led by an **Ashmedai** is conducting a covert campaign of murder. The targets are the homeless, drug addicts and other "dregs of society" who can disappear without anybody raising much of a fuss. The human Activists have been convinced they are doing this for the good of society, ridding the world of useless, dead weight. Their crimes are almost always undetected. Since 2001, this "Clean-up Squad" has killed well over a thousand innocent people in New York City alone. Other Clean-up Squads are hard at work in New Jersey, Hartford, Philadelphia, Boston and **Bangor**; all cities under King Moloch's control. So far, one attempt at investigating the strange disappearances and deaths was quickly squashed and covered up by the authorities under orders from higher ups in the city government — higher ups under the control of the Ba'al.

The Clean-up Squad's methods are simple and brutal. Teams of four to six men, dressed in normal clothes (to avoid linking their organization to their activities), carefully plan the abduction of the target. They typically follow the victim (usually homeless, teenage runaways, prostitutes and drug addicts) for a few days until they can **find** a good time to take **him/her** without any witnesses. The attack is conducted from a mini-van; the team snatches the victim, drags him into the van, and the group drives away. The unfortunate person is killed and the body dumped in the river, after being encased in concrete or otherwise weighed down.

These killings are very hard to detect. Only a few social workers and honest cops are beginning to suspect the horrible truth. Meanwhile, the Clean-up Squads are stepping up their activities. Some ambitious teams now target squatters in abandoned buildings and snatch and kill as many as a dozen victims in each operation. Moloch hopes that soon, as many as 5,000 people a year will be killed in each city under his control, and eventually, in every large

city in the U.S.A. Best of all, these murders do little to attract the attention of the general public, and do not even show up in crime statistics. On the down side, other than a handful of **Ashmedai**, the **Clean-up Squads** do not have any supernatural support; if discovered by **Nightbanes**, or other supernatural beings, they would not stand much of a chance.

- **Mass Poisonings:** A number of Moloch's minions are involved in several plots to poison food products and medicines. To avoid notice and panic, these poisons are relatively slow-acting, and require great concentrations to be lethal. **MegaCola**, a large soft-drink manufacturer in New York, is completely under the control of a Night Prince and his cult of Night. **MegaCola**, in addition to all the chemical preservatives of normal soft drinks, has small doses of dangerous chemicals and magical poisons. These poisons are lethal after drinking the equivalent of one **MegaCola** a day for two years. The "new" **MegaCola** has been in the market for about a year. Unless the cult can be stopped, hundreds of thousands of people will die at the end of twelve months, followed by hundreds of thousands more. If this happens, any investigation launched by the government will cover up the truth. **MegaCola** is also being exported to other parts of the world; left unchecked, it could kill millions! Several thousand (those who consume several cans of soda a day) have already died.

Right now, the biggest obstacle Moloch's minions face is a **Lightbringer** controlled organization that has discovered the truth and has released an anti-toxin into the water used to manufacture **MegaCola**. So far, **MegaCola**'s executives/cultists are suspicious but not aware that their plans are being interfered with. The anti-toxin has only been mixed into about half of the manufactured beverages, however, and the **Lightbringer** cell is planning more direct action. Occasionally, a truck or two of **MegaCola** is bushwhacked and the drinks are either destroyed or purified (which solves the problem without attracting attention).

- **Another poisoning plot** is even more insidious: the mass market release of *Zero, the No-Cal Food*. **Zero** products are an entire line of cookies, meats, sweets and ice cream that have all the taste but no caloric value whatsoever. You can stuff yourself with **Zero** and literally starve to death. **Zero** was speedily approved by the FDA in 2002 (incidentally, five FDA inspectors died or disappeared under mysterious circumstances during the same year) and was released to the market in 2003. So far, **Zero** products have become very popular, including **Zero Burgers** (sold at a rapidly-growing fast food chain), **Zero Pizza** (delivered in 30 minutes or you pay **Zero Money!**) and a huge line of **Zero** microwave dinners. Warning labels on all **Zero** products specify that **Zero** has no nutritional value whatsoever, and that other foodstuffs must be consumed.

What the labels don't say is that **Zero** uses chemical and *alchemical* ingredients to make the food impossible to absorb by the human body. Even worse is the fact that continuous use of **Zero** (over a year of eating **Zero** at least once a day) will mutate the victim's digestive system to the point that it will not be able to absorb or process any food at all! The victim will die of starvation no matter how much he eats once the effect becomes permanent. Heroic medical measures (**I.V.** feeding, for instance) will save the victim, but most of them will die from starvation-related complications (including simple weakness and vitamin deficiencies) before their problem is even diagnosed.

- **The New Vietnams.** Moloch controls Washington and most of Congress and the Executive Branch. Through these government agencies, Moloch is planning to embroil the U.S. in several low-level conflicts throughout the world over the next few years. These "**mini-Vietnams**" will have the combined effect of draining manpower away from the Army (still not completely under **Nightlord** control), and killing thousands of people in small nations. Likely areas of conflict include Cuba, Africa and several Asian countries.

Stopping these plans will not be easy. Anti-war movements will influence public opinion, but only if its members can be protected from attack. The **Nightlords'** minions will try to silence such critics by replacing them with pliable **Doppelgangers**, by blackmailing or framing them, or, failing at that, by making them disappear altogether. Only peace groups with the help and support of **Nightbanes**, Underground Freedom Fighters (like Spook Squad), sorcerers or supernatural beings (like Guardians) have any hope of surviving long enough to fight the plans for war.

- The NSB: The National Security Bureau is under Moloch's control. Most agents (70%) are direct minions of the Nightlord. The remaining 30% are in the service of the **Ba'al** in the area, and their loyalty is, at best, divided. King Moloch is taking steps to ensure that the NSB will eventually be completely beholden to him, so he can use it to keep humans in their place and to watch over the doings of the other Nightlords. Meanwhile, the Bureau is mostly concerned with preventing the truth about the Dark Day Invasion and the Nightlords' takeover from getting out, and discovering and eliminating all rebel forces. In the process, they continue to trample human rights without any concern.
- **Destruction of Nightbane:** King Moloch continues his relentless campaign to locate and destroy the Nightbane. Only a handful are counted among his servants and none are trusted.

Prominent Nightlords & Avatars

Described on the pages that follow are some of the most powerful and important Nightlords and their Avatars, Minions and allies currently active on Earth. They are, in effect, the true rulers of North America. One of them is none other than King Moloch himself, the ruler of the Nightlands.

Although each character is described with attributes and powers, the *Nightlords* are not meant to be used lightly in a campaign. They are the supreme villains of the Nightbane setting, and they are powerful enough to daunt even the most experienced band of heroes. Besides their power, these creatures also prefer to operate in the shadows, manipulating and ordering their pawns around without risking themselves. Remember that all Nightlords are incredibly ancient creatures who did not live this long by taking needless risks. An entire campaign could be run without the player characters ever catching a glimpse of the Ba'al, although they could cause them considerable grief and inconvenience without direct contact.

Avatars are some of the **Nightlords'** most influential and servants or allies because they are actually an extension of themselves (see the **Nightbane RPG** page 173). Most Ba'al only have a few avatars at a time, and these creatures are much less powerful than their creators. Also, they tend to be less well hidden and protected than the real Nightlords. Avatars will be the most commonly encountered "masterminds" in a Nightbane campaign. They make powerful but not invincible enemies, and they can be stopped and destroyed with less difficulty, if not easily. Defeating an avatar should be considered a great victory. Destroying an avatar may even bring about the destruction of its creator, because such a loss would leave the Nightlord weakened and vulnerable to attack by rival Nightlords or other powerful enemies.

Each of these notable villains' descriptions goes into some detail about the places, plans, and activities of these Nightlords and their avatars. The conquest and destruction of a planet is a long and complex process, and even the Nightlords are not able to do it quickly. The Nightbane and other enemies of the Ba'al can throw a monkey wrench into any of the many projects the Nightlords and their minions are trying to carry out, both on Earth and in the Nightlands. Each setback delays the campaign of genocide, and increases the chances that humankind will be able to realize the danger and stop it.

King Moloch — Supreme Nightlord

A creature of immense age and power, King Moloch has very little humanity left in him, and he never had much to begin with. His purposes and emotions are alien, other than that, he is motivated by hatred. However, it is hard to tell exactly what he hates, or why. His apparent goal is the eradication of Humankind, but he and his avatars take pleasure in hurting and manipulating humans — a pleasure he will forgo once he fulfills his purposes.

From a human standpoint, Moloch is insane, a being who believes his will is supreme and who has enough power to make his delusions into reality, at least some of the time. Even the other Nightlords find his strange, sometimes erratic behavior to be disturbing. Yet, despite his alien nature, Moloch is an adept *student* in the ways of humankind. This keen understanding of humans enables him to imitate any attitude or personality he desires. He also understands human weaknesses and exploits them regularly. In the past, he has spoken with presidents, generals and other prominent humans and fooled them into believing he himself was human. Moloch's avatars are even better at this deception and are knowledgeable of everything on Earth, from current events and trends to what is hot on MTV. The most terrifying thing of all is when Moloch or his avatars ends a charade and reveal their utterly inhuman identity, their plan has usually met fruition or the monsters are about to murder somebody with their bare hands.

Moloch, King of all Nightlords & Conqueror of Earth

Alignment: Diabolic

Attributes: I.Q.: 26, M.E.: 20, M.A.: 25, P.S.: 60, P.P.: 21, P.E.: 40, P.B.: 18, Spd.: 60

Natural A.R.: 14 (not applicable in **Rifts**®)

Hit Points: 1,600 (1,600 M.D.C. in **Rifts**®)

S.D.C.: 4,600 (4,600 M.D.C. in **Rifts**®)

Horror Factor: 18

P.P.E.: 2800

R.C.C.: Nightlord

Level of Experience: 20th level

Natural Abilities:

1. Supernatural Abilities: Regenerates 40 S.D.C./Hit Points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 20 miles/32 km), has perfect *nightvision* (range: 2000 ft/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Same as all Nightlords (see **Nightbane RPG**, page 174, for details). Moloch must absorb at least 40 P.P.E./hit points a day. This process takes one minute/4 melees and up to 50 points can be absorbed at a time.

3. Matter and Energy Control: Moloch and the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will. See **Nightbane RPG**, page 174, for details.

4. Sense Dimensional Disturbances: All Nightlords are attuned to mystical energies and can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, **teleportation** spells, dimensional anomalies, and similar supernatural effects. Moloch is no exception and has the dramatically extended range of 100 miles (160 km)!

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees). See **Nightbane RPG**, page 174, for details.

6. Powers of the Dark: Due to his mystical connection with the alien force known only as The Dark, Moloch is more powerful than a

normal **Nightlord**. The union has given him a natural A.R. (armor rating), higher attributes and vitality (in essence, his S.D.C. and hit points are double those of normal Nightlords), superior range of abilities common to all Nightlords, and has a greater number of avatars (13) running around with less worries about the damage he would suffer should they all be destroyed. Moloch can also commune with his dark master and receive the occasional flash of insight and visions.

Disposition: A coldly evil and cunning being, Moloch believes that there is no obstacle his power and intelligence cannot overcome. An analytical genius, Moloch has been known to hold a conversation with an underling or fellow Nightlord while playing a game of chess (using human pieces) and planning yet another plot to seize more power on Earth, all at the same time, and all done with superb skill. His arrogance is enormous but understated. He does not boast of his power, nor demand absolute respect from everyone around him (except servants and slaves). Instead, he proves his superiority by besting and humiliating everyone he deems worthy of his attention.

Moloch's keen understanding of human frailties enables him to anticipate their actions and to corrupt, lure and manipulate them. However, **Moloch's** understanding of human nature tends to focus on the dark side. **Consequently**, the Nightlord King is not as adept at anticipating, understanding, and manipulating characters of good alignment, especially those willing to sacrifice themselves to save others.

Psionic Powers: None; I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic. Moloch was one of the greatest sorcerers that ever lived, but these days prefers to use his powers over matter and energy. However, he will throw a spell together from time to time, especially to disguise himself or his minions. Magic knowledge is equal to a 10th level practitioner of magic. Moloch knows all spells, from levels 1-11 plus Metamorphosis: mist, summon **entity**, summon Nightlord, sanctum, and close Rift.

Combat abilities: Hand to hand: Martial Arts and boxing.

Attacks Per Melee Round: Nine physical attacks per melee!

Damage: 2D6 S.D.C. on a restrained punch, 2D4x10 on a full strength punch, or 3D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +7 to strike, +8 to parry and to dodge, +49 S.D.C. damage, +9 to **roll/pull** punch, critical **strike/knockout** stun on an unmodified 18-20, death blow on a roll of a natural 20, 84% **trust/intimidate**, +3 to save vs **psychic attack/insanity**, +50% to save vs. **coma/death**, +19 to save vs magic, +13 save vs poison, +10 to save vs horror factor and 45% **charm/impress**.

Vulnerabilities/Penalties: Moloch and his avatars take triple damage from the hands of **Nightbane** and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Lore: **Nightlands**, lore: **Geomancy**, and all languages at 98%; all other lore skills, detect ambush, intelligence, interrogation techniques, all wilderness and ancient W.P.s as well as pilot automobile, mathematics: basic and advanced, computer operation, prowl, and streetwise all at 92% proficiency.

Description: Moloch likes playing with his shape to fit his mood. Sometimes he fashions a bizarre armor to fit his body and causes horns to protrude from his head, as per the picture in the *Nightbane RPG*, page 172. Other times he wears fine silks and robes of Middle Eastern origin, and reveals his original face, with dark skin, black curly hair and vaguely Semitic features. On other occasions, he wears modern business clothing and looks like a well-to-do corporate executive of Middle Eastern or European descent.

Alliances and Allies: Moloch is the ruler of all the **Ba'al**. While a few of the most powerful Nightlords do not jump to do his bidding immediately, none of them will refuse a direct order from the King.

Lesser Nightlords, Night Princes, minions and **Doppelgangers** dare not disobey or hesitate for an instant.

Minions: King Moloch has thousands of minions at his beck and call. He directly commands an army of hundreds of thousands of *Hounds*, *Hunters*, and *Namtar*, thousands of *Hound Masters*, *Ashmedai*, and other supernatural beings, including *Torturians*, *Necrophim*, *Night Avatars*, and millions of *Doppelgangers* (most of whom are not Awakened, however). In addition, Moloch "uses" thousands of human pawns (NSB, etc.), hundreds of demons, Priests of Night, and sorcerers (human, Nightbane and others) and a *handful* of evil *Nightbanes*, *Dream Makers*, *Living Nightmares*, *Soul Leeches* and *Morpheomoths* (see **Between the Shadows™** for descriptions of most of these beings).

Through his puppets in several world governments, Moloch is more or less in control of most major military forces on Earth and the Government of the United States of America (although the types of orders he can issue are fairly limited), making him the most powerful being on both Earth and the Nightlands. Additionally, Moloch controls the central leadership of the *Preserver Party* and thousands of Preserver Activists who are predominantly low-level thugs, but like any fanatic group, they have their uses and are not concerned with human rights or similar useless considerations.

Transportation of Note: Moloch owns several *Living Chariots*, his favorite vehicle in the Nightlands. These supernatural beings are shaped like an ancient war-cart or chariot, pulled not by horses but by human slaves. The slaves are not needed to move the chariot, and the vehicle would actually move faster without them, but Moloch enjoys the spectacle of the helpless humans straining under the whip. On Earth, Moloch has access to any type of ground vehicle and private aircraft.

Weapons of Note: Moloch owns a number of magical artifacts, although he seldom uses them. Should he ever need to confront a being of power personally (a very unlikely situation), he would arm himself with a *Greatest Artifact Sword*, a crescent blade that is a Dark Destroyer (see description of Artifacts elsewhere). The sword also possesses the power of Greatest Artifact Armor (200 S.D.C., A.R. 18), an I.Q. of 17, diabolic alignment, and shape-shifting.

Body Armor: In the Nightlands, he often uses his powers over matter to fashion himself a suit of black metallic armor that appears to be **grafted** to his skin (A.R. 20, 800 S.D.C.).

Money: Moloch's wealth is immeasurable, the more so because if he wants anything on Earth or the Nightlands, his minions can probably seize it without bothering to purchase it.

Moloch Avatar: Marshall Roosevelt U.S. Secretary of State

Marshall Roosevelt had a somewhat checkered career prior to the Preserver Party's victory in the 2000 election. Roosevelt, a distant relative of the Presidential family of the same name, had served in the State Department during the 1980s and 1990s, and had managed to tack his name to a few important foreign relations treaties. Despite his best efforts, however, he was considered by most of his peers as a timid, lack-luster man, destined to spend his days as a minor level functionary. He would have, except for the events of Dark Day. During that fateful morning, as his phone was ringing to summon him to an emergency State Department meeting, Marshall woke up to see several Hounds leaning over his bed. His death was mercifully swift.

The Marshall Roosevelt that joined the emergency State Department meeting during Dark Day was much more articulate, resourceful and aggressive. He was one of the few government officials who kept his head through the chaotic twenty-four hours that followed. Every suggestion he made proved to be correct. Apparently, Roosevelt had

"bloomed" during the crisis His reputation soared and it was no surprise to most when he was appointed Secretary of State by the Carson Administration in 2000, his nomination was unanimously approved by Congress

What nobody knew was that Marshall Roosevelt was none other than an *avatar* of King Moloch Roosevelt's coolness under fire had been nothing more than an elaborate charade put on by the inhuman creature It enjoyed the glory it gained by exploiting the fear and confusion created by its master As Secretary of State, Roosevelt is kept informed about all developments in foreign countries He also became the dominant member of the U S Cabinet, which at first, was made up of human beings who had no idea of what was going on During the early days of the Carson administration, Roosevelt was very important in covering up strange events in other nations, including several massacres in Third World countries engineered by the minions of the Nightlords

Selected again after the 2004 elections, Marshall Roosevelt presides over a Cabinet made almost exclusively of supernatural beings in the service of the Ba'al His major mission nowadays is to engineer armed conflicts between the U S and several small nations, especially any nation that has somehow managed to avoid being dominated by the Nightlords Also, by the nature of his job, Roosevelt gets to travel around the world, giving the avatar a chance to keep an eye on the activities of other Nightlords and potential enemies

Marshall Roosevelt

Alignment: Diabolic

Attributes: I Q 26, ME 20, MA 25, PS 35, PP 19, PE 24, PB 16, Spd 30

Natural A.R.: 13

Hit Points: 64

S.D.C.: 300

Horror Factor: 14

P.P.E.: 600

R.C.C.: Nightlord Avatar

Level of Experience: 10th level

Natural Abilities:

1. Supernatural Abilities: Regenerates 40 S D C /hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy — magic does full damage), see the *invisible*, sense ley lines and nexus points (range 10 miles/16 km), perfect *nightvision* (range 2000 ft /610 m), and can mask and unmask his supernatural aura at will

2. Life Force Vampirism: Must absorb at least 40 P P E /Hit Points a day This process takes one minute/4 melees and can absorb up to 50 Hit Points/P P E at a time

3. Matter and Energy Control: Moloch and the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, *teleportation* and dimensional anomalies, and similar supernatural effects at a range of 50 miles (80 km)

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P P E and concentrating for a minute (4 melees)

Disposition: Like his creator, this avatar is a cunning and accomplished actor He can convincingly portray any demeanor and emotion, all the while laughing on the inside at the fools he is deceiving While playing the Marshall Roosevelt role, he projects an image of a tough, "can-do" all-American, and he gives great television interviews Of all of Moloch's avatars, Roosevelt has the most media exposure, and is featured in news shows almost weekly When facing other supernatural beings, his attitude is very different, the creature's voice becomes cold and inhuman, and his eyes glow with a red light If threatened with violence without any human witnesses around, Roosevelt loves to react by ripping the offender apart with his bare

hands If confronted with a dangerous being (like a *Nightbane*), the avatar will let his minions handle the fight

The Roosevelt avatar sometimes wonders what it would be like to be free and unbound from his creator Although basically loyal, some of the original Marshall Roosevelt's personality has stuck in him, a part that wants him to be the boss Thus, he sometimes feels resentment when Moloch overturns one of his decisions or does not listen to his suggestions Whether or not this resentment will lead to conflict remains to be seen

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic, roughly the same as King Moloch, 600 P P E

Combat abilities: Hand to hand Martial Arts and boxing

Attacks Per Melee Round: Six physical attacks per melee round

Damage: 2D6 S D C on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S D C on a power punch (counts as two melee attacks)

Bonuses: +3 on initiative, +5 on all perception rolls, +4 to strike, +5 to parry and to dodge, +20 damage, +6 to roll/pull punch, critical strike/knockout stun on an unmodified 18-20, 84% trust/intimidate, +3 to save vs psychic attack/insanity, +18% to save vs coma/death, +1 to save vs magic, +5 save vs poison, +10 to save vs horror factor

Vulnerabilities/Penalties: The avatar takes triple damage from attacks at the hands of *Nightbane* and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs)

O.C.C. Skills of Note: Same as Moloch but all skills are at 90%

Description: Marshall Roosevelt looks like the poster child of American statesmen He is a tall, straight-backed man in his early fifties, with graying blonde hair and piercing blue eyes He wears old-fashioned horn-rimmed glasses instead of modern contacts (actually has perfect vision) and has a deep, well modulated voice, ideal for both giving speeches and ordering people around

Allies of Note: King Moloch whom he serves, a small selection of the minions and forces under Moloch, mainly Hound Masters, Hounds, Hunters, *Namtar* (Hollow Men), *Dopplegangers*, NSB, *Preevies* and other human pawns

Minions of Note: As the Secretary of State, the Roosevelt avatar is always surrounded by an NSB security team consisting of ten agents These agents are all experienced *Hollow Men* (7th level), well armed and superbly trained When traveling outside Washington, a larger team of at least twenty and as many as over a hundred NSB agents, as well as local police departments, will oversee security, helping to secure building tops, street corners and any likely bomb or sniper positions

At his home, Roosevelt is attended by his wife Amanda (in reality, a 5th level *Doppleganger* trained as an assassin) and his 19 year old daughter Belinda (in reality, a *shapeshifting Ashmedai*) These minions help impersonate the Roosevelt family The real wife and daughter were murdered on the same day as the real Roosevelt Their inhuman replicants serve the avatar as agents and bodyguards Belinda has seduced and then murdered a couple of Washington reporters who were prying into sensitive matters A pair of Hunters, six Hounds and a Hound Master are also usually nearby and guard the impostors from supernatural dangers (*Nightbane*, Guardians, etc), as well as human psychics, practitioners of magic and other *sailants*

Transportation of Note: Typically, a stretch limo which, in reality, is a 6th level Living Chariot (see the *New Servants of the Nightlords* section) that has assumed that shape The Living Chariot has 600 S D C and 240 Hit Points, and can protect itself and its passengers with an enchanted force field of 240 S D C

Weapons of Note: Never uses guns or other weapons, except a small push dagger that he typically conceals in a belt buckle This push

dagger is a Greater Artifact with all the common powers, plus the ability to project energy blasts that inflict 1D4x10 S.D.C. (these blasts are +3 to strike and have a range of 1000 feet/305 m). The dagger itself does 2D6 S.D.C. plus P.S. bonus and/or supernatural P.S. damage. Roosevelt has used this weapon in the past to execute a rebellious Nightlord and two avatars.

Body Armor: Rarely wears any, except when traveling in unsettled parts of the world, when he wears a small bulletproof vest (A.R. 10, 50 S.D.C.). The vest is used mostly to provide an excuse for Roosevelt's survival (inhuman hit points and S.D.C.) should he ever get shot.

Money: As an avatar of Moloch, Roosevelt has access to more money than he would ever need; typically has one million in cash available at a moment's notice.

Moloch Avatar: The Nameless Vagabond

The old warning, "never pick up hitchhikers," has never been so appropriate. Wandering through the roadways of America is a murderous Moloch avatar who serves as chief spy and troubleshooter. He is a being who travels alone and often unnoticed, and kills for sport as well as upon the command of his master.

The Vagabond sometimes looks like a normal man, typically dressed in a denim jacket, old jeans and walking boots. He often hitchhikes to get from place to place. Other times, he looks like a big, burly biker, dressed in leather, riding a large motorcycle, usually an old Harley, which in reality, is a *Living Chariot* reshaped to resemble a normal vehicle. On a few occasions, he has been seen riding a semi-truck; a big 18-wheeler painted black. The Nameless Vagabond never stays in one place for long and is always travelling on special assignment, looking for (and terminating) the enemies of Moloch.

This avatar's main mission is to find out what's going on in the Americas, including Canada and Mexico, acting, in effect, like his master's eyes and ears. The Nameless Vagabond also looks in on the affairs of other Nightlords, just to make sure they are not planning anything. The Vagabond frequently makes unscheduled visits to the other Ba'al, Night Princes and operatives active in North America. He is seldom a welcome visitor and they are obligated to act as dutiful hosts and open their entire operations to his scrutiny. Those who fail to cooperate fall under the suspicion of Moloch. Also, the Nameless Vagabond is ever vigilant for rogue Nightlord or minion operations, enemy or rival supernatural beings and enemy factions, particularly **Nightbanes**. Whenever these enemies are discovered, the Vagabond is to ascertain their strengths, numbers, base of operations and then, if feasible, attack and destroy them (for this he may call upon the minions of the Nightlords).

Finally, whenever he can get away with it without attracting undue attention, the Nameless Vagabond is supposed to kill. Hundreds of unexplained murders, tragic accidents, and fires that have claimed thousands of lives and disappearances can be laid at the avatar's feet. The most notorious such killing was the massacre of sixteen teenage campers and their instructors at a summer camp in Montana in 2002.

This horrible creature is the ultimate serial killer, assassin and spy. He ventures into territories where the control of the Nightlords is weakest, like the countryside (due to the Ba'al's dependency on cities), and often roots out and destroys entire bands of resistance fighters, vampire nests, and other annoyances. If the enemy is too strong for an avatar to handle, the Vagabond mystically contacts his master and arranges for reinforcements to arrive. On other occasions, the Nameless Vagabond infiltrates enemy or rebel organizations and leads its key operatives into traps and treachery. One of the Artifacts this fiend is equipped with is a ring that allows him to project the aura of a **Nightbane**. Using this ring, the avatar has been able to fool and destroy several would-be Resistance members.



The Vagabond's activities have not gone unnoticed, however. A band of Lightbringers, including several Guardians, **Nightbanes** and human mystics, has been on the trail of the creature for several months. This group has sworn to find and destroy this devilish enforcer for Moloch once and for all — easier said than done.

The Nameless Vagabond

Alignment: Diabolic

Attributes: I.Q.: 26, M.E.: 20, M.A.: 25, P.S.: 45, P.P.: 20, P.E.: 30,

P.B.: 14, Spd.: 40

Natural A.R.: 14

Hit Points: 80

S.D.C.: 500

Horror Factor: 14

P.P.E.: 400

R.C.C.: Nightlord Avatar

Level of Experience: 10th level

Natural Abilities:

1. Supernatural Abilities: Regenerates 40 S.D.C./Hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 10 miles/16 km), has perfect night vision (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 40 P.P.E./Hit points a day. This process takes one minute/four melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Moloch and all **Nightlords** possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, **teleportation** and dimensional anomalies, and similar supernatural effects at a range of 50 miles (80 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Disposition: The Nameless Vagabond is very charming in a gruff sort of way. He can easily seduce women and befriend men, and he exudes confidence and friendliness. His face and smile seem very trustworthy, and he usually appears to be a tough but sensitive traveler. These qualities are utterly fake and as dangerous as the bait on a bear trap. One of his favorite ploys consists of gaining the confidence of a farmer family, getting to spend the night with them, and then murdering his hosts during the night, sometimes after torturing them for a while. He delights in playing games where he exploits the trust of others. In that, he is probably **crueler** than Moloch himself, because he prefers to tinge his crimes with the flavor of betrayal.

Psionic Powers: None.

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic; roughly the same as King Moloch; 400 P.P.E.

Combat abilities: Hand to hand: Martial Arts.

Attacks Per Melee Round: Seven physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +5 to strike, +9 to parry and to dodge, +30 damage, +6 to roll/pull punch, critical strike/knockout stun on an unmodified 18-20, 84% trust/intimidate, +3 to save vs psychic attack/insanity, +30% to save vs coma/death, +14 to save vs magic, +8 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Moloch and his avatars take triple damage from the hands of **Nightbanes** and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: The same as King Moloch but at 88% proficiency.

Description: A man in his mid-thirties, with light brown hair and green eyes. His face is often lit by an enigmatic smile. Typically dresses in denim or leather jackets, jeans and walking or biker boots.

Allies of Note: None. The Nameless Vagabond travels alone.

Minions of Note: Most of the time, the avatar acts on his own. Very occasionally, he will bring along a couple of minions to assist him; he favors using *Ashmedai* for these purposes.

Transportation of Note: A lot of the time, he prefers to walk and hitchhike, but on occasion has traveled on a Living Chariot shaped like a motorcycle, or an actual big-rig truck.

Weapons and Artifacts of Note: The Nameless Vagabond rarely carries any weapons, although he can use them with frightening skill. He does have two Artifacts, however. One is a ring that lets him project the aura of a **Nightbane** around him, which can be detected by other **Nightbanes** normally (using the *See Truth* talent might reveal what he is, but only if the Vagabond fails his save against magic). The other is an amulet with the *null aura* power to confuse psionic and magical powers of detection.

Body Armor: None.

Money: The Vagabond rarely carries more than a hundred dollars, but may steal what he needs.

Moloch Avatar: Manfred Lehrne

This German industrialist owns major or controlling interests in several dozen corporations throughout Europe, many with subsidiaries in North America. A real person until Dark Day, Lehrne had been seduced into serving the **Ba'al** years before and had followed the teachings of a German Cult of Night based around Berlin (a few **arcanists** believe this cult had some links with the Nazi party and may have been involved in some of the atrocities committed during World War II). Regrettably, during the chaos of Dark Day, a number of **Nightbanes**, hastily recruited by an older **Nightbane** believed to be the Traveler, managed to break into **Lehrne's** castle manor and killed the cultist, along with dozens of his mortal followers and several **Nightlord** minions. Moloch, unwilling to lose such an important pawn, created an *avatar* in Lehrne's image.

The "reborn" industrialist is a major player in German politics, although he holds no government posts. He also oversees the development of several chemical products, especially preservatives, which have long-term toxic effects; the avatar is planning to slowly poison millions of people. Fortunately, several of his plots have been stopped by the **Nightbane** resistance and a band of **Lightbringers**.

Manfred Lehrne, European Industrialist

Alignment: Diabolic

Attributes: I.Q.: 26, M.E.: 20, M.A.: 25, P.S.: 25, P.P.: 20, P.E.: 28,

P.B.: 17, Spd.: 30

Natural A.R.: 12

Hit Points: 83

S.D.C.: 400

Horror Factor: 14

P.P.E.: 400

Level of Experience: 8th

Natural Abilities:

1. Supernatural Abilities: Regenerates 40 S.D.C./Hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 10 miles/16 km), and has perfect night vision (range: 2000 ft./610 m), and can mask and unmask his supernatural aura at will.



O.C.C. Skills of Note: The same as King Moloch but at 86% proficiency.

Description: A man in his late forties or early sixties, with graying brown hair and a neatly trimmed goatee.

Allies of Note: Lehrne is assisted by a 7th level *Ashmedai* who acts as his chauffeur and bodyguard, along with four *Doppelganger* assistants (5th level each).

Minions of Note: The industrialist's house is protected by a force of 12 Hounds, 4 Hunters and 4 Hollow Men.

Transportation of Note: Rental vehicles of all kinds.

Weapons and Artifacts: None

Body Armor: None

Money: Lehrne's personal fortune is measured at over half a billion dollars.

Other Moloch Avatars of Note

An Kai Shung, premier of the People's Republic of China (same basic stats as Manfred Lehrne): The new Chinese premier, An Kai Shung, is an avatar of King Moloch. Moloch's agents quietly murdered and replaced the real premier, and Moloch has been ruling the most populated nation in the world through his avatar. Under An Kai Shung, China has reverted to highly repressive totalitarian policies. Since China was already a totalitarian government, the work of the Nightlords there has been relatively easy. The main goal of An Kai Shung and his government is to slowly but steadily depopulate China. Meanwhile, Chinese **Nightbane**, psychics and practitioners of magic have been methodically hunted down and exterminated.

Due to the strict controls imposed on China's people, it has been very easy to find and dispose of **Nightbanes** shortly after they undergo the "Becoming." Hollow Men (see **Nightbane RPG**, page 167) by the thousands now masquerade as members of the Communist Party and the People's Liberation Army, and use this cover to hunt for "monsters created by capitalist biological warfare" — the Nightbane. Even so, China is too big and heavily populated for the Nightlords to control directly through their minions, and most of the dirty work against the Nightbane, sorcerers and dissidents is actually done by humans! Most of these pawns are just following orders, just as their parents did when they opened fire on the Tienmen Square demonstrators. A few have become converts and acolytes of the Cults of Night.

Jules Bonavide, Director of the Surete (same basic stats as Manfred Lehrne): The French Director of the Security Bureau is a Nightlord avatar. He is also a member of the European version of the *Spook Squad*, working in the underground movement led by former members of security agencies. The explanation is simple; due to a misfortune, the team of Hounds sent to kill the real Jules Bonavide missed their target. Bonavide managed to escape, and has been living in hiding ever since.

Meanwhile, Bonavide's replica, an avatar of Moloch, took over the French Security Bureau and transformed it into a brutally efficient secret police force, even more overtly oppressive than the United States' National Security Bureau (NSB). Meanwhile, his human counterpart has organized an effective resistance and managed to recruit a band of very unlikely allies — nomadic Gypsy clans! Several Gypsies, who include a number of highly capable magicians, Dream Dancers and mystics, are waging a very subtle war against the Nightlords. For the most part, the Gypsies avoid direct confrontations; war and fighting are not their way. Theft, sabotage and ridicule are their preferred methods (Note: Players and G.M.s wishing to introduce Gypsies to their campaign may want to refer to the **Rifts® World Book Five: Triax™ and the NGR**, which has rules for creating a number of Gypsy O.C.C.s).

2. Life Force Vampirism: Must absorb at least 40 P.P.E./Hit points a day. This process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Moloch and all the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, teleportation and dimensional anomalies, and similar supernatural effects at a range of 50 miles (80 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Disposition: Lehrne is coldly formal on most occasions. He tends to treat everyone in a distant, unfriendly way.

Psionic Powers: None.

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic; roughly the same as King Moloch; 400 P.P.E.

Combat abilities: Hand to hand: Martial Arts only.

Attacks Per Melee Round: Five physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 3D6 on a full strength punch, or 6D6 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +5 to strike, +9 to parry and to dodge, +27 damage, +6 to **roll/pull** punch, critical **strike/knockout** stun on an unmodified **18-20**, 84% **trust/intimidate**, +3 to save vs psychic **attack/insanity**, +30% to save vs **coma/death**, +14 to save vs magic, +8 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Moloch and his avatars take triple damage from the hands of Nightbane and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

Possible Encounters & Adventures

The Nameless Vagabond's Last Stand: Apparently, the Vagabond has gotten too careless. He attacked and killed most of the people at a rest stop in Nebraska, but now he is surrounded by local police and state troopers, all of whom are human and not interested in either covering up the incident or letting him go. The player characters may know of the monster, or may be intrigued by the fact that this tense siege is only being covered by local T.V. stations (the Nightlords *are* trying to cover things up). A team of NSB agents is already on its way to resolve the danger. For some reason, the Nameless Vagabond cannot **dimensionally teleport** away; unknown to everyone, the area is under the control of a lodge of Native American mystics, who are using their magic to hold the creature in check.

The player characters have a number of options. They can try to get *past the police* and attempt to destroy the **Vagabond** before the NSB arrive and let him escape or fake his death. The player group might make contact with the Native Americans, who are trying to spirit the Vagabond into the Astral Plane where he can be disposed of more easily. Or they can wait and see what happens. Alternatively, the whole stand-off

might be a ploy to lure the **Lightbringers** who have been pursuing the Vagabond, or to entrap and destroy the player characters, or both.

I Want My MegaCola: The characters are part of a Resistance or Spook Squad raid against a large MegaCola shipment. The plan calls for the team to sneak past security and inject the bottles with a neutralizing agent that will render the beverage as harmless as any other soft drink. The problem is getting past the **Ashmedai** truckers who jealously guard their deadly cargo. Other minions may also join the fray.

The Men at the Grassy Knoll: The place: Dallas.

The mission: Assassinate Secretary of State Marshall Roosevelt during his visit to that city. Mr. Secretary is meeting with a delegation from several South and Central American nations (actually, they are all avatars of several Nightlords who are to report their progress to Roosevelt).

The opposition: The Dallas police force, over four hundred NSB agents (mostly **Dopplegangers** and Hollow Men), a dozen Ashmedai guarding the hotel where the talks are being held, over a dozen Torturians (astral creatures described in **Nightbane™ World Book One: Between the Shadows™**) guarding the astral space around the area, and several Night Princes. The player characters can be members of Spook Squad, the Resistance, the Nocturnes or independent operatives. The G.M. decides how many resources they can dispose of for the mission; the characters should draw the plans.

Lady Lilith—Viceroy of the West Coast

Lady Lilith was one of the few Nightlords who was with King Moloch when the Ba'al were exiled to the Nightlands. She was a beautiful maiden in a small township conquered by Moloch during the heyday of his power. Behind her beauty, Lilith was a cunning and resourceful woman. While her family was enslaved, she seduced one of Moloch's acolytes and convinced him to teach her the secrets of the Ba'al. When she was discovered, Moloch had the acolyte killed but welcomed her into his cult; some say the king himself was seduced by Lilith's charms. Many admire the skillful way she rose to power. Others see her as a treacherous schemer — treachery and cunning that has made her one of the oldest and most capable Nightlords in existence.

During the Ba'al's long exile in the Nightlands, Lilith used her talents to consolidate and expand her power. Her Nightlands dominions extended through the counterparts of Europe and South America. Even before the Dark Day invasion, she had been interested in the affairs of the United States, and she built a number of city-states following developments on the American West Coast, including places like Los Angeles and San Francisco. After World War Two, her dominions included some of the richest cities in the world, and she ruled over millions of Dopplegangers and tens of thousands of other minions. While most Nightlords only control one or two city-states, she ruled over nearly a dozen.

As preparations were readied for the Dark Day invasion, Lilith increased the number of agents sent to Earth. In the weird culture of the West Coast, her Night Princes (many of whom are female) found plenty of opportunities to develop and control all manner of cults dedicated to the service of the Nightlords. Even before Dark Day, Lilith indirectly controlled a number of Hollywood's most prominent movie stars, directors, producers, musicians and studio executives. During the Dark Day invasion, her minions were able to replace or control the political, law enforcement and judicial officials of the region.

On 2000, shortly after the invasion, another Nightlord tried to seize Devil's City and Los Angeles. The motives of Lord Foulseed remain unclear, but the ensuing battle severely damaged both cities. However, Lilith's plans continued to be carried out. By 2002, she ruled the West Coast, and had been officially given the title of Viceroy of the Western Territories. Her dominion extends from the Pacific Northwest to most of Mexico.

Among the Ba'al, *Lilith's* experience is a success story, and the Nightlords envy and admire her. What they do not know is that Lilith has secretly betrayed them all.

Dominions

Lady Lilith has one astral and five physical avatars. One of them rules the Nightlands' version of San Francisco in her name, another rules over Seattle, a third rules Mexico City, and an Astral Avatar controls a vast domain in that strange dimension. Her Night Princes rule over other cities in the West Coast, Mexico, South America and Europe. All in all, Lilith lays claim to over twelve Nightlands cities, and on Earth her influence reaches half a dozen countries on several continents.

Lilith's control over the media is even more extensive. Her agents and worshippers control every major movie studio on the West Coast and Canada, most national television networks (mostly located in New York City, right under King Moloch's nose), several large newspapers, and over a dozen computer software companies in Seattle and Silicon Valley. Through them, *Lilith could*, in time, shape the very way people on Earth think — if the other Nightlords do not murder everyone first.

Devil's City (Los Angeles): Lilith herself shares most of her time between Earth's Los Angeles and the Nightlands' version of the same city, known as *Devil's City*. Devil's City was the entertainment capital of the Lands of Night, the only city-state frequently visited by the other Nightlords, who braved the danger and intrigue for the exotic, perverted entertainment that could be had in this City of Sin. Devil's City is built on a complex network of ley lines and nexus points (incidentally, Los Angeles on Earth has a very similar and equally powerful network). As a result, dimensional Rifts are responsible for the arrival of a multiplicity of alien creatures, some of which make interesting and entertaining slaves and sacrifices. This city is a place where Nightlords can meet each other face to face in relative safety. Although Lilith does not guarantee anybody's safety, she has taken an oath that if a Nightlord is killed in her city, she will discover who did the deed and destroy him. Time after time, one Ba'al or another has taken the chance; most of them have been found out and slain.

In 2000, a rebellious Nightlord called *Lord Foulseed* tried to seize Devil's City for himself. The ensuing mystical battle spilled over to

Earth, triggering a massive earthquake that killed over 20,000 people and caused billions of dollars in property damage. Devil's City suffered even more devastation, with over 100,000 Dopplegangers and minions killed and several unique buildings in utterly destroyed. Lilith has spent a great deal of her time rebuilding both of her kingdoms. Lord Foulseed has been declared an outlaw and is the only Ba'al known to be in hiding, moving from Earth to the Nightlands to avoid detection. For more details, refer to the section describing **Devil's City**.

Allies & Enemies of Note

Many Nightlords consider Lilith to be King Moloch's right-hand "man," a loyal, powerful follower who has supported the overlord of the Ba'al many times in the past. Whether or not Moloch agrees with this assessment remains a mystery, for the strange leader of the Nightlords keeps his own counsel and his agents watch Lilith as closely as anybody else.

Despite the scrutiny of the Nightlords, Lilith has been able to deal with a number of other supernatural entities to further her own interests — the Ba'al have many contacts in other worlds and dimensions outside the confines of Earth and the Nightlands. Among other places, she has a strong presence in the Astral Plane; her Astral Avatar rules over the *Ghost City*, the second largest Nightlord controlled domain in the Astral Planes (the largest domain is called the *Screaming Lands*, described in **Nightbane™ World Book One: Between the Shadows™**). Lilith's avatar has a number of contacts with entities from the Astral Plane and often enlists their service to implement her schemes.

On Earth, Lilith encountered a large band of sorcerers who controlled the Chinatown sections of Los Angeles and San Francisco. These "Mystic Tong" were dominated by magicians, alchemists and a circle of ancient and powerful Geomantic Immortals (described in this book), Chinese magicians who had forged a powerful link with ley lines and nexus points. While most Nightlords swiftly crush all other supernatural beings, Lilith has deemed to keep this organization operating under her scrutiny and for her purposes. Alleging that they are nothing more than another Cult of Eternal Night — untrue, as the organization worships no one but their own greed and thirst for power. So far, Lilith and the Mystic Tong each think they are using the other for their own benefit.

More importantly, Lilith has been in contact with a number of Demon Lords. These powerful creatures serve beings that are alien to most Nightlords. Although the occasional demon is used by some Nightlords as servants, conspiring or making deals with their masters is strictly forbidden. Lilith's conspiracies with these alien and monstrous beings will undoubtedly have unexpected consequences for both Earth and the Nightlands.

Lilith's Plans

Lilith is aware of King Moloch's deal with the Dark. A deal that will ultimately result in the destruction of all human life on Earth. Lilith does not like the idea. She enjoys playing with humans far too much to want to see their total extinction. For the time being, she is resigned to the fact that she may be forced to go along with Moloch's plans and contribute to the genocide of the human species. In the interim, Lilith is bent upon getting as much enjoyment from her playthings as possible. At the same time, however, she is looking for alternatives to Moloch's plans. If she can find a way to keep her cake and eat it, that is, to keep her power and influence while keeping humankind alive, she will do it. Among other things, she is dealing with a small organization of human magicians and several **transdimensional** creatures to explore her options.

Some of Lilith's plans include:

- **Warped Media:** Lilith's influence over television and the movies is beginning to pay off. Under her control, movies and television have grown increasingly more violent in very subtle ways. Not only do many shows depict graphic acts of violence, but many programs and films suggest that violence is a desirable, preferable way to deal with

one's problems. Even worse, however, is Lilith's use of *subliminal messages*, both magical and technological. These messages appear in all kinds of shows and features, especially family-oriented and children's programs. These subliminals are designed to make people more aggressive and prone to acts of violence at the slightest provocation. With enough time and exposure, the cumulative effect will create an entire generation of potentially psychopathic men and women.

Among the biggest culprits is *Billie Rat Entertainment*, a venerable animation and movie giant whose best-known icon is the lovable Billie Rat, now celebrating its 75th anniversary. After disposing of and replacing the BRE board of directors, Janice Hotchkiss (Lilith's Avatar) started poisoning all the new productions from that company with subliminal messages. Her latest plan is the computer animation film *Return to the Toy Box*; after people watch the film 4-6 times, they should be driven by an irresistible urge to find a knife and stab somebody they dislike. Unless stopped, this scheme will result in thousands of injuries and worldwide chaos in 2005.

- **Too-Real FXs:** A lot of recent movies in the "double-oughts" (as the early 2000s are referred to) have had enormous graphic violence. Lilith's henchmen have gotten around special effects limitations by filming actual acts of violence. Hopeful would-be actors are lured onto movie sets and then killed horribly while the cameras are rolling. Then, the scenes are worked into major movies and films. At the same time the victims are being killed, a magical ritual binds their P.P.E. into the film. When people see the movie, the sequences where the killings took place become imprinted on their minds, bringing nightmares and fear into the moviegoers' minds. By doing this, Lilith is aiming to generally weaken the morale and mental health of the public, making the **Nightbanes'** conquest and extermination all the easier.

She is also about to launch (with Moloch's approval) a TV series about a "mythical" dimension called the *Nightlands*, filled with monsters planning to take over the Earth. The idea is to film real minions of Nightlords fighting Nightbanes and humans (filmed on location), interwoven with fictional stories so when somebody inevitably tries to tell the world about the "real" Nightlands and its evil denizens, the public will see them as crack-pots.

- **The Demon Alliance:** The Ghost Queen, Lilith's Astral Avatar, is conducting diplomatic talks in the Astral Plane with several Demon Lords. Lilith hopes that these powerful creatures will enter into an alliance with her. The goal would be to take over Earth and the Nightlands, with her ruling over half of both worlds. Demons, unlike Moloch, seem more interested in exploiting and enslaving humankind than exterminating it, which is just what Lilith wants. So far, however, the Demon "ambassadors" seem doubtful as to whether or not the effort to destroy the Nightlords would be worth the potential rewards — or even whether or not defeating Moloch and the other Nightlords is possible!

Lady Lilith — Ba'al

Lilith is considered to be the most fair and yet **cruellest** and ruthless lady among the Ba'al; both "qualities" are equally admired by her peers. This ancient creature is still not tired of life or playing her twisted games with humans and Nightlords alike. Raised in a civilization where women could be traded like cattle, Lilith learned to use her intelligence and beauty to manipulate those who could harm or use her. Even after becoming a Nightlord, her skill at trickery and manipulation have served her well. Unlike King Moloch, whose avatars prefer to gain the trust of others, Lilith actually likes it when her victims are suspicious of her motives, because it makes things more challenging. Her fellow Nightlords are among her preferred victims, which is one of the reasons she often hosts them in Devil's City. Lilith frequently plays two Nightlords off against each other. On one occasion, she had one killed in her



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city and then, claiming the other Nightlord was the murderer, had him destroyed as well. Her plots have been so well crafted that most other Ba'al still believe she had nothing to do with those deaths. The only exception is Moloch, who apparently knows the truth but does not care.

Dealing with demons has been a new, very dangerous game for Lilith. The Ba'al have stopped dealing with **extraplanar** beings shortly after their arrival to the **Nightlands**, so she has no prior experience with the creatures from the Netherworld. For all her age, wisdom and cruelty, she finds demons to be alien and disturbing beings. Warped and twisted as she is, a part of Lilith remains all too human (albeit utterly evil); demons, on the other hand, are creatures of pure evil and hatred. They have some human "qualities," however: greed, ambition, and fear of those more powerful than themselves. Lilith thinks that if she plays her cards right, she could be Queen of Demon-kind. Of course, if the Nightlords ever recognize her machinations, she could lose everything. The Nightlords will view her "deals" with demons as treachery and will turn against her, and her tentative demonic allies will not protect her from being destroyed, probably after a lengthy period of torment. Lilith is not afraid to gamble, however, as she rarely loses.

Lady Lilith

Alignment: Diabolic

Attributes: I.Q.: 22, M.E.: 18, M.A.: 30, P.S.: 41, P.P.: 22, P.E.: 19,

P.B.: 26, Spd.: 40

Natural A.R.: Not applicable.

Hit Points: 266

S.D.C.: 1700

Horror Factor: 18

P.P.E.: 2200

R.C.C.: Nightlord

Level of Experience: 14th level Nightlord, 8th level sorcerer.

Natural Abilities:

All standard Nightlord powers and abilities (see **Nightbane® RPG**, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 14 miles/22.4 km), has nightvision (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./hit points a day. The process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: The Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, **teleportation** and dimensional anomalies, and similar supernatural effects at a range of 70 miles (113 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Disposition: Lady Lilith is one of the few Nightlords who spends a great deal of time on Earth, often surrounded only by a few hand-picked bodyguards. Only Moloch and his avatars are more knowledgeable on general Earth matters, and even they cannot match Lilith's knowledge of show business and skills at communication and manipulation. The Nightlord (or, in this case, **Nightlady**) revels in the atmosphere of **shallowness**, betrayal and greed that pervades Hollywood, as well as the music and fashion industry. She will actually feel some regret when this wonderful world of megalomania ceases to exist, which is why she wants to **find** a way to prevent its destruction. Lilith is an unlikely defender of Earth, although her motives are far from pure and unselfish. Her cleverness, cunning, mastery of orchestrating people and plots while looking completely innocent, combined with her lust for power and the *need* to win, could be a greater stumbling block for Moloch than the efforts of any resistance force on Earth!

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic.

Lilith is a great sorceress; an 8th level mage who knows all spells from levels 1-6, plus invisibility (superior), ritual: eye for an eye, wind rush, locate, luck curse, minor curse, curse: phobia, curse: paranoia, remove curse, negation, Nightlands portal, Nightlands passage, spoil, familiar link, transferal, bind Nightbane, bonding, and all summoning magic. However, except for curses and **summonings**, she prefers to use her Nightlord powers over matter and energy.

Combat abilities: Hand to hand: assassin.

Attacks Per Melee Round: Six physical attacks or two by magic.

Damage: 2D6 S.D.C. on a restrained punch, 1D6x10 on a full strength punch, or 2D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +10 to strike, +8 to parry and to dodge, +32 damage, +7 to roll/pull punch, knockout stun on an unmodified 17-20, critical strike on a 19 or 20, death blow on a roll of a natural 20, 97% trust/intimidate, +2 to save vs psychic **attack/insanity**, +8% to save vs **coma/death**, +8 to save vs magic, +2 save vs poison, 65% **charm/impress**, and +10 to save vs horror factor.

Vulnerabilities/Penalties: Lilith and her avatars take triple damage from the hands of Nightbane and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: All lore, math, languages and communication skills at 98%, all espionage and rogue skills at 96%, plus W.P. knife, W.P. sword, W.P. blunt, W.P. automatic pistol and W.P. automatic rifle, all equal to 8th level proficiency as well as computer operation and programming, photography, writing, pilot automobile, and dancing, all at 90%.

Description: Her original form, which she sometimes assumes out of nostalgia, or when traveling on Earth, is of a petite, olive-skinned woman with long, straight black hair and striking dark eyes. Her beauty is on par with international super-models. In the Nightlands, she encases herself with baroque black armor, and instead of hair, has a "mohawk" that is nothing but a solid steel blade cresting her head.

Allies of Note: As the Viceroy of the West Coast, all Nightlords with possessions and interests in this area must defer to her and assist her in any way possible. Also, she has contacts with the Mystic Tong, a band of Chinese and Asian magicians and criminals operating in Los Angeles and San Francisco. Lilith is currently forming a tentative alliance with a number of Demon Lords.

Minions of Note: Lilith controls tens of thousands of Hounds, Hunters and other supernatural minions, including **Namtar**, **Torturians**, Night Avatars, Necrophim, and **Morpheomoths**, as well as a handful of Nightbane, lesser demons and human pawns. Her Nightlands city-states also hold millions of **Dopplegangers** (most of them useless drones, however).

Transportation of Note: Lilith has one Living Chariot, typically fashioned to resemble a fast sports-luxury car.

Weapons of Note: Lilith always carries a Greater Artifact fashioned into a necklace of a gleaming black metal on her person. The Artifact has the power of anti-magic (neutralizes 100 P.P.E.). **Body Armor:** In the Nightlands, she wears a grafted suit of armor that protects with A.R. 19 and 600 S.D.C.

Money: Lilith and her avatars have a fortune measured in the billions, not counting the amount of political power she can use at a whim.



Janice Hotchkiss

Avatar of Lilith

By 2003, the buzz in Hollywood revolved around the new "Hotchkiss Empire." Janice Hotchkiss, a former movie star best known for her role as the female lead in **Exterminator III: Back to the Future** (the top-grossing movie of 1999), used her money wisely, and bought into several production companies. During Dark Day, the actress entered her bedroom, only to be confronted by an exact double who smiled devilishly at her before pouncing. The real Janice Hotchkiss still lives somewhere in the dungeons under Devil's City where she has been driven totally insane by the torment inflicted on her by Lilith and her minions. The "new" Janice is an extension of Lady Lilith in *avatar* form. The avatar's first move to build the Hotchkiss Empire was to seize complete control and ownership of the production companies. Nobody knew where the millions of dollars she was tossing around came from, but in Hollywood, money talks. In a matter of months she controlled several major movie, television and computer companies. When money was not enough, people who rejected her offers were "persuaded" in other ways. A few suddenly changed their minds after others died or disappeared, while others were murdered and their identities assumed by an Ash-medai or Doppelganger — in fact, several small companies in the entertainment and computer industry are also secretly controlled by the Hotchkiss avatar.

At the same time Hotchkiss was taking over the entertainment world, she became the central figure in a number of Cults of Eternal Night. Before the invasion, these cults had been supervised by Anne Blackstone, a Night Princess who had inducted a number of powerful media moguls into the worship of the Ba'al. Janice took over as High Priestess of the cult and expanded its influence. Soon dozens of very influential people were part of the cult. These human dupes did not need to be killed and replaced with impostors, but instead, follow the commands of their "religious" leader with zeal and dedication.

The Janice Hotchkiss avatar has become a major power in Hollywood. She continues to make appearances in movies and television, but on a very limited scale — mainly to stay in the public eye to keep her popularity and influence. She spends most of her time consolidating deals behind closed doors and helping execute Lilith's schemes.

Janice Hotchkiss, Avatar of Lady Lilith

Alignment: Aberrant

Attributes: I.Q.: 22, M.E.: 18, M.A.: 30, P.S.: 25, P.P.: 17, P.E.: 18, P.B.: 17, Spd.: 20

Hit Points: 49

S.D.C.: 300

Horror Factor: 14

P.P.E.: 440

R.C.C.: Nightlord Avatar

Level of Experience: 7th level.

Natural Abilities:

All standard Nightlord powers and abilities (see *Nightbane® RPG*, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 7 miles/11.3 km), has perfect nightvision (range: 2000 feet/610 m), can mask and unmask her supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit points a day. This process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: The Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways,

teleportation and dimensional anomalies, and similar supernatural effects at a range of 35 miles (57 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Disposition: The real Janice Hotchkiss was a reserved woman who did not like to reveal much of herself to others. This was one of the reasons she was chosen to be replaced by an avatar. The "new and improved" version of the actress is a great deal more charming and outgoing. Her search for privacy has been turned completely around, transforming her into a public figure and the perfect hostess; her parties have become "the" place to be for the "in" crowd. Actors, politicians and jet-setters can be found rubbing shoulders in these reportedly decadent gatherings.

Like her creator, the Janice avatar is an accomplished and dedicated plotter and manipulator. This may eventually be a danger for the Ba'al, because she is not afraid to do anything—including defying her mistress, Lady Lilith. Janice is keeping her own contacts with a number of demonic beings, especially the demons who crew the Hades Club (see the *Devil's City* section). Just like Lilith is seeking a way to form an alliance with the demon lords against Moloch, Janice Hotchkiss would like to make a deal with demons to overthrow Lilith! She is even considering betraying Lilith to the other Nightlords, if she can find a way to be made into a Ba'al as her reward.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: The same as Lady Lilith but at 4th level proficiency.

Combat abilities: Hand to hand: Assassin.

Attacks Per Melee Round: Five physical attacks per melee.

Damage: 2D4 S.D.C. on a restrained punch, 3D6 on a full strength punch, or 6D6 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +3 to strike, +5 to parry and to dodge, +14 damage, +7 to roll/pull punch, knockout stun on an unmodified 17-20, 97% trust/intimidate, +2 to save vs psychic attack/insanity, +8% to save vs coma/death, +8 to save vs magic, +2 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Suffers triple damage from the hands of Nightbane and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Same as Lady Lilith but with a skill penalty of -20%.

Description: Janice Hotchkiss (past and present) is a tall, slender and attractive red-haired woman. Her choice of dress is often daring and unconventional, and she has become a fashion-setter on the West Coast. She is never seen without her pet, a black French Poodle named *Serafina*; the dog is actually an *Ashmedai* in disguise, a monster who has switched its allegiance from Lilith to Janice.

Allies of Note: The "Serafina" *Ashmedai* is more of a partner than a servant. The creature actually admires and likes (maybe even loves, if such an emotion is possible for these monsters) the avatar and will protect her from any danger. Additionally, Janice has befriended the Blood Dancers and Dream Sellers who crew the Hades Club.

Minions of Note: Lilith has a guard detachment of 20 Hounds, 5 Hunters, 5 Hollow Men and 3 *Ashmedai* (not counting *Serafina*) to serve the Janice avatar. The Hounds and Hunters spend most of their time in Janice's Beverley Hills mansion, watching for trespassers. Tabloid photographers who sneak into the mansion will get the pictures of a lifetime—if they live long enough to develop them. The Hollow Men and *Ashmedai* act as her public bodyguards and personal assistants, wearing the appropriate shapes.

In addition to those creatures, Janice controls dozens of the most wealthy and influential men and women in California, thanks to her role as the High Priestess of the Cult of Eternal Night in the region.

Through them, she can hire all manner of private eyes, hit-men, and other human servants and minions.

Weapons and Equipment: Janice owns a small fleet of vehicles, and her bodyguards have access to all kinds of weaponry, legal and otherwise.

Money: The "Hotchkiss Empire" is worth an estimated 18 billion dollars; she can literally buy anything she wants.

The Ghost Queen

Astral Avatar

Linked to both Earth and the **Nightlands**, between the shadows of reality, lies the Astral Plane, a misty dimension where reality can be reshaped by the will of the strong, and where magicians and psychics can create their own worlds. The Nightlords have long had some influence over the Astral Planes. Lilith is foremost among them.

The Ghost Queen is an astral avatar of Lady Lilith. These constructs have the same mind and personality of their creators, but have no physical substance—they are beings of pure mental energy (also known as ectoplasm or "astral matter"). Like others of her kind, the Ghost Queen rules in the name of her creator, but she does far more than that. She is also Lilith's ambassador to the Powers of Darkness that dwell in the Astral Planes.

Demons and other supernatural fiends are not limited to the physical world. Demon Lords often wander the Astral Planes, creating domains that are small versions of hell to torment any unfortunates they manage to snag. The mysterious **Necrophim** (see **Between the Shadows™**, page 73) are believed to be the servants or former servants of a powerful demonic overlord or alien intelligence. There are many such "powers" in this dimension, and Lilith wishes to make contact with them. Her avatar is in charge of this delicate and dangerous operation.

The Ghost Queen was created by Lilith over three hundred years ago to replace another avatar, a creature called *Nightrose*. **Nightrose** and the astral domain she had created were utterly destroyed in a mysterious incident. The other astral avatars reported back to their masters that *Nightrose* had welcomed a number of creatures into her domain, and after their arrival, a sudden release of magical energies consumed the entire area. Lilith only knows a little more than that. *Nightrose* had made contact with a creature that called itself **Blackfire**, a demon lord of power and influence. The avatar and **Blackfire** were going to form an alliance, and were negotiating a mutual assistance treaty. Lilith witnessed the conversation via a magical mirror that let her peer into the astral domain. The meeting was going well. The demon lord seemed willing to defy the might of the Nightlords and support Lilith's bid for power. Just as a deal was about to be struck, a sheet of solid darkness descended over the astral domain. The last thing that Lilith saw was *Nightrose* screaming in terror for the first time in her existence. Lilith does not know who or what destroyed her avatar, her domain, and the visiting demon lord, not to mention hundreds of minions and slaves, along with it. She suspects it might have been another, more powerful demon lord, or perhaps even *The Dark* itself; the incomprehensible force that gives the Nightlords their power. However, if the second possibility is the case, Lilith should, by rights, have been destroyed by the same force.

Despite this catastrophe, Lilith has not wavered. Although she realizes she is risking everything, the Nightlord is no coward, and has created another avatar to replace her loss. The Ghost Queen has been ordered to act with more care and to avoid attracting the attention of the force or forces that had destroyed her predecessor. In the three centuries since her creation, the Ghost Queen has explored many possible alliances, while at the same time trying to unravel the mystery of *Nightrose*'s demise, but to no avail.

Ghost Queen, Astral Avatar of Lilith

Alignment: Diabolic

Attributes: I.Q.: 20, M.E.: 24, M.A.: 30, P.S.: 28, P.P.: 18, P.E.: 23,

P.B.: 17, Spd.: 30

Hit Points: 53

S.D.C.: 300

Horror Factor: 14

P.P.E.: 340

R.C.C.: Astral Avatar of Lilith

Level of Experience: 7th level

Natural Abilities: See Night Avatars in **Between the Shadows™**, page 71, for complete details.

1. Supernatural Abilities: Regenerates 2D6 S.D.C. or hit points per melee round and possesses all astral powers as per Nightbane, pg. 70, plus can see the invisible, see through any illusions, and **nightvision:** 2000 feet (610 m).

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit points a day. This process takes 1 minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Moloch and the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Create Astral Domain: As per the Astral Lord power, most avatars enslave Astral Lords and mages and use up their P.P.E. reserves to create a domain, and then have the unfortunate co-creators executed!

5. Dreamstream Powers: Night Avatars can enter the **Dreamstream** and defend themselves against dream manipulation powers. Avatars are at +4 on all forms of dream combat plus any M.E. bonuses.

Disposition: The Ghost Queen projects an icy and remote disposition around everyone, slave or visiting demon lord. Nothing ever seems to faze, disturb or amuse her, and none of her servants and allies can ever remember her displaying any emotion.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None; relies entirely on her powers.

Combat abilities: Hand to hand: Assassin

Attacks Per Melee Round: Five physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 4D6 on a full strength punch, or 1D4x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +4 to strike, +5 to parry and to dodge, +13 damage, +4 to roll/pull punch, knockout stun on an unmodified 17-20, 97% **trust/intimidate**, +5 to save vs psychic attack/insanity, +18% to save vs **coma/death**, +9 to save vs magic, +5 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Even in their astral form, Night Avatars take triple damage from the hands of Nightbane and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Same as Lady Lilith but with a skill penalty of -20%.

Description: A pale, almost translucent, **humanoid** woman with flowing silver-white hair, pale blue (almost white) eyes and very pale skin, giving her an albino appearance. Given the **Nightlords'** penchant for black and darkness, her appearance may seem rather inappropriate, but Lilith likes it because it makes her avatar stand out among the rest.

Allies of Note: The Ghost Queen has established contacts with a number of strange entities in the Astral Plane, including conversations with some Vampire Specters who usually attack the Ba'al on sight. She also rules over a large number of Necrophim and Torturians and has a few contacts in the Dreamstream, as well as communication with a number of demon lords. Additionally, the Ghost Queen is trying to influence and control several human dominated astral communities, hoping to achieve through trickery what cannot be obtained through force.

Minions of Note: The Ghost Queen has a small army at her command, including some 100 Hound Masters, 500 Hounds, 300 Hunters, 200 Torturians and 200 Necrophim. Additionally, her minions have enslaved several hundred human astral travelers and other unfortunate.

Weapons and Equipment: None; relies on her powers.

Money: Doesn't need any in the Astral Plane.

Lilith's Other Avatars

Lilith has four other avatars, with a total of six. This is actually quite risky, for should they all be destroyed within a short period of time, she would be severely weakened or even destroyed herself (see the **Nightbane RPG**, page 173). The Ba'al is not afraid of taking chances, however, and she prefers to entrust her plots to others like herself. Her "children" have managed to cause a great deal of mischief around the world.

Lady Niara: This avatar rules Devil's City when Lilith is away (and is fully described in the *Devil's City* section).

Dr. Heidi Zeiss: To the world at large, Dr. Zeiss is a gifted computer programmer who rose through the ranks to become the CEO of *Macrotech*, the second largest software company in the U.S. Under Zeiss' guidance, Macrotech's programs have extended the **Nightlords'** control over the information superhighway. Among other things, hidden program components make it easier for the authorities to track down computer users who rely on those programs. In addition to controlling Macrotech, the Zeiss avatar also rules the city of Seattle. The avatar looks like a still-attractive woman in her mid-forties.

Luisa Vargas: This widely hated Minister of the Interior for the Republic of Mexico is another avatar of Lilith. Vargas' tenure has featured such horrors as the massacres of thousands of innocent peasants while suppressing a popular revolt against the government (a revolt sponsored by a number of Nightbanes). Although the worst atrocities were covered up (the death toll in the last two years has reached over 100,000 **people!**), the government has been condemned in the U.N. for human rights violations. Luisa Vargas is known in Mexico as "la Nazi" for her oppressive policies, which include expanded powers for the police and security agencies (now thoroughly controlled by the Nightlords).

The avatar is too reckless even for Lilith; her overt displays of cruelty and violence are attracting too much attention to Nightlord activities in Mexico, and Moloch has already warned Lilith to control Vargas or he will find somebody to do it for her. Lilith is considering allowing a Nightbane assassination attempt to succeed. However, Vargas has recently reported establishing contacts with a strange cult that worships some of the most bloodthirsty Aztec gods of antiquity. If the avatar can form an alliance with these mysterious gods of darkness, she would be more valuable alive than dead, her indiscretions notwithstanding.

Susan Weng: The youngest precinct captain in the city of San Francisco, Susan Weng is mostly concerned with the crimes and illegal activities going on in Chinatown. Instead of uncovering criminal conspiracies, however, Weng is doing her best to cover them up. The avatar is primarily responsible for striking up a deal with the Mystic Tongs that rule the Chinatown in San Francisco, Los Angeles and other parts of the West Coast. In return for her protection, these sorcerer-led criminal gangs are providing information and assistance to the Nightlords. Among other things, the Mystic Tongs have been instrumental in locating and turning in any Nightbanes that appear on their turf.

Possible Encounters & Adventures

Anywhere the entertainment industry is involved, Lilith's presence and interference are likely. The gradual perversion of popular culture that she has been directing is insidious and in its way as harmful as the campaign of gradual genocide by the other Nightlords. Also, she has

helped spread the Cult of Night among the jaded elite of the West Coast.

There's No Business Like Show Business: A **Nightbane** (a player character or a friend of a player character) spots a well known movie star, and using the talent *See Truth* on him or her, discovers that the idol of millions is nothing more than a **Doppelganger**. If the characters investigate further, they discover that several members of her entourage, as well as other actors, producers, directors and movie people have been replaced by supernatural creatures. They may even unmask Janice Hotchkiss as an avatar. As the characters investigate, they may be discovered and targeted for termination. If the heroes use their brains as well as their powers, they may be able to stop or disrupt several of Lilith's or her avatars' sinister plans. However, Lilith and/or Janice are both dangerous enemies with a craving for vengeance.

The Mexican War: Enough news about the situation in Mexico has leaked out to reveal that something big (and weird) is going on there. Members of the Resistance, the Underground Railroad and Spook Squad will learn much more than that. According to the resources available to those organizations, a mass popular uprising has taken place in several regions of Mexico. Peasants armed with stolen and scrounged weapons, and led by **Nightbanes**, Aztec-style mystics and several Guardians, have openly revolted against the Nightlords. In response, the Mexican government, led by Lilith's avatar, Luisa Vargas, has mobilized thousands of troops and has already killed over a hundred thousand people! The survivors have retreated into the jungle where they wage a savage guerrilla war against the government.

The Resistance is sending several teams of Nightbanes into Mexico to do what they can to help out. Spook Squad is considering dispatching several paramilitary teams to gain more intelligence and, if necessary, to strike a blow for humankind. Unfortunately, they have been ordered to not assist any group being controlled by Nightbanes. Player characters from either organization might visit Mexico and experience the joys of jungle warfare. Several adventures or an entire campaign could be developed around the savage war. The enemy will use military equipment and, in remote areas, small armies of Hounds and Hunters to eradicate the problem. The Nightbanes will need to rely on their powers, the support of enthusiastic but poorly armed and equipped humans, and their wits.

The Kidnapped Avatar: A surprising event has shaken the movie world: Janice Hotchkiss, actress and media mogul, has been kidnapped in broad daylight by a gang of criminals. Negotiations for her release has turned into a media circus, with news leaks attracting the notice of news organizations around the world.

Behind the scenes, supernatural beings in California will hear rumors no news show would ever broadcast. According to the tales, the kidnapping was engineered by a band of demonic creatures who are now trying to sell the avatar to the highest bidder. They are fielding offers from Lilith herself, other Nightlords (who would love to get their hands on the avatar, especially if they can do so without being discovered), and even several Nightbane factions. Of course, the Nightbanes are unlikely to outbid the Nightlords, so it looks like the avatar will end up in the hands of one **Ba'al** or another.

The player characters are accidentally tipped off as to where the demons are holding Janice. The clue could be anything that is appropriate to the activities of the heroes. Maybe the player characters have discovered the nest of demons and are keeping them under observation, so they saw the creatures return to their lair with the avatar, chained with a super rare Artifact that neutralizes the powers of the Nightlords (this Artifact itself would be worth its weight in gold, as it would allow Nightbanes to capture and interrogate avatars, who usually are too dangerous to be taken alive). Or maybe one of their street contacts find out where the creatures are keeping their captive. Or they follow demons involved in other activities to where she is held captive. Characters who are connected or just plain lucky might just get a tip that happens to be true.

To make matters even more convoluted, the player characters might not even know the famed actress and movie mogul is a Nightlord avatar! Only that she has been kidnapped by supernatural beings for reasons unknown.

Lilith wishes desperately to rescue or if necessary, destroy her avatar, because if Janice falls into the hands of another Nightlord, many of her secrets would be revealed. Consequently, she might be the one to secretly arrange for the "tip" and their involvement either to rescue or destroy Hotchkiss. If the player characters manage to capture Janice, they might learn about Lilith's treachery. The entire incident could greatly change the fate of Earth and shake a large portion of Lady Lilith's Empire.

Possible opposition consists of a 10th level, greater demon or lord, six demongoyles, and about a dozen lesser demons. Their lair is protected against magical detection, but not against Nightbane talents.

Gang War: The Warlord gang (see **Nightbane™ RPG**, page 21) is embroiled in a turf war against an **Asian-American** gang called the **Red Dragon Tong**. The Red Dragons are part of the Mystic Tongs that control areas of Los Angeles and San Francisco. They are mostly street punks with guns, but a few of their higher-ups are sorcerers (3-7th level). Furthermore, their activities are being covertly helped by the **Nightlords'** controlled police department, under Lilith's orders. The player characters could be Warlords fighting for their survival, members of the Underground Railroad trying to save Nightbanes from the death and destruction the gang war would inflict on them, Resistance members or independent operatives trying to find a way to turn this situation against the Nightlords, or adventurers who just happened to stumble upon the **Nightlords'** involvement with the gangs and want to disturb their operation. The player group could also be inadvertently drawn into the conflict any number of ways (helping locals, get caught in a crossfire, etc.).

Eventually, it will become obvious that the authorities are all but allowing the Red Dragon Tong to operate unchallenged and unmolested. If the player characters try to discover why or try to expose the corrupt liaison, they may discover one of the unholy alliances that Lilith is trying to forge with other evil groups. They are also likely to earn her wrath.

Lord Magog

Viceroy of the Midwest

Magog is said to be the second (or the third, depending on your perspective) most powerful Ba'al on the North American continent. Regrettably, his power is not backed by competence. Lord Magog has made many mistakes in his role in the Dark Day Invasion, and in doing so, he has allowed a number of enemies of the Ba'al to gain a foothold, even in the **Nightlands**.

Magog was one of the first Nightlords and stood at Moloch's side during the Great War. His power and influence has risen and fallen through the ages, however, because Magog's arrogance and laziness often eclipse his power and intelligence. Time after time, he has overlooked little details that have often brought doom upon otherwise ingenious schemes.

Even though he has been loyal to King Moloch in the past, Magog sometimes feels it should be him ruling the two worlds from Doom's Harbor. Moloch's increasingly strange behavior worries the Magog. He has begun to wonder if prolonged contact with the Dark has warped Moloch's mind and whether it may be time for an experienced Ba'al to take his place. As the makings of a plot begin to churn in Magog's mind, he has taken steps to produce a very special trump card: an avatar who is using a magical artifact to infiltrate the ranks of the Nightbane Resistance!



Dominions

Magog's main claim to fame took place in 1895, when he was the only Ba'al who stood solidly behind Moloch during a major invasion by a demonic horde. Magog's troops and personal powers were vital in saving the day, and he was rewarded for his actions with the city-state of Typhoon (Chicago), which is now Magog's capital.

As a result of the Demon Invasion, Magog detests demons in all their forms, and finds it unconscionable that any Ba'al would stoop to having such monsters as servants. Sometimes he wonders if Lilith's loyalty to King Moloch and the Nightlands is as sincere as she would like people to think.

Lord Magog is the overlord of the Midwest and Central Canada, including most of the heartland states. His avatars control Kansas City, Oklahoma, Detroit, and Milwaukee. Several Night Princes and other minions rule a dozen other cities in his name. Most importantly, Magog controls over a dozen military bases, either indirectly through the subversion of several key commanders, or overtly taken over by force during the days following Dark Day.

Allies & Enemies of Note

Magog's main allies are a number of less powerful Ba'al in charge of other parts of the Midwest and Canada. These Nightlords are reasonably loyal to Magog and would back him in any confrontation. Besides that, Magog is too paranoid and ornery to have many allies.

His worst enemy is Lilith, although he does not know it. The female Ba'al wants to eventually seize the rest of the U.S., and Magog is her main obstacle. She is waiting for him to stumble so she can convince Moloch to depose him and give her his territories. Also, many of Lilith's demonic allies still remember Magog's stand in the War of Demons and they would like to pay him back for his actions against them. The feeling is mutual. Magog finds Lilith equally despicable and an obstacle to his power base. He'd like nothing more than to see her fall. Better yet, he'd love to be able to prove she and her avatars are actively consorting with demons and other enemies of the Nightlords, and personally hunt her down and destroy her.

Magog's Plans

Magog cares very little about Earth except as a place to exploit and control. Unlike Lilith or Moloch, he has only the most rudimentary knowledge of how the world of the 21st Century works, or how to make the system work for him. Many of his schemes on Earth have shown his ignorance (and some would say, arrogance).

- **Large-scale kidnappings:** Shortly after Dark Day, and three more times since, Magog has organized operations to grab the maximum numbers of humans possible in the shortest amount of time. His favorite ploy relies on having his minions surround and secure an apartment building, dimensionally teleport all the occupants of the building into the Nightlands, and then cause the building to collapse. The disappearances are explained away as casualties of the "tragic" accident by the Nightlord controlled authorities and media.

The main problem with this tactic is that when it happens once or twice, people accept it. When it happens four times in less than four years, the official explanations just don't seem to make sense anymore. To gain a few thousand slaves, Magog has endangered the veil of secrecy that is so vital for the Nightlords' triumph. Magog hasn't caught on to this and is planning on doing it again, soon.

- **The Impersonator:** Magog has created an avatar designed to masquerade as a Nightbane. His goal is to send this agent among the enemies of the Nightlords, not to trick and destroy them, but to manipulate them into doing his dirty work for him. By providing the Nightbanes with detailed information about the activities of other Nightlords, Magog may get the Resistance to eliminate a number of rival Nightlords — or even King Moloch himself. Right now, however, he's beginning to think that Lilith might be the first Nightlord to send his Nightbane dupes against

- **Gang Warfare:** Magog's second infiltration plan involved replacing the local leader of the *Golden Posse* with an avatar, and then swelling the ranks of the gang with a number of *Dopplegangers*, *Ashmedai* and *Hollow Men*. As a result, the Golden Posse in Chicago is able to stand up to the Nightbane controlled Warlords gang. The main result of this plot is a brutal and extended bout of gang warfare.

Note: Magog is always quick to seize an opportunity, especially if it seems easy. Thus, he's constantly involved in several schemes of one kind or another, large and small.

Lord Magog

In this case, power not only corrupts, it makes its wielder lazy and complacent. Magog, an ancient creature of tremendous power, no longer puts in the effort to understand his enemies, or even to gauge the possible consequences of his actions. Accustomed to having his every whim catered to, the monster is not even ready to accept or admit the failure of some of his recent schemes. In many ways, this makes him more dangerous to the Nightlords than to humans or Nightbanes, because, in the long term, some of his ill conceived actions may profoundly harm him and his peers.

Lord Magog is not stupid or utterly incompetent, however. The Ba'al can exhibit great cunning, amazing resourcefulness (thinks quickly on his feet), and many an enemy who underestimated him has paid for that mistake with his life. In fact, he is quite capable in the Nightlands and conducting straightforward battles. It's just that dealing with humankind confuses him. He often laments that they've become too complicated for him nowadays, so he prefers to leave such things to his avatars. Unfortunately, his avatars are often just as confused about, or unwilling to deal with humans as he is.

Lord Magog

Alignment: Diabolic

Attributes: IQ 20, ME 17, MA 21, PS 45, PP 27, PE 23, PB 16, Spd 50

Hit Points: 299

S.D.C.: 1600

Horror Factor: 18

P.P.E.: 1950

R.C.C.: Nightlord

Level of Experience: 13th

Natural Abilities:

All standard Nightlord powers and abilities (see *Nightbane® RPG*, page 173).

1. **Supernatural Abilities:** Regenerates 20 S D C/hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy, magic does full damage), see the invisible, sense ley lines and nexus points (range 13 miles/20.8 km), **nightvision** (range 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. **Life Force Vampirism:** Must absorb at least 20 P P E/hit points a day. The process takes one minute (4 melees) and can absorb up to 50 hit points/P P E at a time.

3. **Matter and Energy Control:** All Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. **Sense Dimensional Disturbances:** Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, **teleportation** and dimensional anomalies, and similar supernatural effects at a range of 65 miles (104 km).

5. **Breach the Mirrorwall:** Can cross the mirror wall by expending 10 P P E and concentrating for one minute (4 melees).

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic.

Lord Magog was a powerful sorcerer but prefers to use his powers over matter and energy. He once knew spells from levels 1-8 plus select other spells, but has forgotten all but levels 1-3 and fire ball, life drain, wind rush, calling, locate and spoil.

Combat abilities: Hand to hand: martial arts, boxing & wrestling.

Attacks Per Melee Round: Seven physical attacks.

Damage: 2D6 S.D.C. on a restrained punch, 1D6x10 on a full strength punch, or 2D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +8 to strike, +12 to parry and to dodge, +34 damage, +7 to roll/pull punch, critical strike/knockout stun on an unmodified 18-20, 65% trust/intimidate, +1 to save vs psychic attack/insanity, +16% to save vs coma/death, +10 to save vs magic, +4 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Magog and his avatars take triple damage from the hands of Nightbane and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Lore: **Geomancy, Nightlands**, Nightbane and Demons, all at 98%, speaks all languages at 98%, math: basic and advanced 98%, all military skills, intelligence, interrogation, pilot automobile and horsemanship skills at 96%, and all ancient W.P.'s at 10th level proficiency.

Allies of Note: No one notable character or group, other than his avatars. Some Nightlords respect and/or fear Magog while others dislike him.

Minions of Note: Magog's armies include tens of thousands of Hounds and Hunters, thousands of Hound Masters, Ashmedai and Hollow Men, and such creatures as Shadow Scorpions and Flesh Lampreys, as well as millions of **Dopplegangers**, although most are useless drones.

Weapons and Equipment of Note: Magog has an arsenal of ancient and modern weapons, as well as access to all sorts of equipment and vehicles. However, he tends to rely on his powers, cunning and savagery.

Money: He has property and influences that number into the hundreds of millions.

Martin Horton

Mayor of Chicago

Before his replacement (preceded by his untimely death) by an avatar of Magog, Martin Horton was one of the most popular mayors in Chicago's history. A white conservative who had managed to sway Chicago's minorities to pick him over the black Democratic incumbent, it is likely that Horton would have been a good mayor if he'd had the chance. Unfortunately, what he got was a brutal demise, and what Chicago got was an avatar of Magog in Mayor Horton's image.

Avatar Horton is considered to be the most incompetent, indecisive, and corrupt public officer in Chicago's history (and that is saying a lot). The avatar shares Magog's contempt for humans and is incapable of manipulating them to do what he wants. Furthermore, he does not even give the appearance that he cares about Chicago's people or problems. The city has been devastated by fires that broke out during Dark Day, and yet the city government has only made token attempts at reconstruction and urban renewal. Nothing is being done to stop the increasingly violent gang warfare between the Golden Posse and the Warlords, mainly because Magog doesn't want to interfere with his other avatar. The end result is that, come next election, the voters will run Horton out

on a rail. Magog does not care because he'll simply replace the next mayor with a new avatar. The Horton avatar, however, does care. He will be disposed of if his identity is no longer necessary (avatars cannot change their shape once an identity is assumed).

Mayor Martin Horton — Avatar of Magog

Alignment: Diabolic

Attributes: I.Q.: 20, M.E.: 17, M.A.: 21, P.S.: 32, P.P.: 20, P.E.: 26,

P.B.: 15, Spd.: 30

S.D.C.: 400

Hit Points: 56

Horror Factor: 14

P.P.E.: 220

R.C.C.: Nightlord Avatar

Level of Experience: 6th level

Natural Abilities:

All standard Nightlord powers and abilities (see **Nightbane® RPG**, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./Hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 6 miles), **nightvision** (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit points a day. This process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Moloch and the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, **teleportation** and dimensional anomalies, and similar supernatural effects at a range of 30 miles (48 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for a minute (4 melees).

Disposition: Horton is arrogant, lazy, and self-serving. He is rude and insulting when dealing with humans and the public. Openly corrupt and very direct, he takes what he wants and makes no bones about it. He is very concerned with the possibility that Magog will reabsorb him, effectively destroying him. The avatar has even considered turning against his creator (but is not likely to do so).

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None, relies on his powers and treachery.

Combat abilities: Hand to hand: Martial Arts

Attacks Per Melee Round: Five physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +6 to strike, +7 to parry and to dodge, +17 damage, +7 to roll/pull punch, critical strike/knockout stun on an unmodified 18-20, 65% trust/intimidate, +1 to save vs psychic attack/insanity, +22% to save vs coma/death +12 to save vs magic, +6 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: The avatar takes triple damage from the hands of Nightbane and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Lore: demons & monsters, Nightbane and Nightlands, as well as speaks all languages at 98%, mathematics: basic and advanced 81%, prowl 61%, detect ambush 66%, interrogation techniques 76%, all ancient and modern W.P.s, but prefers modern weapons.



Allies of Note: None per se, other than corrupt politicians and some two bit criminals.

Minions of Note: The Mayor has surrounded himself with scores of hanger-ons, corrupt officials and two-bit hoods. In addition, he commands a pair of Hound Masters, a dozen Hounds, two dozen Hunters, a half dozen Ashmedai and Hollow Men, and a handful of Doppelgangers.

Weapons and Equipment: The Horton avatar has a small arsenal of modern weapons, a fleet of cars, a private jet and a lavish mansion. Like Magog, he tends to rely on his powers, cunning and savagery. Unlike his creator, Mayor Horton also relies too heavily on worthless underlings.

Money: He has ferreted away a half million dollars in cash and 1.8 million in stocks and property, all in addition to the luxuries and benefits of being Mayor of Chicago.

Razor Jackson

Leader of the Golden Posse of Chicago

This avatar took over the identity of the leader of the “GPs” without a hitch. The real Jackson was a borderline psychopath given to fits of violence. This has given Magog’s avatar the luxury of behaving like a crazy man whenever he wants — Razor has a reputation for being capable of absolutely anything. Despite his reputation for brutality and insanity, the Razor Jackson avatar is perhaps the most capable and independent of Magog’s creations. The creature understands gang dynamics perfectly and has learned to earn the respect and fear of the human members. Jackson has also skillfully brought in over two dozen supernatural creatures, which he passes off as tough, new gang members.

Jackson’s main goal is the destruction of the Warlord gang in Chicago. The Nightbane controlled gang has proved to be a tough nut to crack, but Jackson holds a number of aces. First of all, he has staged a fight in which a small band of human GP members will be attacked by a larger band of Warlords. While the Warlords are slaughtering the “disposable” humans, Jackson will alert the Nightlord minions in the police department, who will then surround and shoot the Warlords. This tactic has worked twice, slaying nearly two dozen Warlords, including four Nightbanes. The third time, however, the Warlords had look-outs posted in a wide area and they warned their fellows off before the police could be deployed.

Razor Jackson — Avatar of Magog

Alignment: Diabolic

Attributes: I.Q.: 20, M.E.: 17, M.A.: 21, P.S.: 35, P.P.: 25, P.E.: 18,

P.B.: 13, Spd.: 40

Hit Points: 68

S.D.C.: 300

Horror Factor: 14

P.P.E.: 320

R.C.C.: Nightlord Avatar

Level of Experience: 6th level

Natural Abilities:

All standard Nightlord powers and abilities (see Nightbane® RPG, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 6 miles/9.6 km), nightvision (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit points a day. This process takes one minute (4 melees) and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, teleportation and dimensional anomalies, and similar supernatural effects at a range of 30 miles (48 km).

5. Breach the Morrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for a minute (4 melees).

Disposition: As a gang leader, the avatar can give free rein to his killer instincts and base desires without arousing suspicions. This murderous monster enjoys human suffering, but lately, he has developed a taste for making Nightbane suffer. Although instructed to kill Nightbanes on sight, avatar Jackson has started taking his time in killing these creatures, often subjecting them to hours of mental and/or physical torture before putting them to rest. This practice has already resulted in a number of Nightbanes managing to escape or getting rescued. While such escapes may concern some, Razor Jackson finds such incidents exciting and challenging.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None; Razor relies on his powers, cunning and brute force.

Combat abilities: Hand to hand: Martial Arts and boxing.

Attacks Per Melee Round: Six physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +8 to strike, +10 to parry and to dodge, +20 damage, +9 to roll/pull punch, critical strike/knockout stun on an unmodified 18-20, 65% trust/intimidate, +1 to save vs psychic attack/insanity, +6% to save vs coma/death, +8 to save vs magic, +2 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: The avatar takes triple damage from the hands of Nightbane and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Lore: demons & monsters, Nightbane and Nightlands, as well as speaks all languages at 98%, mathematics: basic and advanced 81%, prowl 61%, detect ambush 66%, interrogation techniques 76%, streetwise 56%, boxing, W.P. automatic pistol, W.P. automatic rifle, W.P. sword and W.P. knife.

Description: A black man of medium height, heavily muscled, with a long scar on the left side of his head. He shaves his head and wears a golden bandanna around it.

Minions of Note: The Golden Posse gang (GPs for short) in Chicago has over a thousand human members. All are willing to kill on his command without question. They are also involved in criminal activities, including extortion and racketeering, and are used as spies, look-outs, enforcers and hit men by Razor and Magog. Among the human gang-bangers are a half dozen Namtar, Ashmedai and a Night Prince. A dozen hounds and six hunters are also at his disposal. The avatar also has some connections with the Chicago police department, Nightlord minions on the force and various street people and criminals (mostly drug dealers, stoolies and petty hoods).

Weapons & Equipment of Note: Razor prefers large-caliber pistols and assault rifles for combat, but uses a straight-razor for torture and close combat (hence his nickname, "Razor").

Money: The Jackson avatar has a quarter million in ready cash and over two million in assets. This does not include millions in funds or equipment from Magog, if it is needed.

Kilroy Dietz

Nightbane Impostor

The result of Magog's most daring gamble, Kilroy Dietz looks like a Nightbane and is able to change shape. His "facade" is that of a young white man in his early twenties. His "morphus" is of a big, mechanical creature covered with black armor. The fake morphus is created by the judicious use of the avatar's powers over matter and energy. The illusion is completed by a magic Artifact that conceals Kilroy's true nature and makes him appear to be Nightbane.

Right now, Kilroy has earned a place as a probationary member of the Resistance. He has already gained enough information about the Resistance cell to doom about half a dozen Nightbanes, but is patiently biding his time to learn more. His ultimate goal is to manipulate the members of this group to do his and Magog's bidding. Kilroy regards the Nightbanes as a loaded gun ready to be pointed and used. As soon as he earns the full trust of the Resistance, he will point his companions at the targets Magog selects, and use them to eliminate them.

Kilroy Dietz — Magog Avatar

Alignment: Diabolic

Attributes: I.Q.: 20, M.E.: 17, M.A.: 21, P.S.: 36, P.P.: 24, P.E.: 18, P.B.: 17, Spd.: 30

Hit Points: 73

S.D.C.: 400

Horror Factor: 14

P.P.E.: 320

R.C.C.: Nightlord Avatar

Level of Experience: 6th level

Natural Abilities:

All standard Nightlord powers and abilities (see Nightbane® RPG, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 6 miles/9.6 km), nightvision (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit points a day. This process takes one minute (4 melees) and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, teleportation and dimensional anomalies, and similar supernatural effects at a range of 30 miles (48 km).

5. Breach the Morrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for a minute (4 melees).

Disposition: Kilroy is utterly ruthless, patient, cold-hearted and a calculating master of deception and espionage. He is also a bit of a social chameleon, able to convincingly take on the roll as a Nightbane and member of the Resistance. When he finally reveals his true nature, it will stun all those who know him as a Nightbane. Kilroy has no love for Nightbane he impersonates and is dedicated to their destruction. The avatar is loyal to Magog and to the Nightlords in general.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None; Kilroy relies on his powers and cunning.

Combat abilities: Hand to hand: Martial Arts and boxing.



Attacks Per Melee Round: Six physical attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative (44 with magic ring), +5 on all perception rolls, +7 to strike, +9 to parry and to dodge, +18 damage, +9 to roll/pull punch, critical **strike/knockout** stun on an unmodified 18-20, 65% **trust/intimidate**, +1 to save vs psychic **attack/insanity**, +6% to save vs **coma/death**, +8 to save vs magic, +2 save vs **poison**, +10 to save vs horror factor.

Vulnerabilities/Penalties: Magog and his avatars take triple damage from the hands of **Nightbane** and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: Lore: demons & monsters, **Nightbane** and **Nightlands**, as well as speaks all languages at 98%, mathematics ba-

sic and advanced 81%, prowl 61%, detect ambush 66%, interrogation techniques 76%, disguise 75%, tracking 65%, streetwise 56%, boxing, sniper, W.P. automatic pistol, W.P. automatic rifle, W.P. sword and W.P. knife.

Description: A blonde man of German or Nordic heritage, of slim build. His fake **morphus** looks like a big bio-mechanical creature of some sort.

Allies of Note: None per se, other than his master and other avatars.

Minions of Note: None per se, although in some ways he may make the Resistance into his minions by manipulating them. He also compares notes and coordinates plans with the Razor Jackson avatar.

Weapons & Equipment of Note: A ring that is a magic Artifact with the power of False Aura: **Nightbane** and **Speed Doubler**.

Money: For the sake of his false identity, Kilroy seldom has more than a thousand dollars at any given time.

City-States of the Nightlands

Described below are three major City-States in the Nightlands. These places are the counterparts of some of the largest cities in the United States: New York, Los Angeles, and Chicago. These cities have played a major role in the Dark Day Invasion and they continue to be a hotbed of intrigue, warfare and danger.

Doom's Harbor

Nightlands' version of New York City

Population: 3,000,000; 78% **doppelgangers**, 12% human (mostly slaves), 7% minions of the Nightlords, 3% other beings.

Doom's Harbor is the **Nightlands'** version of New York City and one of the most hellish communities on both worlds. The city is built on a stony island surrounded by lava; two rivers (corresponding to the Hudson and East Rivers) and one large lake (corresponding to New York Bay). These rivers and the lake are made of constantly flowing lava. This phenomenon is fairly unusual in the Nightlands as lava and volcanic activity can only be seen at a handful of locations on this world. Doom's Harbor is the only city-state built on top of a lava river, and makes the city-state a hot and miserable place to be, especially along its shores. Even within the city proper, the heat is oppressive and the stench of sulfur inescapable. Worse, it is a place dedicated to breaking the human spirit.

The rough outline of Doom's Harbor is very similar to that of New York City, with five large sections corresponding to the boroughs of Queens, Brooklyn, Staten Island, the Bronx and Manhattan. Of these, the **Nightlands'** Manhattan, Brooklyn and the Bronx have the highest population density. Queens is mostly abandoned ruins; the borough was destroyed in an early war between Nightlords and never rebuilt. Staten Island is a work camp in which humans labor in underground forges, helping to manufacture **Darkblades** and other weapons for the **Nightlords'** minions. It is also said that this is the place where the **Hounds** are created, demonic beings invested with some sort of spirit force in a suit

of **Darkmetal armor**. The other three boroughs are almost identical to their Earthly versions, full of buildings and streets, filled with people — except that in the Nightlands, the people are, for the most part, zombie-like **Doppelgangers**.

New York is a city of buildings, from old brownstones to modern skyscrapers. Doom's Harbor is a city of gloomy towers with narrow arrow-slits instead of windows and a mixture of **gothic** skyscrapers and **art-deco** styled abominations. The wide streets are weakly illuminated with magical lamps, while the narrower streets and alleys are cast in deep shadow. Instead of the hundreds of businesses and stores of New York, all visitors will see are foreboding towers, empty gothic buildings rimmed with snarling stone gargoyles, prisons and strongholds. A dark tower similar in shape to the Empire State Building, but almost twice as tall, dominates the city. Many of the buildings are lit with hues of red, orange, yellow and flickering shadows illuminated by the lava, in addition to the strange reddish twilight that seems to hug the horizon of this dark world. From time to time, one can see silhouettes of one or more Hunters and other winged nightmares pass silently across a building's facade. Overhead, the eternal night sky hangs like a shroud.

Origins

At first, North America was of little interest to the Nightlords. The continent was largely uninhabited, except for scattered tribes of what Europeans would call savages. The **Ba'al** were attracted to the more heavily populated cities of Europe and Asia, and, to a lesser degree, the empires in Africa and South and Central America. Even when the first Europeans established their fledgling colonies in the "New World," the Nightlords barely batted an eye. However, within a few short centuries that would change. By the **mid-1700s**, New York (originally known as New Amsterdam) started growing rapidly. Sometime following the American Revolution, a counterpart of New York started rising in the Nightlands. This city-state was ruled by a minor **Ba'al** known as **Lord Fear** — no other Nightlord wanted to lay claim to the abysmal location.

As Manhattan grew, became more prosperous and as the balance of world power started shifting to the United States, King Moloch decided

to take Manhattan for his own Lord Fear refused to give in and Moloch's armies fell upon the city-state, destroying Queens and ravaging Lord Fear's armies The rebellious Nightlord was captured and tossed into the lava lake where his agonies lasted for several weeks Finally, the heat overcame his superhuman toughness and power to regenerate Some say that Lord Fear was too tough to die and still lives trapped beneath the fiery lava lake, but helpless to escape

Moloch placed another Nightlord in Doom's Harbor to rule in his stead Lord Ashtart was another minor Ba'al who had lost most of his power and possessions sometime earlier Thus, he would serve well as Moloch's figurehead, leaving most of the power in the city-state in the hands of Moloch and his true agent, a Night Prince known as Janus Through Prince Janus and Lord Ashtart, Doom's Harbor would quickly become a major base of operations for the minions of the Ba'al, and the citadel from which King Moloch rules his domains in both worlds

As the time of the Dark Day invasion approached, Moloch became more and more involved in the management of the city Since the New York of Earth was the most populated city in North America, and one of the most influential in terms of commerce and communications, he considered it to be a vital target Moloch began to gather and consolidate his minions to Doom's Harbor sometime during the late 1990s When Dark Day came, tens of thousands of these creatures were unleashed on the humans of New York Acting under the cover of darkness, they created widespread panic and killed and replaced thousands of humans, many of whom held important positions, including the Mayor, Police chief and several public officials

Due to its connection with New York, Doom's Harbor has become a major center of Ba'al activity Thousands of minions travel to and from the Nightlands from this city-state The only exception to the rule were other Nightlords who are not allowed in the city unless given special permission by King Moloch It is unclear why this rule has been passed In most other city-states, even those ruled by Moloch, Nightlords are allowed to enter with a few restrictions to ensure the visitor does not have enough troops to seize the city-state by surprise King Moloch, especially at his Doom's City stronghold, is far too powerful to fear such an attack It is now believed that there is something in Doom's Harbor that Moloch does not want the other Nightlords to discover Could it be that the thing known as The Dark, lives somewhere within the lava? Doom's Harbor is crisscrossed with several powerful ley lines

Major Powers

Due to King Moloch's frequent visits and stays in the city, there are few other characters of influence at Doom's Harbor The very size of the city, however, makes it impossible for the King to control everything that goes on inside it, and there are a few individuals, groups and organizations that have a presence in the city

Vampires: Moloch is aware that there are a few vampires hidden deep within the bowels of Doom's Harbor What he does not know is exactly how many of these creatures are hidden within the city-state Over a thousand of the fiends live in Doom's Harbor, all the creation of a single master vampire called Ungash the Wise. Ungash comes from another world Apparently he was transported to the Nightlands via a random Rift in reality over a hundred years ago The creature soon saw an opportunity in this land of eternal darkness At first, he fed on Doppelgangers, but found he could not transform these creatures into vampire minions Eventually, he was able to prey on human slaves, doing so with great care as to not arouse suspicion about his presence too soon He has been able to increase the number of his undead legion, until now he has the largest group of supernatural beings not under the control of the Nightlords Still, he knows that his band of monsters cannot hope to survive discovery at the hands of the rulers of Doom's Harbor, so he and his minions keep a very low profile

Ungash is a 7th level master vampire (see the Nightbane™ RPG, page 179) His minions are all secondary vampires, levels 1-4 The undead master keeps a tight rein on his followers and does not allow them

to kill their victims Instead, the vampires pounce on lone Doppelgangers or human slaves, drink some of their blood, and move on, leaving the victim alive Most of the time, these attacks go unreported — the Doppelganger drones are unaware of what is going on, usually get up, dust themselves off, and continue on their meaningless wanderings Human slaves fear the Nightlords and their minions so much that they dare not turn to them for help Occasionally, however, the vampire can't control himself, goes too far and creates a new one About half of the 1000+ vampires in Doom's Harbor are kept staked (staking a vampire places it in a state of death-like stasis) to keep them out of the way until needed In the underground corridors of the unfinished, city Tunnel System, there are secret passages full of the staked undead, guarded by other vampires

The goal of Ungash is to slowly increase the numbers of his undead army until he can summon his monstrous creator, a vampire intelligence (vampire intelligences will be fully described in future supplements If you can't wait, take a look at Rifts® Vampire Kingdoms) Meanwhile, it favors secrecy above all things

The Underground: This organization operates in the tunnels that mimic New York's Subway system The Underground is a band of rebels, mostly Doppelgangers, leavened by some human ex-slaves and a handful of Nightbanes The Underground's original goal was to escape the Nightlands or, failing that, to stay out of the hands of the Nightlords In the early days, an occasional Hound or other minion was attacked and sometimes killed, but for the most part, the Underground was not very militant and preferred to wait and hide All that changed when the Underground was joined by a Doppelganger sorcerer named Parkus He had not only escaped from captivity, but had stolen a few magical artifacts along the way, items from his former master, the ruler of the Nightlands' version of the city of Dover, England

By using his magic and leadership abilities, Parkus quickly took on the mantle of leader This occurred after the death of the former Underground leader, not long after Parkus joined the group Not content with the organization's past policy of extreme discretion and hiding, Parkus started organizing combat style strikes into the heart of Doom's Harbor with surprising success One of his group's first triumphs was destroying a Night Prince and his two guardsmen Since then, they have ambushed small patrols of Hounds and Hunters, slain the occasional vampire, and rescued run-away slaves and visitors from the other side of the mirrored veil However, as their boldness increases they will incur the wrath of Janus and possibly even King Moloch himself

The New York Resistance: A large Resistance cell is based in New York City, back on Earth A smaller subgroup conducts operations in Doom's Harbor Most of the cell's activities in the Nightlands consist of intelligence gathering, but on a couple of occasions, the Nightbanes have struck directly at the Nightlords A hand-picked team of Nightbanes equipped with high-grade military weapons even attacked an avatar of King Moloch traveling the city in the company of Lord Ashtart The sudden attack succeeded gloriously! The avatar was destroyed (for several weeks, the Resistance claimed it had slain King Moloch himself) and Lord Ashtart was severely wounded The bodyguards of the Ba'al reacted swiftly, however, and only half of the team managed to escape with their lives

Since that attack, the Nightbanes of the Resistance prefer to operate with a bit more planning and discretion They sometimes help escaped slaves, and have been joined by a small number of Doppelgangers, although they are constantly under suspicion and delicate information is frequently withheld from them The Resistance knows about the Underground, but shies away from the group for fear that it is a fake liberation organization designed by the Nightlords to entrap them

Note: Also see Nightlords Ashtart and Janus

Politics

Moloch's city is ruled by the fallen Nightlord Ashtart, but this rule is in name only Moloch's trusted Night Prince servant, Janus, keeps a

close eye on all operations, and Moloch himself spends much time in the city and its affairs. No other **Nightlords** are allowed inside the city. Any **Ba'al** wishing to send messages to Moloch must communicate via magic, avatar or minion.

Ashtart does not have one rebellious thought in his head. It is not that he likes Moloch, he hates him; it's just that the fallen Nightlord is more afraid of his King than anything else, and he will not betray him unless he can feel absolutely safe doing so. Besides, his position provides him with great luxury and a small degree of power.

Janus is absolutely loyal to Moloch and utterly committed to the destruction of **Nightbanes**. He runs the city efficiently and commands swarms of minions who are constantly purging the city of his master's enemies. He and King Moloch rule the city with an iron fist.

Places of Interest

The Lava Rivers and Lakes: These bodies of super-heated molten rock correspond to the rivers that surround New York City on Earth. Anybody thrown into the lava will suffer **1D6x10** points of damage every melee round the victim is in contact with the lava; the burns will be terrible (**G.M. Note:** If used in a **Rifts®** campaign with the mega-damage system, the lava would inflict **1D6x10 M.D.** per melee). Even after managing to leave the lava, the sticky fluid will do an additional **2D6** points of damage per round for **1D6** melee rounds.

The lava rivers and lake are not very deep; they only run to about 20 feet (6 m) at their deepest and 10 feet (3 m) at most points. Where the lava comes from is a mystery. It never cools, but it does not come from a deep underground deposit. Some students of the **Nightlands** think it may come from another dimension, or perhaps is the result of some ancient magic of the Lost Race or The Dark.

The Statue of Slavery: Rising high above the lava lake and rivers is the Statue of Slavery, a cruel mockery of New York's Statue of Liberty, constructed by the magic of King Moloch shortly after the Earth's

statue was erected. This giant figure depicts a woman in chains, wearing the gown and headgear of the Statue of Liberty, except ragged and torn. Sometimes, recaptured runaway slaves and prisoners are taken to the head of the statue and thrown into the lava rivers below. The Statue also happens to be situated over a ley line nexus and Moloch sometimes goes there to perform powerful manipulations of matter or **energy**.

The Human Reserve: This prison is built on the same spot as the Bronx Zoo in Earth's New York City. Instead of animals, a variety of humans of all races are kept in cages and sometimes made to perform. The humans are fed well enough and are treated relatively well, but their main purpose is to serve as a source of energy for Moloch, his avatars and Night Princes. The Reserve is little more than an elite cattle ranch and place of amusement for the Nightlords. Ashtart often visits this degrading prison camp and sometimes selects an unfortunate person to "interrogate" or entertain him (torture and degradation are frequent).

The Nightlord's Tower: This huge tower is shaped to resemble the Empire State Building, but it is much taller (over **2100 feet/640 m** tall). It is not so much a real dwelling but a large, hollow tower with a pair of twisting staircases leading up. Along the way, there are a few landings and rooms. It is only the top six floors that one finds the *Palace of Government*, from which Lord Ashtart (or King Moloch when he is in town) presides over his city-state. The Palace also houses a vault where a number of priceless Artifacts and valuables are kept.

The Tunnel System: Sometime after the turn of the century, Lord Ashtart decided to create a network of tunnels beneath the city. His goal was to create a replica of the New York Subway system, but designed to move troops from one place to another secretly; an ideal method of defense should the city be invaded by an enemy. Hundreds of thousands of slaves (many of them human) were employed in this task. However, the excavations uncovered a much older, pre-existing tunnel system — a series of catacombs that predated the arrival of the **Nightlords!** Their



discovery put a halt to **Ashtart's** tunnel plans until the ancient catacombs could be entirely excavated, mapped and proven to be harmless. It **is** suspected that these tunnels were created by the Lost Race, an unknown civilization that floundered and fell before the Ba'al's exile to the **Nightlands**. For nearly a hundred years, the minions of the **Nightlords** have tried to explore and map out these labyrinth-like underground complexes, the process continues.

The Chessboard: The year after the Dark Day invasion, Moloch had a giant chessboard set in the Harbor's Central Park. The playing pieces are human or Doppelganger slaves dressed in mock armor and costumes to represent the nature of the chess piece. Unwilling participants are often chained or strapped to giant chess pieces. The pieces move magically on the board **with just** a word and gesture from the participants. It has the added feature that when a piece is "killed" in the course of a move, the slave bound to the piece **dies** horribly, sometimes bursting **into** flame, others pierced by spikes that spring from the killing piece, others obliterated by an energy blast from Moloch or the other player.

Moloch's Secret — The Black Portal: The reason Moloch does not allow other Nightlords **into his** stronghold **is** that the secret to **his** power **is** located here. Hidden in a huge underground chamber deep beneath the Palace Tower (the **Nightlands'** equivalent to the Empire State Building) **is** an enormous, 50 foot (15 m) tall, oval mirror. In reality, **it is** a portal to another dimension. All one can see **in it is** a swirling black **mist**. Only Moloch and a small cadre of Great Hounds (see the **New Minions of the Nightlords** section) have ever set foot **in this** place. Lord **Ashtart** has sensed some major dimensional anomaly beneath the Tower, but he **is** too cowardly to investigate or even ask about **it**.

The Black Portal **is** a direct connection to the entity/force known as The Dark. Only a being as powerful, **evil** and insane as **King** Moloch can communicate **with** the creature. A normal human being's **mind** would be totally shattered by the experience, and even **Nightbanes** and **Guardians** might suffer severe mental damage. Should a character ever be so unlucky as to peer **into** the Black Portal, he must roll to save versus insanity. Humans roll at -10, **Nightbanes**, **Guardians**, secondary and **wild** vampires, and wampyrs roll at -6, master vampires and **Night Princes** roll at -3, and **Nightlords** suffer no penalties. If a human being fails the roll, **his mind is** utterly destroyed, the victim becomes catatonic, and all skills and memories are permanently **lost!** He **will** remain **in this** state for 2D6 days. Upon breaking the coma state, the character only remembers **his** O C C skills without bonuses and rolls once on the phobia table, once on the neurosis table and once on the psychosis table, he's a mess. If a **Nightbane** or other supernatural being fails to save, they roll twice on the Random Insanity Table.

New York City After Dark Day

The NYC of the 21st Century **is** still the **capital** of world finance and a large and prosperous **city**. Under the rule of the **Nightlords** however, **life** has become much chancier and miserable. Violent deaths and mysterious disappearances are the order of the day **in this city**.

One of the first things **Moloch's** minions **did** after Dark Day was to seize control of the police department. Over the next couple of years, all precinct captains, several detectives and even a **fair** number of patrolmen were replaced **with Doppelgangers** and other disguised minions. Most of these creatures care nothing about the well-being of humans and rarely investigate even those crimes that do not involve supernatural creatures. The human cops who are still left, tend to be the most corrupt and incompetent officers, and ineffective at keeping peace. Despite these facts, crime has not risen as much as one might expect. There are several reasons for **this**. First, people are not as given to anarchy and **evil** as some would believe. Second, most people are afraid to leave their homes after dark — people **die** and disappear **in** the dark. Many folks, especially **in** the poorest neighborhoods, believe monsters roam the streets and subways at night, even if the authorities deny **it** and refuse to do anything about them. Indeed, **Nightlord** minions prowl the

streets and rooftops preying on vagabonds and the unsuspecting. They **pick** off individuals and small groups caught alone after dark, especially after midnight. Often the victims are first tortured and then slain. These activities are still pretty limited to prevent widespread panic, but they happen often enough to make most people reluctant about leaving their homes late at night. Third, the police (and criminals) use lethal force **with** relative impunity, so suspects and even innocent bystanders can fall victim to gunfire and foul play. Fourth, the police departments routinely arrest large numbers of people **in** low-income areas under the excuse of conducting "drug sweeps" — a practice approved by Congress and the Supreme Court **in** 2003 — and either **kill** them or send them to the **Nightlands**, and replace them **with** Doppelgangers.

Police "drug sweeps" consist of large detachments of police units **with** SWAT support (and unofficially, the support of a number of NSB units made up completely of supernatural beings) that surround a couple of blocks **in** a poor neighborhood. The police announce over loudspeakers that they are conducting a sweep of the buildings and that resistance **will** be answered **with** the full weight of the law. Then, squads of officers conduct a room-by-room search. Anybody found holding illegal weapons, drugs, drug paraphernalia, gang symbols or items believed to be stolen (which gives the cops the right to haul people away if they think their stereo **is** too expensive to belong **in** the neighborhood) **is** arrested. Even worse, if any illegal articles are found **in** an apartment, every occupant **in** the apartment **is** arrested. Whole families, including children, have been carted away **in** these sweeps. In some cases, every person **in** a building has been arrested. If anybody resists, the police react **with** violence — punching and clubbing if the resisting person **is** unarmed, gunfire otherwise. Rarely does a week go by without reports of at least one shooting death or injury during these sweeps. Any obvious **Nightbanes**, sorcerers or psychics flushed out during these raids are typically framed as criminals and frequently killed resisting arrest.

The arrested are then processed through the judicial system (see Moloch's plans, below). Many, if not most, people are returned to the streets, but anywhere from 10-25% **will** be replaced **with** Doppelgangers. Of the rest, some are sent to **jail** on old warrants or prosecuted for possession of illegal items or substances. A few simply vanish without a trace, their only memorial being a hastily typed report claiming the victim was released on **his** own recognizance, **in** reality, slam or dispatched to the **Nightlands** for interrogation or a **life** of slavery. Anywhere from 2-10% "disappear" and end up **in** the realm of the Ba'al.

Places of Interest

These are not the better-known landmarks of the **city**, but areas where events of significance to the **Nightbane** are taking place.

The New York Subway: The subway system **is** full of tunnels and secret places. In addition to active transit tunnels, there are those temporarily or permanently closed, half-finished tracks that were canceled due to lack of funding, maintenance passageways, and the old, crumbling tunnels beneath the active ones. The **Nightbane** Resistance has taken over a number of these tunnels and use them for their own purposes. For many members, the tunnels are as much their home as they are a hide-out and base of operations against the **Nightlords**. From their underground lairs, the **Nightbanes** of the Resistance try to destroy any minion of the **Nightlords** they can catch. A hairy, feline **Nightbane** who calls himself Robert Vincent **is** the local leader of the Resistance, and **is** an expert **in** traveling through the maze of tunnels, but even he doesn't know all the places and dangers underground.

The tunnels are also used by fugitives (human and inhuman), **Nightbanes** and criminals, as well as by the homeless and nests of vampires. Except for organized raids by the NSB **and/or** **Nightlord** minions sent on search and destroy missions to destroy the Resistance and other enemies of the **Nightlords**, the forces of darkness tend to steer clear of the catacombs beneath the **city**. Still, one must always be prepared for vampires, **Nightlord** minions and all manner of monsters, mutants, misfits and dangers when traversing the underground tunnels.



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The Statue of Liberty: After 2002, the Statue of Liberty was closed to the public due to safety concerns following the still largely-unexplained deaths of several tourists. The official report cites that three people died of heart attacks and another broke his neck during a bad fall, all in the same tour group. The official report is telling the truth, but does not reveal everything. The three heart attacks and the fall were caused by panic. The Statue of Liberty happens to be located on top of a major nexus point, and the tourists accidentally saw a portal to the **Nightlands** open up before their very eyes. This happened during a dimensional disturbance that was strong enough to temporarily align the Earth and Nightlands versions of New York. The **Nightlords** plan to keep the exhibit closed for good. Meanwhile, a number of Cults of Night perform secret and disgusting rituals on the island and atop the statue late at night. Monsters (Hunters) are also occasionally reported and seen perched on the crown of Lady Liberty before flying off into the night.

Greenwich Village: This fashionable neighborhood is under the protection of a powerful order of magicians (sorcerers and mystics, levels 7-10). Although the sorcerers do not fight the Nightlords directly, any minion that wanders into the neighborhood is quickly discovered and destroyed. For the time being, King Moloch has left the magicians alone; perhaps he has reasoned that they are not interfering with his plans, and he has bigger fish to fry. Janus the Night Prince suspects there may be more to the Nightlord's forbearance than meets the eye, however. He wonders if the magicians hold something over Moloch's head, some magical threat that makes the Ba'al reluctant to risk a direct attack.



Characters of Note

Ashtart the Torturer, Nightlord

Ashtart was once a powerful and influential Nightlord. Now he is but a shadow of his former self, fallen from grace and forced into the humiliating position of figurehead. His only release nowadays consists of finding rebels, suspected rebels, or fabricated rebels, and punishing them to the full extent of the twisted Ba'al's laws.

A former Persian Magi, Ashtart was seduced into one of the Cults of Night, where his magical prowess attracted the attention of the Ba'al. The magician became a Nightlord sometime in the 3rd century B.C.E., making him one of the "youngest" Nightlords in existence. Ashtart rose through the ranks due to his skill at treachery and intrigue. He managed to seize the city-state of *Dark Baghdad* (the Nightlands version of the Arab city of Baghdad) by tricking its former overlord into marching out of the city at the head of his army against a neighboring rival. When the city was deserted by its lord and minions, Ashtart quickly seized it. Furious at being tricked, the other Nightlord tried to recapture the city, but was defeated.

This and other feats, gave Ashtart a fine reputation among the other Ba'al. Even King Moloch commented on his successes, and it seemed that Ashtart would rise high above his peers. Then, misfortune struck. A strange creature visited Ashtart's court. This being, a grotesque creature from the race known as Goqua (the Goqua race is described in **Beyond the Supernatural™ and Rifts® Conversion Book One**), called himself **Loki** (the Loki-Goqua creature is fully described in **Rifts® Conversion Book 2: Pantheons of the Megaverse®**). The monster convinced Ashtart to support it in a complex plot to assassinate several **Nightlords** and avatars. In return for **Ashtart's** support, the Goqua would liberate him from his imprisonment in the **Nightlands**. Seduced by the **Goqua's** words, Ashtart backed up Loki and helped the monster ambush and slay a number of Ba'al. His actions soon earned him the mortal enmity of other **Nightlords**, but Ashtart did not care; after all, soon he would be free of the **Nightlands**, away from any revenge his former superior could dispense.

What Ashtart did not know is that the Goqua are inherently untrustworthy creatures who delight in tricking and betraying beings of power. With the armies of several **Nightlords** surrounding his city and most of his minions and slaves dead or captured, Ashtart lent the Goqua much of his psychic energies to help the creature power the dimensional portal that would allow both of them to escape. At the last moment, the Goqua started to vanish, but Ashtart remained solid and in place. "I am afraid I misled you," were Loki's departing words.

Ashtart was captured. To make matters worse, it was discovered that the Goqua had stolen hundreds of magical artifacts from the vaults of the **Nightlords** who fell before Ashtart and its treachery. Furthermore, Ashtart's own treasury had been looted. The **Nightlord** was ridiculed, stripped of all his possessions, and tortured for over a hundred years. At the end of his torment, King Moloch came to the suffering **Nightlord** and gave him two choices: he could serve Moloch and regain a little of his lost power and influence, or he could face oblivion right then and there. Ashtart accepted a life of servitude.

The Ba'al hates his fate, but all he can do is to work off his anger and frustration on innocent victims. He spends most of his time conducting elaborate "interrogations" on captured humans and **Nightbanes**, or, lacking that, on **Dopplegangers** and other minions suspected of any type of transgression. These "interrogations" are nothing more than sadistic games and torture conducted to satisfy Ashtart's craven desires.

Lord Ashtart the Torturer, also known as The Betrayer.

Alignment: Diabolic

Attributes: I.Q.: 19, M.E.: 21, M.A.: 23, P.S.: 35, P.P.: 21, P.E.: 26,

P.B.: 19, Spd.: 30

Hit Points: 156

S.D.C.: 1400

Horror Factor: 18

P.P.E.: 1600

Level of Experience: 7th

Natural Abilities:

All standard **Nightlord** powers and abilities (see the **Nightbane® RPG**, page 173).

1. Supernatural Abilities: Regenerates 20 **S.D.C./hit** points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 14 miles), **nightvision** (range: 2000 feet/610 m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 **P.P.E./hit** points a day. This process takes one minute/4 melees and can absorb up to 50 **hit points/P.P.E.** at a time.

3. Matter and Energy Control: **Nightlords** possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: He can sense the presence/appearance, opening and closing of dimensional portals, doorways, **teleportation** and dimensional anomalies at a range of up to 70 miles (112.6 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 **P.P.E.** and concentrating for one minute (4 melees).

Disposition: Bitterness and cruelty rule this **Nightlord's** soul. Dispossessed and dependent on Moloch's dubious good will for his survival, Ashtart must be the dutiful servant, although he hates his master and all other Ba'al. He is a coward and does not want to die. Before the Loki Goqua tricked him, Ashtart had believed deep within his heart that he was invincible, and that nothing could truly hurt him. The realization that even **Nightlords** can fall and suffer tremendous defeat came as a rude shock to him. He is bitter, petty and vindictive.

Psionic Powers: None

Magical Knowledge: Ashtart remembers much about the ways of magic (knows all spells from levels 1-6) but dares not call upon them.

Combat abilities: Hand to hand: expert.

Attacks Per Melee Round: Five physical attacks.

Damage: 2D6 **S.D.C.** on a restrained punch, 5D6 on a full strength punch, or 1D6x10 **S.D.C.** on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +5 to strike, +6 to parry and to dodge, +20 to damage, +4 to roll/pull punch, 75% **trust/intimidate**, +1 to save vs psychic **attack/insanity**, +22% to save vs **coma/death**, +10 to save vs magic, +4 save vs poison, +8 to save vs horror factor (because of his broken spirit).

Vulnerabilities/Penalties: Suffers triple damage from the hands of **Nightbane** and **Guardians**, and double damage from all attacks made by supernatural creatures (including vampires and **wampyrs**).

O.C.C. Skills of Note: Lore: **Geomancy**, **Nightlands**, **Nightbane** and **Demons**, all at 98%, speaks all languages at 98%, math: basic and advanced 98%, all rogue skills, intelligence, interrogation, forgery, computer operation, pilot automobile and horsemanship skills at 90%, and **W.P.** sword and dagger at 7th level proficiency.

Allies: None! He is despised and hated.

Minions of Note: Ashtart is only allowed two **Hound Masters** and six **Hounds** as his personal bodyguards and 12 **Dopplegangers** as his servants. However, they are meant to watch him for **Janus** and **Moloch** as much as they are meant to be his servants.

Weapons and Equipment: Nothing to speak of.

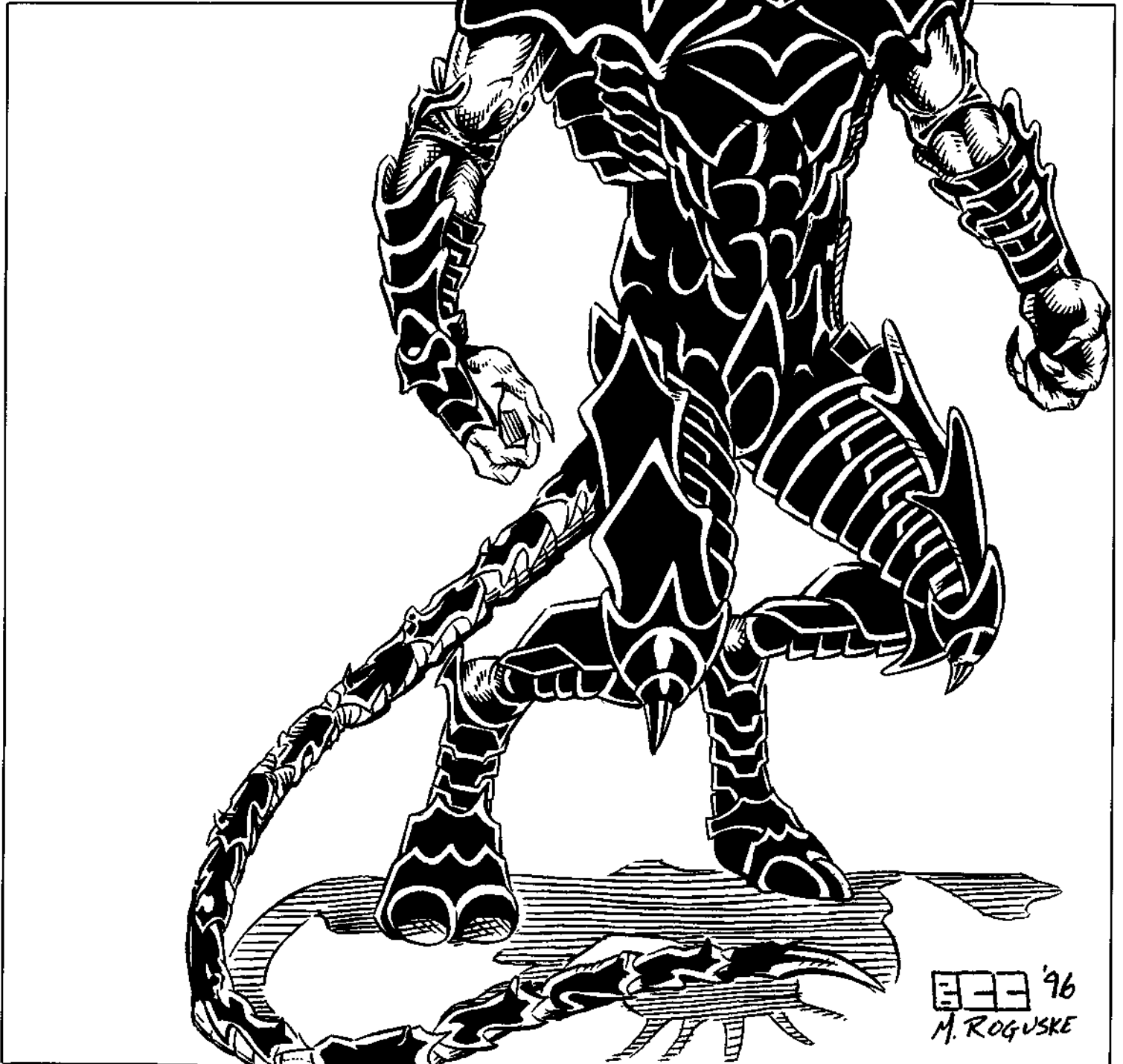
Money: A modest allowance and the comforts of palace life.

Janus — Night Prince

Janus has been one of King Moloch's most trusted servants for many centuries. This devious creature has spent much time on Earth, spawning several *Cults of Eternal Night*, tricking and deceiving sorcerers and occultists, and paving the way for the **Nightlords'** invasion. Due to his long exposure to Earth's customs and peoples, he is one of the most savvy supernatural beings on the planet; only **Moloch** and **Lady Lilith's Hotchkiss** avatar are more adept at blending in.

The **Night Prince** acts as the city lord and administrator when **Moloch** is not around and manages most of the day to day affairs in running the city. Publicly, he must defer to Lord Ashtart (not even **Moloch** would insult the Ba'al by placing any creature above a **Nightlord**), but in practice, the fallen **Nightlord** never contradicts and always follows **Janus' suggestions**. Ashtart hates the situation, of course, but he does not dare defy **Moloch**. **Janus** rubs this fact in the **Nightlord's** face whenever he can.

Janus also spends a great deal of time managing affairs in New York City on Earth, especially when Moloch is in Doom's Harbor. The Night Prince has organized a number of teams with the sole purpose of discovering and destroying any supernatural interlopers both in Doom's Harbor and the Earth city. So far, his seek and destroy teams have managed to destroy several young **Nightbanes**, mostly those unlucky enough not to have made contact with a Faction after their "Becoming." Other victims of these search teams include a small circle of magicians who operate out of the Metropolitan Museum of Art (one of the sorcerers is a curator at the museum), a clan of secondary vampires (the master vampire who created them eludes the hunters), and a small band of **demongoyles** who have apparently been hiding among the buildings of New York for decades.



Prince Janus — Right-Hand Man to King Moloch

Alignment: Diabolic

Attributes: I Q 23, ME 17, MA 13, PS 20, PP 13, PE 24, PB 12, Spd 21

Hit Points: 109

S.D.C.: 160

Horror Factor: 9, but can create illusions with an HF of up to 18 (see **Nightbane™ RPG**, page 176)

P.P.E.: 335

Level of Experience: 9th

Natural Abilities: All standard Night Prince powers and abilities (see **Nightbane® RPG**, page 176)

1. Supernatural Abilities: Regenerates 1D4 x 10 S D C /hit points every minute/four melees, see the invisible, recognize all illusions (including those created by other Night Princes), impervious to mind control of any kind, nightvision (range 500 feet/152 m), and does not need to eat, drink or breathe air

2. Life Force Vampirism: Must absorb at least 5 P P E /hit points a day This process takes one minute/4 melees and can absorb up to 50 hit points/P P E at a time

3. Illusionary Powers: Can create very convincing illusions that appear extremely real and terrifying

Disposition: Janus is a conniving, resourceful and cruel monster who knows when to play his cards and when to fold He has a keen eye for administration and details This combined with his analytical mind and cunning makes him a foe to be reckoned with The Night Prince has been a loyal follower of Moloch for centuries He is convinced that King Moloch is truly invincible and that one day he will reward him with the powers of the Ba'al Janus' origins remain a mystery and apparently even he has forgotten most of his previous life, although he has some dim memories of an ancient betrayal that convinced him never to completely trust another living being again

Psionic Powers: None

Magical Knowledge: None, other than lore, although he sometimes pretends to use magic through his illusions

Combat abilities: Equal to hand to hand Assassin (plus one additional attack per melee)

Attacks Per Melee Round: Six physical attacks (including bonus)

Damage: 2D6 S D C on a restrained punch, 5D6 on a full strength punch, or 1D6x10 S D C on a power punch (counts as two melee attacks)

Bonuses: +2 on initiative, +5 on all perception rolls, +5 to strike, +4 to parry, +5 to dodge, +9 to damage, +5 to roll/pull punch, +3 to save vs psionics, +4 to save vs magic, +4 save vs poison, +6 to save vs horror factor

Vulnerabilities/Penalties: Takes double damage from the attacks and talents of the Nightbanes and the energy powers of the Guardians

O.C.C. Skills of Note: Lore demons & monsters, lore geomancy, lore Nightlands and lore vampires are all at 98%, so are the skills computer operation, radio basic research, intelligence, literacy (4 languages), and he speaks eight languages, including English, Spanish, French and German, all at 98% Pilot motorcycle is 74%, pilot automobile at 85%, streetwise 62%, W P sword, W P chain, W P automatic pistol and W P automatic rifle

Allies of Note: Janus often works side by side with an ancient Ashmedai called *Hool* (10th level), who is another trustworthy servant of Moloch

Minions of Note: Janus can command several hundred Hound Masters, Hounds, Hunters, Hollow Men, and Dopplegangers without needing to ask permission from Moloch Under Moloch's supervision, the Night Prince has commanded entire armies and/or supernatural special operatives

As a sign of King Moloch's trust and favor, he has provided Prince Janus with a Living Chariot that usually takes the form of a huge, black motorcycle

Weapons and Equipment of Note: In the Nightlands, he's clad in black metal armor (A R 16, 300 S D C) and wields a Darkblade sword (4D6 plus hand to hand damage)

Money: Janus has access to tens of millions of dollars in cash and over five billion in property and assets — remember, he manages two powerful cities and most of King Moloch's business and assets However, he lives to serve the invincible King Moloch and has little need or desire for personal wealth and property, a characteristic for which Lord Ashtart despises him

Parkus

Leader of the Underground

William Parkus was a member of a small order of sorcerers operating in England during the 1950s One fateful day, the magicians opened a dimensional doorway into the Nightlands — and were promptly slaughtered by a band of Hounds When that happened, Parkus' Doppleganger was Awakened As the double of a magician, the Parkus Doppleganger gained the ability to use and learn magic along with his newly realized self-awareness Instantly recognizing that the best he could expect from the Nightlords would be a life of slavery (at worse, a slow death, in the 1950s the Ba'al had little use for any Dopplegangers), Parkus went underground in the Nightlands' version of Dover

For several years, the sorcerer Doppleganger managed to hide from the minions of the Nightlords As he escaped close calls time and time again, his hatred for the cruel and arrogant creatures deepened, until he was driven to vent his ire and strike back In a daring move, Parkus led several dozen renegade Dopplegangers in an attack against the throne room of the local Nightlord He had planned the attack well, waiting until the Nightlord and most of his minions were away on a raiding expedition against another city-state before making his move Even so, the remaining minions were able to decimate the rebels' ranks However, Parkus and the surviving Dopplegangers raided the vaults of the Nightlord before retreating Furious at the blatant act of defiance, the Nightlord and his minions gave chase Only Parkus' magic and good fortune saved him as all of his companions fell one after the other Even the sorcerer might have succumbed had it not been for the fact that his route took him into the domains of other Nightlords, who did not take kindly to interlopers from Dover As the local Hounds and Hunters attacked the force from Dover, Parkus was able to elude his pursuers

The Doppleganger traveled far west to America, a trek that took years to complete, as he sometimes had to hide for weeks at a time from Nightlord minions, monsters, human bandits and other threats Eventually, he reached Doom's Harbor and made contact with the underground movement of that city Parkus decided to organize the scared Dopplegangers and human ex-slaves into a force he could use to repay all the abuse and fear he had suffered at the hands of the Nightlords Realizing how dangerous it was to strike directly at the Ba'al, he has contented himself with small-scale acts of violence and sabotage for years However, the events following Dark Day have increased the sense of urgency in Parkus' activities The Doppleganger sorcerer believes that if the Nightlords win their war on Earth, they will be totally invincible, and will be able to crush any paltry rebels with contemptuous ease Consequently, Parkus has decided that he must obstruct the Nightlords' moves in any way he can, although there isn't much he can do at the moment The sorcerer has tried to forge an alliance with the Nightbane Resistance, with limited success Meanwhile, he waits for the right opportunity and continues to wage his war one small battle after another

William Parkus — Doppleganger Sorcerer

Alignment: Anarchist

Attributes: I Q 15, ME 13, MA 17, PS 13, PP 14, PE 12, PB 13, Spd 18



Hit Points: 41
S.D.C.: 33
Horror Factor: 8
P.P.E.: 84
R.C.C.: Doppelganger Sorcerer
Level of Experience: 8th level.

Natural Abilities: Does not need to eat or drink to survive, heals one hit point/S.D.C. per hour, and is immune to the vampire's slow kill bite.

Disposition: Parkus has been in a war since his Awakening over fifty years ago. This has made him hard and driven to destroy his tormentors, the Nightlords. He will gladly join forces with any person or group with whom he sees an opportunity to extract even some small revenge. This means he can become a valuable NPC ally for the right player group. However, Parkus is somewhat paranoid even when dealing with comrades; he is always careful and ready for betrayal. When dealing with strangers, he is even more cautious and suspicious, but he never shows it. Parkus is a charismatic individual and uses his charms to his best advantage. He is very observant, has a head for small details and an excellent memory.

Psionic Powers: Clairvoyance, exorcism, sense evil, sixth sense, presence sense, see aura, deaden pain, healing touch, induce healing, mind block, empathy and see the invisible.

I.S.P.: 40

Magical Knowledge: Spell Strength: 14. Spell knowledge includes cloud of smoke, sense Nightbane, befuddle, mystic alarm, ritual: call creature of light, energy bolt, energy field, magic armor, negate poisons/toxins, nightvision, shadow meld, astral projection, telekinesis, heal wounds, charm weapon, time slip, mask of deceit, invisibility: superior, second sight, locate, Nightlands: portal.

Combat abilities: Hand to hand: expert

Attacks Per Melee Round: Five physical attacks, or two by magic.

Damage: 1D4 S.D.C. on a restrained punch, 1D6 on a full strength punch and 2D6 S.D.C. on a power punch (counts as two attacks).

Bonuses: +2 to strike, +3 to parry, +3 to dodge, +2 to roll/pull punch, 45% trust/intimidate, critical strike on an unmodified 18-20, +1 vs psychic attack, +2 to save vs magic, +5 to save vs horror factor.

Vulnerabilities/Penalties: Magic items and magic weapons do double damage (spell magic does normal damage).

O.C.C. Skills of Note: Read/speak native language 98%, speaks Latin 98%, lore: Nightlands 80%, lore: Nightbane 85%, prowl 65%, W.P. automatic pistol, W.P. knife, and W.P. pole arm.

Allies of Note: Parkus works closely with other members of the Underground (mostly Doppelgangers, levels 1-4, and two Nightbanes, levels 5 and 2). Additionally, Parkus has some contact with the mysterious Lady Velara, with whom he sometimes shares information, and with a small Resistance cell in New York City.

Minions: None

Weapons and Equipment of Note: Parkus stole many Artifacts from one of the vaults of the Nightlords. A lesser Artifact bracelet with the power of *anti-magic* (30 P.P.E.) and *aura of protection* (A.R. 14, 50 S.D.C.), a greater ring that can cast six spells per day (globe of daylight, detect concealment, extinguish fire, energy disruption, escape, midnight wind) and a *Dark Destroyer* bastard sword (greatest Artifact that does 4D6 damage against mortal foes, 1D6x10 damage against Nightlords, their minions and all supernatural forces of darkness and 2D4x100 against "The Dark" and alien intelligences; plus the power of *null aura*). He uses magic for protection and armor.

Money: Parkus spends what little he gets on his war efforts, and money doesn't quite have the same value in the Nightlands. Rarely has more than 3D6x100 in ready cash/gold/valuables.



Countess Velara — Wampyr

Many immigrants from Eastern Europe found their way to the shores of America during the late 19th century. Millions of hopeful refugees passed through Ellis Island, the processing center off New York's coast. Among them was a pale woman from Eastern Europe, Countess Velara Jerzyk, a *wampyr*— a member of the strange undead sub-race who lack some of the most glaring vulnerabilities and powers of true vampires, but who still must subsist on the blood of others. Velara was a former noblewoman in Eastern Europe. She was attacked and killed by a Romanian vampire. To the vampire's surprise, the reborn Velara was not a true vampire, but a being who was able to resist the mind control of her creator and escape the undead-infested area.

Fleeing to America, Velara settled in New York City. Its teeming masses allowed her to avoid scrutiny, and the growing buildings of the burgeoning metropolis had many hiding places. For years, the wampyr thrived in the city. She avoided killing her victims when the need for blood required her to feed. She would use her psionic skills to calm down her prey and even deadened their pain while feeding. In most cases, people never realized what was happening to them. In time, Velara was able to increase her wealth. The little money she had been able to bring to America slowly grew in size. She had few needs, after all, and a hundred years of accrued interest eventually doubled and tripled her assets. In 1910, Velara met another wampyr, a gypsy man named **Raoul**. The two became friends, then lovers, sharing their lives and helping each other survive.

At the turn of the century, **Velara's** quiet lifestyle was brutally interrupted by the Dark Day invasion. She hadn't been as careful in covering her tracks as she thought and a band of Hounds and Hunters tried to de-

stroy her in her sanctuary. Her lover Raoul perished in the ensuing battle. Velara was a tough and resourceful fighter, however, and her hiding place, a vacant building she owned, had a formidable array of traps and alarms. After a desperate fight, she was able to destroy her attackers. As the last Hound tried to flee to the **Nightlands** through a mirror, Velara grappled with it. To her surprise, she was pulled into the Nightlands along with the Hound. She finished the creature off, and found herself in a strange and dangerous world.

Since then, Velara has been in hiding. She lives in the tunnel system beneath Doom's Harbor where she has met both **Parkus'** Underground movement and the **Nightbane** Resistance. She found both groups to be too militant for her tastes. In any case, Velara has always been suspicious and prefers to be a loner. Thus, the wampyr watches and waits, occasionally intervening to help the others escape the clutches of the Nightlords. On two occasions her timely intervention has saved a number of Underground members.

In the same tunnels, Velara has also run into a number of vampires. She believes that the creatures are more numerous than people suspect, but she has yet to tell anybody. Although she hates true vampires with a passion, the wampyr thinks that maybe she can use the vampire army as a weapon against the Nightlords. Velara has considered a number of schemes where the vampires will be turned against the Nightlords, weakening both groups of fiends. However, her greatest desire is to return home to New York City on Earth. If she should manage to get home, she will be alarmed to find that the Nightlords have invaded Earth.

Countess Velara — Wampyr

Alignment: Unscrupulous

Attributes: I.Q. 14, M.E. 17, M.A. 13, P.S. 24, P.P. 18, P.E. 14, P.B. 17, Spd. 15

S.D.C.: 113

Hit Points: 49

Horror Factor: 11

P.P.E.: 4

R.C.C.: Wampyr

Level of Experience: 7th

Natural Abilities: Regenerates 2D6 S.D.C./hit points every melee round, takes half damage from metal weapons and is immune to vampire mind control powers.

Disposition: Loneliness and the thirst for revenge have taken their toll on Velara's life. She hates what the Nightlords have done to her. Half the time she is consumed with hatred for their murder of her lover and the other half of the time she's living like a crazed animal, always hiding except to lunge from the shadows to extract her murderous revenge on the beings who have stolen her happiness. The wampyr has grown to hate the Nightlords and has no qualms about killing them or their minions and causing them grief. When she learns that these monsters have invaded the Earth and plan to destroy its people, Velara will dedicate her every waking hour to their obliteration.

Psionic Powers: Death trance, alter aura (self), empathy, mind block, hypnotic suggestion, presence sense, sense evil, deaden pain, induce sleep, induce pain, levitation, hydrokinesis, bio-manipulation, sense magic, and see aura. I.S.P.: 95

Magical Knowledge: None

Combat abilities: Hand to hand: expert

Attacks Per Melee Round: Five physical or psionic per melee.

Damage: 2D4 S.D.C. on a restrained punch, 3D6 on a full strength punch, or 6D6 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +1 on initiative, +3 on all perception rolls, +3 to strike, +3 to parry and to dodge, +9 damage, +2 to **roll/pull** punch, +1 to save vs psychic attack, +6 to save vs mind control and possession, critical strike on an unmodified 18-20, +5 to save vs horror factor.

Vulnerabilities/Penalties: Must drink one pint of blood every three days or suffer from feeding frenzy, and is vulnerable to sunlight (Takes 2D6 S.D.C. every minute. See **Nightbane™ RPG**, page 183, for details).

O.C.C. Skills of Note: Detect ambush 65%, tracking 60%, first aid 80%, prowl 60%, streetwise 48%, lore: vampires 65%, W.P. archery & targeting and W.P. sword.

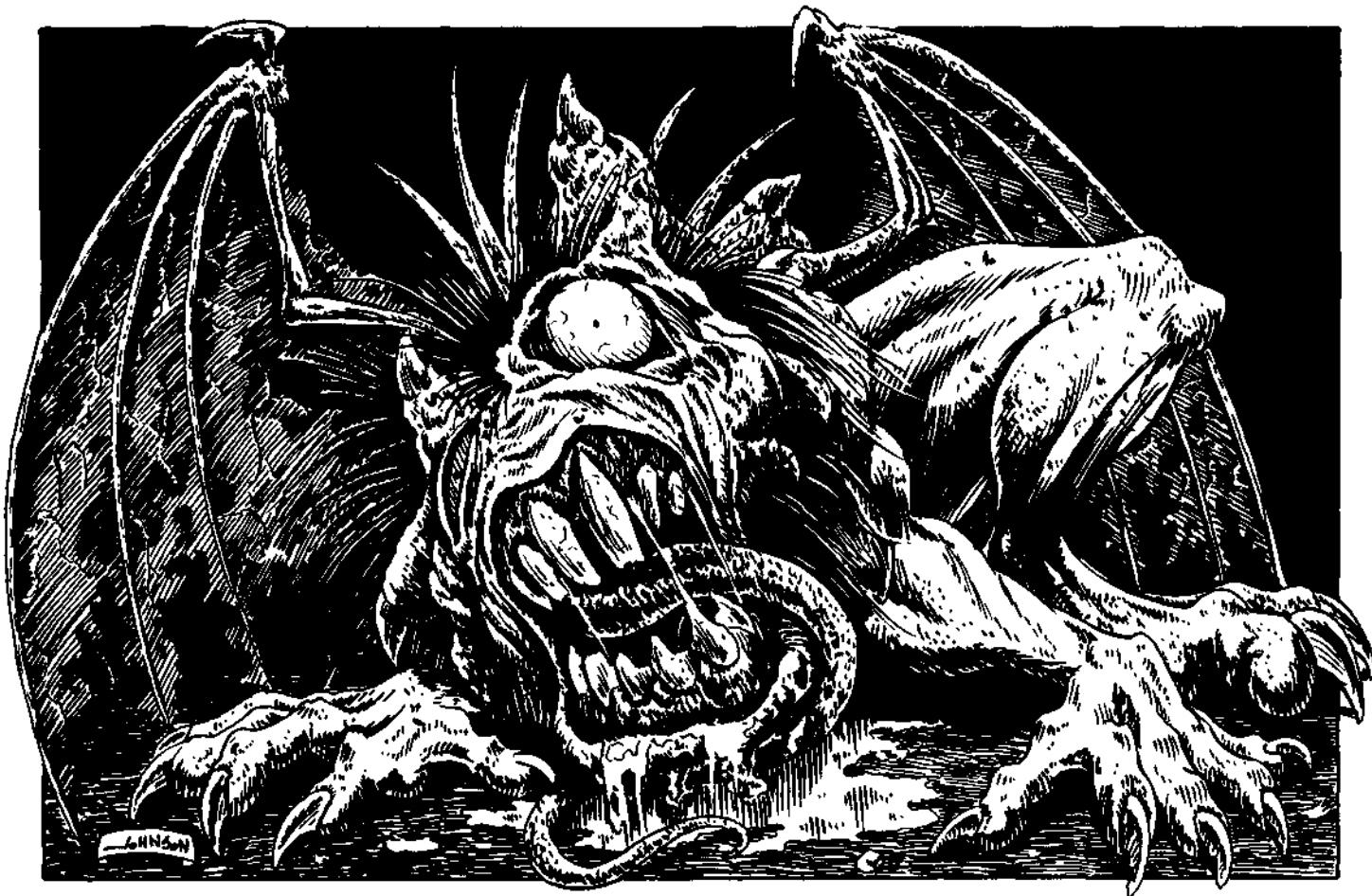
Description: A tall woman with long, dark brown hair, brown eyes, pale skin, and full, red lips.

Allies of Note: Velara has helped, and occasionally been helped by, the Resistance and the Underground movement, but suspicion and distrust have prevented a more permanent alliance. That may change.

Minions: None

Weapons and Equipment of Note: Velara only has the basic equipment and supplies, plus a **Darkblade** sword, battle axe and a whip taken from minions she has slain.

Money: None; Velara lives by her wits and use of her wampyr powers.



The Unknown, Ancient Reshaper

Not too long ago, a strange shape-shifting creature attacked and injured King Moloch (see the *Allies and Enemies* of King Moloch for more information). What nobody knows, including Moloch, is that there were two of the creatures. One attacked recklessly and was destroyed. The other is waiting and biding its time.

The creature, who calls itself *The Unknown*, could provide explanations for many strange and unexplained incidents such the following. There was the Night Prince who reported to duty early and gave several Hounds treasonous orders which ultimately led to his execution (he claimed to be innocent). Or the Search Team that disappeared while investigating strange goings on at one of the spire-topped towers sur-

rounding the Palace of Moloch. Or the horrible murder of Lord **Ashtart**'s only avatar, which **Ashtart** incorrectly believes was destroyed by King Moloch. The claim by a surviving Night Prince that it was King Moloch who summoned several of them and then slew them — but the King was on Earth at the time, had no ire for these Princes and went ballistic when he heard of the massacre. These and other mysteries are all the doing of **The Unknown**, an ancient Reshaper.

The Reshaper is also hard at work on Earth, especially in New York City where he has been behind a number of "unsuspected visits" by Moloch's avatars, Prince Janus and Lord **Ashtart**. Appearances that were later discovered to be the work of a skilled imposter, for the two always had solid alibis that placed them elsewhere. The enigmatic creature has been studying the enemy to the point that it would be fair to say it knows more about King Moloch and his avatars than they know about themselves. The Unknown has even stood at the Black Portal, confronted the Dark, and walked away unscathed!

G.M. Note: The Unknown can be used as a plot device in a campaign or adventures in Doom's Harbor and New York City, and occasionally elsewhere. This ancient and powerful creature is aware of most of the forces opposing the **Ba'al** in the two cities, and it may provide help, information, or advice, so long as such actions suit its needs. The Unknown should not be portrayed as a totally benevolent, god-like mentor, however. Remember that this is the same being that watched dispassionately while another of its kind was destroyed by King Moloch and it may have done nothing to stop the Dark Day invasion. The sacrificing of lives to satisfy its needs and plans is something The Unknown will do so without a qualm. Lastly, remember that nobody knows what this creature is or its personal agenda.

The Unknown, an Ancient Reshaper

Alignment: Aberrant. The typical Reshaper can be any alignment but most seem to be unprincipled, anarchist, or aberrant.

Attributes (the numbers in parentheses are for creating other

Reshaper NPCs): I.Q.: 22 (2D6+10), M.E.: 24 (2D6+14), M.A.: 24 (2D6+16), P.S.: 30 (3D6+20), P.P.: 26 (3D6+12), P.E.: 24 (2D6+16), P.B.: virtually meaningless (any up to 22), Spd.: 30 on the ground, 120 maximum flying when in a shape with wings.

Hit Points: 205 (P.E. x3 plus 2D6 per level of experience).

S.D.C.: 315 (soul shield talent adds 600 S.D.C. at the cost of 60 P.P.E.)

Horror Factor: 10 to 14, depending on the shape.

P.P.E.: 234 (P.E. x4 plus 12 points per level of experience).

R.C.C.: Reshaper; not recommended as a player character, but make great NPCs and villains. These ancient beings are super rare throughout the Megaverse.

Level of Experience: 15th; the typical Reshaper averages between levels 4-9. Use the Nightlord experience table.

Natural Abilities:

1. Shapeshifting: The Reshapers' most impressive power is their ability to assume almost any shape, living or nonliving, with uncanny accuracy. Plus, reshapers can change forms with blinding speed; the creatures can shapeshift twice per melee round!

Reshapers have only a few limitations regarding shape changing. They can take the shape of inanimate objects or plants but cannot move or use their talent unless they assume the shape of a living animal or humanoid. However, even in the form of an inanimate object, the Reshaper retains its senses and mental faculties, and is completely aware of its surroundings.

They can also assume the *shape* and *appearance* of an object or machine with moving parts, but the machine will not function. So, for example, a Reshaper can assume the *shape* of a gun, but it will be a solid piece of metal and wood with no moving parts.

Animals and even supernatural creatures can be imitated, but the shape determines the Reshaper's physical abilities. The creature can only use the physical abilities and features of the shape it assumes, like claws, fangs, natural armor, wings for flight, etc. Furthermore, when copying an intelligent being, while it may look like the creature and may have fangs to bite, horns to ram, a spiked tail to strike with, and even an extra pair of arms or wings to fly, the Reshaper does not gain any of the being's psionic, magical or natural abilities (other than physical ones), nor skills or memories. Size is also limited to no less than four inches (0.027 m) and no larger than 20 feet (6 m) **tall/long**.

The reshaping power is so natural and complete that the creature can imitate a specific person with amazing accuracy and detail; equal to a disguise and impersonation skill of 80% +1% per level of experience.

2. Bonuses and Penalties to Attributes, S.D.C. and Hit Points: The size of the shape assumed by a Reshaper affects the physical attributes, S.D.C. and hit points of the character. The "base" attributes, S.D.C. and hit points (as noted above) apply for the character when he is in any shape ranging from 4 to 10 feet (1.2 to 3 m) in **height/length**. Add +1 to P.S., +10 S.D.C. and +2 to hit points for every foot of **height/length** over 10 feet (3 m). If the size of the particular shape is

less than 4 feet, reduce P.S. by 1, S.D.C. by 10, and hit points by **five** per foot of height or length below four feet (1.2 m). At one foot (0.3 m) or less in height, attributes are not reduced any further, so if it takes on the shape of a mouse, it will be an extremely powerful **one!**

3. Supernatural Senses: Perfect Nightvision (can see in total darkness; range: 1,000 feet/305 m). Also, the Reshaper can sense the presence of other Reshapers, **Nightbanes** and other shape changing races (including **werebeasts**, Changelings and dragons). Sensing Range: 300 feet (91.4 m) plus 30 feet (9.1 m) per level of experience. Note: Nightbanes can also sense the presence of Reshapers, just as if he was a **Nightbane**, unless the Reshaper is willing himself not to be noticed, which will completely block the senses of a Nightbane or psychic. This process costs one P.P.E. per hour (this P.P.E. cannot be regained by rest until the Reshaper stops hiding his true nature). This ability does not block the sensing powers of other Reshapers however; these creatures can automatically sense the presence of their kind.

4. Mirror Walk: Reshapers can use mirrors to cross in and out of the **Nightlands** the same as the Nightbane, except it costs one P.P.E. point and takes one melee action to use; all other limitations and abilities are as per the Nightbane power (see **Nightbane™ RPG**, page 87).

5. Immunities and Regeneration: Reshapers are immune to all forms of mind control, including vampire mind control, spells, Nightbane talents, psionic powers and drugs. Magic and all other types of attacks inflict their normal damage. Injury heals at nearly the same awesome speed of a Nightbane: 3D6 S.D.C. or hit points at the end of every melee round!

6. Immune to Transformation: Reshapers only change shapes when they decide to do so. They cannot be physically transformed by any means, including but not limited to metamorphosis magic, the transformation ritual, vampire transformation, petrification, turn to mist, curses, wishes, or any form of magic or supernatural transformation, spell or enchantment.

7. Talents (same powers as Nightbane): Anti-arcane, dark whip, doorway, mirror search, night **bringer**, premonition, shadow blast, shadow shield, shadow slide, sharing the flesh, the shroud, see truth, soul shield, storm maker and swarm self. A Reshaper gets to select one talent per each level of experience.

Disposition: The Unknown is a being of unimaginable age, playing a nasty game against beings of greater power. Unlike most Reshapers, there does not appear to be an ounce of good humor in the creature. His actual voice and demeanor will vary from shape to shape, but it will always be cold and detached, almost as if he was unable to feel emotions.

The typical Reshaper can be any alignment and has emotions similar to humans, although they tend to be secretive and aloof.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None, other than Nightbane talents. They never pursue the mystic arts or most human skills; relies on its natural abilities.

Combat abilities: Equal to Hand to Hand: Martial Arts

Attacks Per Melee Round: The Unknown has seven; as per combat abilities and experience level.

Damage (varies with P.S.): Restrained punch does 2D6 S.D.C., full strength punch inflicts 4D6 S.D.C., power punch does 1D4x10 S.D.C. (counts as two attacks). Specific shapes may increase or decrease this damage.

R.C.C. Bonuses: +2 on initiative, +1 to strike, +1 to dodge, +2 to roll/pull punch, +2 to save vs poison and disease, +4 to save vs horror factor at level one and +1 at levels **3, 6, 9, 12** and 15.

Vulnerabilities/Penalties: Most weapons, magic and psionics have full effect and inflict full damage.

Allies: Varies from character to character; The Unknown currently has none.

Minions: The Unknown has none. Varies from character to character, but typically none. Most **Reshapers** are loners who travel and explore the **Megaverse** for their own mysterious reasons. They rarely enslave, dominate, rule over or adopt any people. In fact, why they do anything is a mystery.

Money: The Unknown has none. Reshapers rarely have much need for possessions and can usually acquire or steal whatever they might need for the moment. Some will keep a few magic items and other odds and ends for their power, protection or sentimentality.



Ungash the Wise

There are more worlds in the Megaverse than Earth and the Nightlands. Ungash comes from one of them, a place of magic and low technology not unlike the Palladium Fantasy world (see the **Palladium Fantasy RPG®**). As a human, Ungash was a landowner of a small farm. He was prosperous enough to feed and care for himself and his family, but not wealthy or powerful by any means. While many people would have been content with their lot, Ungash wanted more. He wanted to be as mighty and feared as the kings he heard tales about, or at least as the local noblemen who sometimes rode past his farm. When he started dreaming about surrendering himself to a force that could grant him everything he wanted and more, Ungash willingly gave up his soul and became a master vampire. His first victims were his family and friends, and in short order, he had gathered a small army of undead.

The master vampire was not careful, however, and soon the neighboring villages and baronies discovered that a monster was preying on them. Soldiers and priests descended upon **Ungash's** village, burning down every house and unearthing more than one undead to be exposed to the sun and perish in flames. Ungash himself was finally cornered in a cave, a place long considered to be magical (with good reason, as it

was crisscrossed by ley lines). A number of priests tried to banish the creature once and for all, and performed a powerful magical ceremony designed to consign the fiend to hell for all eternity.

In a way, the ritual worked. Ungash was banished from his world, never to bother it again. However, he did not appear in any of the hellish dimensions the priests probably had in mind. Instead, he found himself in Doom's Harbor, in the **Nightlands**. Although the creature was disconcerted and even scared of the strange, gloomy surroundings at first, he soon started to carry out his only reason for existing: to multiply and prepare the way for his master. Thus began the most successful vampire invasion into the Nightlands to date.

The lessons he had learned in his native world served Ungash well. The undead creature knows that if he calls attention to himself, he will be quickly destroyed, so he progresses slowly but surely. If it takes centuries to fulfill his destiny, so be it; he has centuries to spare. Over the years, he has learned a great deal about the Nightlords, their power and their minions. He steers clear of such minions as Hounds and Hunters and preys upon the zombie-like, **unawakened Doppelgangers** and human slaves. He selects his human victims with great care. Each new vampire must follow his instructions and obey Ungash in all things. Those who show the slightest sign of rebelliousness are destroyed.

Ungash has also discovered other enemies and refugees in the Nightlands. He knows a **wampyr** is loose in the catacombs below the city where he makes his lair (see Countess **Velara**). The foul creature (from Ungash's perspective) has slain a handful of his vampires and represents a potential threat that he'd like to see eliminated. If the wampyr is found, Ungash wants her destroyed quickly and quietly. He also knows about the **Nightbane** and **Doppelganger** rebels using the Tunnel System and catacombs as their base of operation and lairs. His biggest fear from these creatures is that they will do something foolish that will attract the **Nightlords'** attention to him and his undead minions.

After a century in the Nightlands, Ungash has created an army of over one thousand loyal secondary vampires to serve him. He is currently considering how the effects of the Dark Day Invasion will affect his plans. The Coming of the Light (see the **Nightlands** section for more information) was a strange and frightful occurrence, giving the vampire fears that the Nightlands might somehow change into a day-night cycle or be invaded by eternal light. Meanwhile, he has noticed that the number of minions in Doom's Harbor has been reduced considerably as more and more servants of Moloch are sent to Earth. This being the case, Ungash has conceived a bold plan in which he would awaken all of his minions and send them to transform the thousands of humans kept at the Human Reserve. They, in turn, could swarm upon thousands of other humans slaves and create tens of thousands of vampires in a matter of days — over 200,000 in a couple of weeks! If this could be accomplished, Ungash could summon the vampire intelligence that created him and together seize Doom's Harbor and begin a full-scale invasion of the Nightlands! However, the master vampire is uncertain about this bold move and vacillates between making his move soon or waiting several months (years?) to see what else unfolds. **Note:** A vampire intelligence can easily match the power of Janus and **Ashtart**, even King Moloch! It would take the combined efforts of several Nightlords and their minions to stop an army of even 50,000 vampires — a number that would quickly grow into hundreds of thousands as they added the human populations of other cities to their hordes. If left unchecked, they could eventually claim the entire Nightlands. Perhaps needless to say, a vampire assault on Doom's Harbor will garner the immediate attention of King Moloch and require him to recall thousands of his minions and Nightlords from Earth, including Lord Magog whose warrior skills will be crucial in winning such a battle.

Ungash — Master Vampire

Alignment: Diabolic

Attributes: I.Q.: 21, M.E.: 28, M.A. 16, P.S.: 23, P.P.: 24, P.E.: 19, P.B.: 20, Spd.: 23

Hit Points: 130; impervious to normal weapons.

S.D.C.: Not applicable.

Horror Factor: 14

P.P.E.: 50

Level of Experience: 7th level

Natural Abilities: (See Nightbane® RPG, pages 178-187, for complete details about vampires and their powers). Create other undead via the "slow kill" bite, mind control over other vampires (most strongly over those created by him), metamorphosis into bat, wolf or mist form, summon canines and other vermin. Regenerates 2D6 hit points per melee round, and can fight and function until reduced to -21 points.

Invulnerability: Vampires are invulnerable to most normal weapons, including explosives and energy weapons. Magic and psionics,



magical weapons, silver, wooden weapons, and hand to hand attacks by supernatural creatures will inflict damage, but spell magic does only half damage and the damage is not lethal or permanent. Sunlight inflicts 1D6×10 points of damage directly to hit points, and running water will inflict 2D6 to 6D6 points of damage. Silver and weapons made of wood do full damage.

Disposition: Greed and the hunger for power drove Ungash into making a pact with unspeakable forces. In that way he is no different from the Nightlords he is now trying to undermine and destroy. In fact, a part of him wishes he could have made the choice of becoming

a **Ba'al**, since these creatures make his gifts as a master vampire look pale by comparison.

Psionic Powers: Death trance, alter aura, empathy, mind block, hypnotic suggestion, presence sense, sense evil, deaden pain, induce sleep, super-hypnotic suggestion and telepathic link with its minions. All equal to a 4th level psionic. I.S.P.: 120

Magical Knowledge: None

Combat abilities: Supernatural

Attacks Per Melee Round: Six hand to hand per melee; each psionic attack counts as two melee attacks.

Damage: Restrained punch does 2D4 S.D.C., full strength punch does 3D6, and power punch does 6D6 S.D.C. (counts as two attacks). Killing Bite: 3D6.

Bonuses: +3 on initiative, +5 to strike, parry and dodge, +4 on perception rolls, +2 to save versus magic, impervious to all forms of mind control, psionic and magic sleep and paralysis. A stake through the heart paralyzes and appears to destroy the vampire, but it only places the monster in a state of suspended animation. **O.C.C. Skills of Note:** Vampire lore 98%, Nightlands lore 78%, land navigation 64%, wilderness survival 65%, preserve food 55% and W.P. knife and blunt.

Alliances and Allies: Ungash only works with his vampire minions.

Minions: In addition to his army of undead, Ungash has found hundreds of rats, cockroaches and other vermin to command. He often uses these creatures as scouts, diversions and cannon fodder.

Adventure & Encounter Ideas

Nightland Search & Destroy Teams: Specialized bands of Nightlord minions are the brainchild of Janus, the Night Prince who assists Moloch. The teams are specifically designed to ferret out and destroy supernatural beings who could pose a threat to the Nightlords' rule. Nightbane and vampires are the top priority. These teams operate only in New York City and Doom's Harbor. The most common teams are as follows:

Typical Earth Search & Destroy Team:

Ashmedai (6th level) dressed and armed like the Hollow Men.

2 Hollow Men dressed in trench coats, and armed with SPAS shotguns (5th level).

2-8 **Dopplegangers** armed with Mini-Uzis and .45 pistols (3rd level).

2 Hound Masters using their illusion powers to appear like normal humans (6th level).

Note: All may have NSB credentials. The size and strength of the attacking group should be tailored to reflect the power of the player group and the goal of the G.M.

Typical Nightland Search & Destroy Team:

Ashmedai in natural form (6th level)

1-4 Hound Masters (4th level)

2-8 Hounds (3rd level)

1-4 Hollow Men armed with **Darkblades** (3rd level).

The Vampire Attack: Ungash has decided to clean up the Tunnel System of all other interlopers. Consequently, he's dispatched several of his own seek and destroy teams consisting of 3-8 vampires (the size and strength of the attacking group should be tailored to match the power of the adventuring party). Player characters from the Resistance might be sent to **Doom's Harbor** to help protect the secret base from the undead campaign. The vampires will not rush in recklessly, but will use tactics like shapeshifting into mist or bat form to sneak past or ambush their prey.

To make matters worse, the attacks may happen to coincide with a Hound patrol. Coincidence, or is it Velara's doing? Did she decide that now is the time to pit the Nightlords against the Undead? The player characters may get caught in the crossfire or have to fight one after the other. Of course there are countless places to hide in the catacombs if one is resourceful enough.

Devil's City & L.A.

Population: 1.2 million people; 60% Doppelgangers, 20% human, 10% Nightlord minions, and 10% other creatures.

Los Angeles of Earth is the entertainment capital of the world, the place where movies, television and music are made. Devil City is its counterpart in the **Nightlands** and also offers entertainment for the sadistic Nightlords and their minions.

Devil's City is surrounded by the Waste on every side. A thin river (a ghost of the Lost Angeles river on Earth) provides a small quantity of drinking water. A ring of forbidding mountains lies to the North. This City-State is a sprawling community compared to most others, but is tiny in relation to the real Los Angeles, which covers over 450 square miles. Areas of Los Angeles like the San Fernando Valley are non-existent in the Nightlands.

The tall buildings in the downtown area have been imitated almost to the last detail, because **Lilith** enjoys the trappings of humankind. However, the buildings are not the busy centers of commerce and services they are on Earth, but dens of iniquity, horror and torture. Humans and Doppelgangers are used and abused in all conceivable manner by Lilith's minions and by visiting Nightlords. When they have outlived their entertainment value, the unfortunate victims are then tossed out the nearest window. Bodies falling from skyscrapers, mercifully unconscious or already dead (sometimes awake and screaming all the way down) are a common sight in Devil's City.

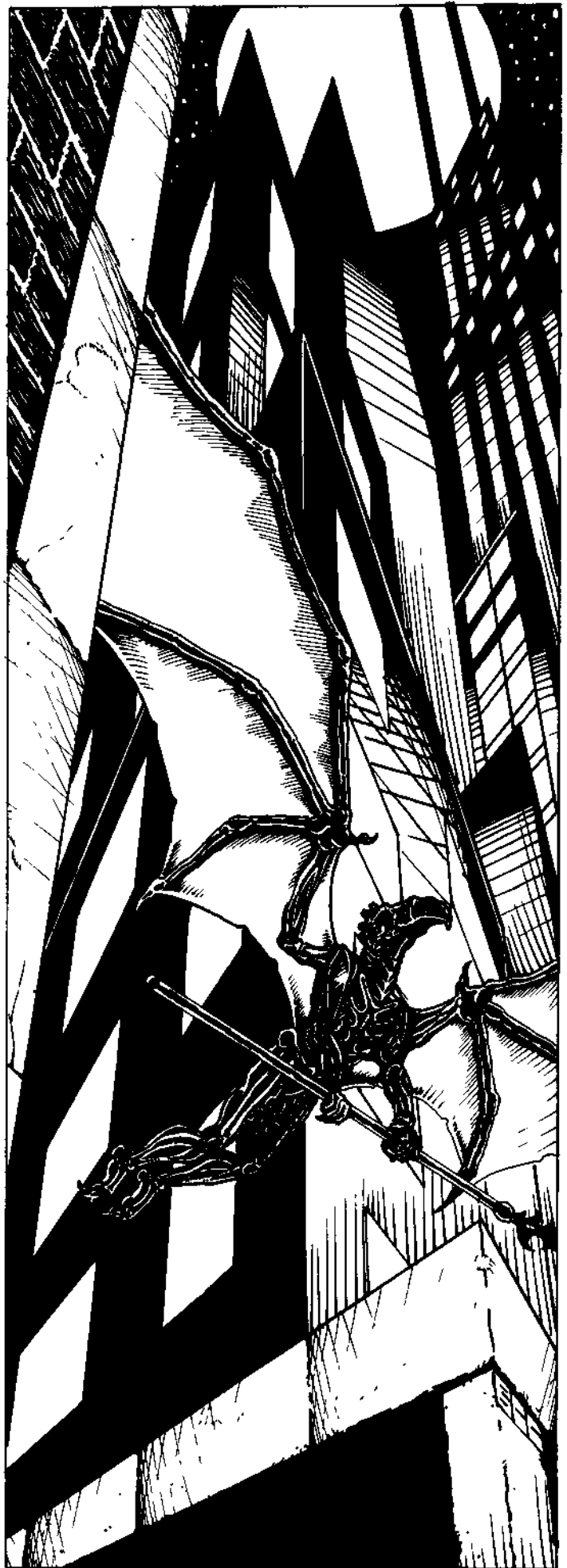
Origins

Lilith organized the construction of Devil's City during the early 1800s. She had spent most of her time in the **Nightlands'** version of Mexico City, but Los Angeles always interested her because a network of ley lines and nexus points existed at that location both on Earth and in the Nightlands. The **Ba'al** rightfully guessed that a place of such rich magical power would be a prime staging ground for the day when the Nightlords made their triumphant return to Earth. Additionally, the very same ley lines caused frequent dimensional disturbances, including Rifts, which deposited many humans and beings from other dimensions in the Nightlands. Devil's City became a place where strange and wondrous creatures could be found and enslaved.

At first, Lilith turned the small city-state into her own private resort, but in later years, she started inviting fellow Ba'al to Devil's City where they could enjoy exotic pleasures. As more and more Nightlords accepted the invitations, Lilith expanded the facilities of her pleasure city, a place where the psychic pain and terror of thousands of innocents served as her food and a source of power. The **Nightlords'** presence in the city served to boost her reputation and influence, and at the same time, allowed her to plot against her enemies while they were on her home ground.

The city's rapid growth during the 20th century inspired Lilith to permanently relocate her "capital" to Devil's City, from where she could tap into the psychic energies of the exploding population, as well as the ley line network. Her Night Princes (mostly female Night Princesses) spent a great deal of time and effort on Earth, influencing Los Angeles' expansion and also tricking large numbers of humans into venturing into the Nightlands or to worship the Nightlords in cults. Humans were always fun to manipulate and use for all kinds of entertainment. This was also the time when she started making contact with other supernatural powers on Earth; something she had been doing in the Astral Plane for centuries.

In the decades preceding Dark Day, Lilith enjoyed the chaos and violence that pervaded Los Angeles. It is rumored that her minions had



a hand in such events as the riots that broke out through the city during the 1960s and 1990s, as well as fires, and other strife. Some even credit her for causing some of the earthquakes, forest fires and other "natural" disasters that seemed to plague the region especially in the last few decades of the 20th Century. Whether or not **Lilith** or her minions had the power and influence to cause such events and turmoil, they certainly took advantage of the ensuing chaos to kidnap more victims for the torture pits of Devil's City. Through the reports of her minions, Lilith also learned a great deal about the entertainment business. While her fellow **Nightlords** thought about conquering Earth through brute force and the seizure of the government, Lilith started dreaming up ways of capturing the minds of humans through their own technological toys. So it was that she chose to concentrate her efforts on taking over the media, particularly television and the motion picture industry.

Devil's City and Lilith's role in the Dark Day invasion was thoroughly successful. Like her fellow **Ba'al**, Lilith made sure that the government of every major city on the West Coast was swiftly and quietly replaced with trustworthy minions. She also spent a great deal of energy in seizing newspapers, television stations, and movie studios, in preparation for the ultimate "media blitz" she had planned for the world.

A few months after Dark Day, a Nightlord from the **Nightlands'** version of Phoenix, Arizona, launched a surprise attack against Devil's City. The resulting battle devastated much of the city-state, and psychic "echoes" of the struggle triggered a massive earthquake in Los Angeles (see the *Fall of Los Angeles*). The renegade Nightlord (see *Lord Foulseed*) is now living in hiding, and nobody seems to have a clue as to why he launched his attack.

Major Powers in Devil's City

Lilith's secret dealings with other supernatural agencies have turned Devil's City and Earth's Los Angeles into a cauldron of conspiracy and deceit. Several groups, monsters and individuals now have a stake in Devil's City.

Other Nightlords: King Moloch has sent a number of spies into Devil's City to discover what Lilith is up to. So far, they haven't turned up anything other than Lilith's preference for strange and different minions, and the "exotic" in general. Since many Nightlords use **transdimensional** creatures as pawns instead of their own minions (the **Nemtar/Hollow Men** are but one example of these creatures; the **Necrophim** from the Astral Plane is another), she cannot be faulted for some of her questionable "associates." The rest of the **Ba'al** seem glad to accept her hospitality on their visits to Devil's City, which is more popular than ever, given the greater supply of human victims.

The Mystic Tongs: Lilith has forged an informal alliance with the Mystic Tongs who control Chinatown, Little Tokyo and most other Asian-American communities on the West Coast. These magicians and their ferocious gangsters have an old and well-established criminal network, augmented by their magical powers. Lilith has allowed the Tongs free rein in Los Angeles, and even allows a few of their magicians (among them the powerful **geomancer**, *Wong Chi*, described elsewhere in this section) to visit the Nightlands and draw power from Devil's City network of ley lines. Both the Mystic Tongs and Lilith believe they are using the other, so conflict in the years to come seems inevitable.

The Nightbane Resistance: Small bands of **Nightbanes** have visited Devil's City, but the experience often permanently scars their psyches. Nowhere in the Nightlands is the brutality and decadence of the **Ba'al** more overt and manifested than in this City-State. The trips and raids continue, however, because there are always many Nightlords, Night Princes and powerful allies of the **Ba'al** visiting the city, thus making it a "target-rich environment." So far no **Ba'al** have been killed by the Resistance. The organization is waiting for the ideal moment in which the maximum number of Nightlords will be caught unprepared and can be slain.

A small group of Resistance fanatics is planning to build and detonate a nuclear device in Devil's City! They reason that they could catch

at least a dozen Nightlords and scores of Night Princes unawares, which in their mind would be more than worth the hundreds of thousands of innocent humans that would also perish in the blast. After all, they reason, those poor mortals are doomed to die anyway. **Note:** Such an attack is likely to be unsuccessful, due to the **Ba'al** powers over energy. Even a small group of **Ba'al** might be able to weather the damage unleashed by a nuclear weapon. Furthermore, the Resistance doesn't realize that the dimensional links between Earth and the Nightlands would transmit some of the damage of the blast over to Los Angeles, and is likely to trigger an earthquake (roll **1D6+1** to determine the magnitude on the Richter Scale), killing hundreds and injuring thousands of people on Earth.

Spook Squad: This human-controlled faction has been trying to rescue human victims, just like the **Lightbringers**, but on a much smaller scale, and with far less success. In the year and a half since "Operation **Deviltown**" started, less than 300 humans have been rescued, even though the Spook Squad team is a highly trained unit consisting of ten Epsilon Team Special Forces soldiers (described in the **Between the Shadows™** sourcebook), six sorcerers, and four psychics. The team is also concerned with gathering intelligence about the Nightlords, their minions, and any weaknesses they can uncover.

This group is also considering using either a nuclear weapon or a less dangerous but still devastating *Fuel-Air Explosive* (FAE) weapon against a gathering of **Ba'al**. FAEs are almost as devastating as nuclear bombs, but produce no radiation and, in the opinion of a few mystics advising Spook Squad, are less likely to produce deadly side-effects that could hurt the people of Los Angeles. So far, the heavy security surrounding any gathering with more than two or three Nightlords has prevented the implementation of the plan. Attacking Nightlords individually is an option that has been used, but getting in close enough, making the hit and getting out without heavy casualties has been extremely difficult (supernatural minions pounce on them the instant their lords are attacked). Consequently, the group has taken to acts of sabotage (mostly the setting of bombs) to cause confusion and disrupt operations in the Nightlands. Meanwhile, they continue their efforts to rescue slaves and help refugees.

The Lightbringers: The discovery of Devil's City by a mystic working with the Lightbringers has brought about a call for action. A well-organized team of Guardians, Nightbanes, humans and **Doppelganger** allies are now secretly operating in Devil's City. Their primary mission is to rescue as many people as possible from a life of torture and servitude. A common tactic consists of faking the victim's death and spiriting the "corpse" away. With increasing frequency, the Lightbringers use more direct methods, like staging slave break-outs, snatching slaves out of the hands of their abusers (sometimes out of mid-air when they are hurled out a window), helping runaways escape and so on. They often storm a lightly-guarded holding pen, kill the guards and make off with the captives.

In the three years since the team arrived in the Nightlands, its members have freed over 5500 humans! These ex-slaves are back on Earth, recovering from their ordeal on secluded farms far away from the **Nightlords'** power. Many of them eventually become dedicated members of the Lightbringers or other organizations dedicated to helping others and/or destroying the Nightlords. Unfortunately, these rescued slaves represent only a small fraction of the hundreds of thousands of people who have been killed or still suffer at the hands of the Nightlords.

The team leader, a Guardian known as *Angel Sun*, has vowed to find a way to stop the carnage once and for all.

The Lightbringers are also aware of the extensive presence of demons and devils in the city-state, and they suspect that Lilith is playing a double game of deceit. They have taken advantage of the fact that the demons must keep their presence in either city a secret. Since Lilith cannot even admit that the demons were in the cities without raising the ire of her fellow Nightlords, the Lightbringers have been able to wage a

secret war against them and have **Lilith** hide "their" activity from the Nightlords for them! They have successfully attacked and destroyed several dozen of the foul creatures — all covered up by Lilith and her avatars. Of course, this has earned the group her undying enmity.

The Demons from the Netherworld: Devil's City is indeed a city of evil. In addition to the Nightlords and the unholy minions, Lilith has invited all manner of supernatural horrors to her council. Some of these creatures were accidentally brought into the **Nightlands** by random dimensional portals and must hide or be destroyed by the minions of the Nightlords (demons are the enemy of Moloch and most Nightlords). Many others are in the Nightlands at **Lilith's** request, acting as ambassadors to the *Lords of Hades* and taking the opportunity to sample the "local pleasures." The presence of these creatures is carefully hidden from all the other Nightlords. Among other things, **Lilith's** preference for exotic and strange servants makes it seem natural that she might have some extra-dimensional creatures around, including some demons to lick her feet. Should it be discovered that these demons are not her servants but the emissaries of other alien powers, Lilith would face the combined wrath of her peers and lose everything.

Tremors of Darkness

"It started like every small tremor we have learned to live with here in LA. No big deal, right? Especially after Dark Day —or, as we call it here, Lights Off Day. A few windows broke and then it was over. No biggie.

"The second shock came a few minutes later. I had just stepped out of the house to check on Dingo, our labrador retriever, who was still barking like crazy. The earth did not tremble this time, it spasmed and knocked me off my feet. I was flipped over like a pancake. When I looked around, I saw that my building was gone! Just a big, cavernous hole in the ground! My girlfriend had gone to work earlier, but over twenty people were inside. When the ground moved again, the hole closed up like the jaws of some giant monster. I can still hear the crushing sound in my nightmares."

—From *"The Day Los Angeles Died,"*
Reader's Digest, December 2000.

Lord **Foulseed's** sudden attack on *Devil's City* came as a complete surprise to everyone. For centuries, nobody had dared disturb the harsh peace that Lilith had imposed on her city-state. Lord Foulseed was not even a powerful or influential **Nightlord**; he ruled over the **Nightland's** version of Phoenix, Arizona, and had no other holdings. Yet he managed to stage a surprise invasion by **teleporting** his troops right into the middle of Devil's City, a move that almost won him the victory. The savage battle, and, more importantly, Foulseed's arcane duel with Lilith, triggered the Los Angeles Earthquake of 2000.

The "Almost Big One," as the earthquake was called, was powerful enough to destroy several older houses, especially in low-income areas. It also damaged a number of high rise buildings in the downtown area. Falling glass alone killed over fifty people. Most of the casualties were in residential areas where the ground literally swallowed hundreds of houses and entire stretches of highway. A traffic jam only added to the carnage when a long section of road, jammed with motorists, sunk into the earth through a giant crack. The opening shifted again, grinding dozens of cars together, and causing gas tanks to explode.

The total casualty figures of the earthquake were never released, but some 20,000 people were reported dead or missing, and three times as many were injured, making it one of the worst "natural" disasters in U.S. history.

Despite the destruction of the Earthquake of 2000, Los Angeles has managed to restore itself and, under Lilith's nurturing, has started to grow and become prosperous once again. Of course, thanks to Lilith and her avatars, beneath the prosperity and wealth lies a cesspool of corruption and horror.

Places of Interest in L.A.

These are not the better-known landmarks of the city, but areas where events of significance to the Nightlords and Nightbane are taking place.

The Hades Club: This strip bar is a popular hangout for lonely men, truckers, bikers and other people looking for some rented female contact. The Hades Club is increasingly popular, and its clientele has been slowly expanding to include a number of prominent government officials. Despite rumors that prostitution and drug deals go on in some of the back rooms, the authorities have not intervened.

In reality, the Hades Club is completely staffed by demons! These **transdimensional** monsters use the place to lure and corrupt human beings. The corrupted are then used as pawns and sent on missions of death and destruction. Unknown to all other **Ba'al**, Lilith is protecting the club and letting its activities continue unchecked. One reason is that it is one of the operations being conducted by the Demon Lord known as *Helldancer*, one of Lilith's newest allies. Another is that the chaos and corruption that emerges from the club amuses Lilith, and does nothing to interfere with her plans. In fact, the **Nightlady** would be most annoyed should anybody do anything to harm or shut down the Hades Club.

The H&L Modeling Agency: The Hotchkiss and Landers Modeling Agency is yet another success story for **Janice Hotchkiss** (see the description of this *avatar of Lilith* earlier in this book). H&L represents the hottest models on either coast — some say in the entire world. Their top talent includes models like *Delilah Blanchard* (cover girl for Glamour, Vogue and Sports Illustrated), *Juliette Martinez* (winner of a number of international awards), and *Amanda Resnik* (a former Miss Universe turned model). H&L's models are always on time, always very professional, and always pristine; no scandals about their habits or preferences have ever come to light. None of them happen to be human, either.

The H&L Agency is run exclusively by supernatural beings, mostly **Doppelgangers**, demons and Nightlord minions. The Janice Hotchkiss avatar uses this worldwide network of beauties as spies, couriers, assassins and special agents. Their career gives them a credible reason to travel frequently around the world, which puts the models in the position to observe situations and contact people in regions outside Lilith's sphere of influence — and gives them the chance to intervene where necessary.

The H&L Agency is located in a skyscraper in downtown L.A. All the models share a luxurious penthouse in the *Hotel Eternal*. The agency also has offices in New York, London, Paris and Tokyo; each staffed by **Ashmedai** and Doppelgangers, and serve as vital parts of Janice's spy network. The duplicitous avatar takes great pleasure in the fact that most Nightlords do not even know that H&L is a Nightlord-controlled organization — they have little or no interest in something as mundane and "human" as high fashion. Instead, most other Nightlords place most of their attention and efforts in political and military areas. This has given Lilith and her rebellious avatar near absolute control over the communications, computer and motion picture industries.

The Hotel Eternal: The newest, largest and most luxurious hotel in Los Angeles, the Eternal opened its doors on New Year's Eve, 2002. Since then, it has been known as the place to be for the wealthy and influential.

Some of its features include six ballrooms, each with a unique theme. For example, the *Louis XIV Room* recreates the glories of the courts of France under the reign of the "Sun King," while the *Diamond Room* is a silver and glass extravaganza that includes a transparent floor and mirrored ceiling. Several five star restaurants cater to widely different tastes and cuisines, and guests can order room service from each and every one of them. Movie stars and Jet-setters from around the world stay at the Hotel Eternal, provided there are vacancies, and for the super-rich and famous, there are *always* vacancies. Although prices at the Hotel Eternal are outrageous, most guests agree that it is worth the price

(the cheapest room is \$550 a night). The most expensive rooms at the hotel are also used for high-powered business meetings and negotiations, as well as some highly unconventional parties. The 13th floor of the hotel (which cannot be reached by the elevator unless a special code is punched on the buttons) has a number of "houses of worship" for the *Cults of Eternal Night*, including a sacrificial altar. Since the hotel was built on top of a ley line nexus, it is ideal for magical rituals, and is often used in that capacity.

Not everyone who checks in at the Eternal Hotel comes out alive. Janice Hotchkiss has staffed the Hotel with Doppelgangers and other supernatural beings and uses it as the perfect setting to gather and "switch" the rich and famous with inhuman substitutes loyal to her. Many a well-known actor has spent the night at the Hotel Eternal, only to come back a "changed man" with a wholly different outlook on life. Others are allowed to live but often become unwitting friends and accomplices to the forces of evil.

The secret murders, magic rituals and being located on a nexus point, has attracted a variety of entities who find the intense emotions and energy wonderful (see the *Beyond the Supernatural™ RPG, or Monsters & Animals™ 2nd Edition, or Rifts® Conversion Book One* for information about entities and other supernatural creatures). Haunting entities, what laymen refer to as "ghosts," are the most prolific and overtly frightening. However, since the "ghosts" of the most famous victims are of people known to be alive (as Doppelgangers and Ashmedai), their sightings are the source of whispered rumors about the indiscretions of the rich and famous. The more mysterious and clearly ghostly phenomena are usually dismissed as drug or booze induced hallucinations. Syphon entities are the next most common creatures, while the tectonic and possessing entities are the rarest and most dangerous. Psychics, especially psychic sensitives, know the ghosts are real and that something terrible is happening at the Hotel Eternal, they just don't know what. Psychics who have offered their services to the Hotel management have been firmly dismissed and known psychics are not usually allowed (or fall victim to foul play). Among the psychic community, the Hotel Eternal has become known as the "Haunted Hotel." The local Spook Squad is planning to launch a major investigation and has already placed two operatives among the work staff.

Characters of Note

Also see the earlier section entitled, **Prominent Nightlords & Avatars**, for descriptions of some of the most powerful Nightlords and their avatars, including King Moloch, Lilith, and the Janice Hotchkiss avatar.

Lady Niara — Avatar of Lilith

Lady Niara is Lilith's longest-lived avatar, and most people consider her to be almost an identical clone of her creator. Her physical appearance is similar, but their personalities are almost carbon copies of one another, except for one thing; while Lilith will betray anyone whenever it is convenient to her, Lady Niara is completely and utterly loyal to her mistress.

Niara rules *Devil's City* during Lilith's frequent absences (while the Hotchkiss avatar controls many of the L.A. and other Earthly holdings). She is also directly in charge of the difficult task of hiding the presences and exact numbers of demons who frequent this city-state. Niara has succeeded time and time again in keeping her creator's secrets, but to do so the avatar has had to kill several Night Princes, Ashmedai and other agents sent to Devil's City by Moloch or Magog to spy on Lilith. On one occasion, Niara unknowingly destroyed an avatar of Moloch. So far, however, the King of the Ba'al has not seen fit to acknowledge this loss.



Lady Niara, avatar of Lilith

Alignment: Diabolic (in her dealings with Lilith, she is closer to aberrant, however).

Attributes: I.Q.: 22, M.E.: 18, M.A.: 30, P.S.: 27, P.P.: 21, P.E.: 17, P.B.: 17; Spd.: 20

Hit Points: 47

S.D.C.: 200

Horror Factor: 14

P.P.E.: 140

R.C.C.: Nightlord Avatar

Level of Experience: 7th level.

Natural Abilities:

All standard Nightlord powers and abilities (see **Nightbane® RPG**, page 173).

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 7 miles/11.3 km), **nightvision** (range: 2000 feet/610m), and can mask and unmask her supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./Hit Points a day. This process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: Moloch and the Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional portals, **teleportation**, dimensional anomalies, and similar supernatural effects at a range of 35 miles (57 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Description: A short, attractive woman with olive skin, long black hair, brown eyes and Middle-Eastern features. When in the Nightlands (where she spends most of her time), she wears black metal armor with A.R. 16 and 300 S.D.C.

Disposition: Beautiful and charming like her mistress, she is equally ruthless and a master of deceit. She always keeps her cool, even when threatened by much more powerful creatures, and is one of the few avatars who can face down a Nightlord! Once, a visiting Ba'al surrounded her in an aura of flame when one of her stinging remarks made him lose his temper. With a snap of his finger, Niara could have been consumed, and probably killed. Without batting an eyelash, she coldly told the Nightlord to go ahead, but to look over his shoulder for the rest of his existence, for Lilith would find a way to repay her murder. The Nightlord hesitated, then dispelled the flames.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: The same as Lady Lilith but at 6th level proficiency. However, Niara relies on her cunning and natural powers over matter and energy, so she rarely uses magic.

Combat abilities: Hand to hand: Martial Arts

Attacks Per Melee Round: Five physical attacks.

Damage: 2D6 S.D.C. on a restrained punch, 4D6 on a full strength punch, or 1D4x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +5 to strike, +7 to parry and to dodge, +12 damage, 44 to **roll/pull** punch, critical strike on an unmodified 18-20, 97% **trust/intimidate**, +2 to save vs **psychic attack/insanity**, +5 to save vs **coma/death**, +7 to save vs magic, +1 to save vs poison, and +10 to save vs horror factor.

Vulnerabilities/Penalties: Triple damage from the hands of Nightbane and Guardians, and double damage from all attacks made by supernatural creatures (including vampires and **wampyrs**).

O.C.C. Skills of Note: Same as Lady Lilith but with a skill penalty of -15%.

Allies of Note: Niara works alongside the Demon Lord, Helldancer, when it comes to maintaining Lilith's secrets about demonkind. "Officially," Helldancer is one of Lilith's most trusted servants. In reality, the creature is an emissary from Modeus, Lord of Hades! She also deals with other demonic dignitaries and occasionally with the Ghost Queen and other avatars.

Minions of Note: Niara commands the forces of Devil's City in Lilith's absence. This gives her access to some 100 Great Hounds, 4,000 Hound Masters, 30,000 Hounds, 8,000 Hunters and over 10,000 other supernatural minions, including assorted demons, Hollow Men, Shadow Scorpions, Ashmedai, etc., not counting a million **Doppelgangers** (most of whom are useless drones, however) and human slaves.

Transportation of Note: A living chariot.

Weapons of Note: A **Darkblade** sword and **polearm** and a 9 mm sub-machinegun loaded with silver bullets.

Body Armor: In the Nightlands, she wears a grafted suit of armor that protects with A.R. 19 and 600 S.D.C.

Money: The fortune and property of her master, Lilith, is generally available to her. However, Niara is completely loyal and only uses resources to defend and help the city and her master.

Delilah Blanchard

Her face and body have graced scores of magazine covers, ads, commercials and television specials. She has toured Europe, the Americas and Asia, and has been welcomed everywhere. Her light, loosely styled auburn hair, light blue eyes and enchanting smile have been dubbed "a ray of sunshine in these dark times" by a top fashion columnist. When her hard day's work is over, she relaxes by sprouting five-inch claws and flays a screaming victim to death.

Delilah Blanchard is one of the demonic *Dakini*, a race of monstrous creatures who appear to be beautiful women but in reality, are sadistic, inhuman killers. A highly intelligent and strong-willed member of her species, Delilah was "discovered" by *Janice Hotchkiss* (see the section on **Prominent Nightlords & Avatars**) and put to work as a fashion model. Her beauty and grace soon won her international acclaim. She has proven to be elusive when it comes to interviews, allegedly because she is a shy and private person, but actually because she has to constantly restrain herself from popping out her claws and slaying humans, especially when alone with only one or two.

In addition to her modeling duties, Delilah is often assigned missions of assassination, interrogation/torture, and extortion. Her targets are typically humans who get in the way of the Nightlords. She also delights in luring Nightbane to their doom, and even the occasional Night Prince, minion and rival Nightlord has fallen to her deadly charms. The *Dakini* loves her life under Lilith and the *Hotchkiss* avatar and will do anything in her power to keep it.

Delilah Blanchard, Demon Assassin

Alignment: Diabolic

Attributes: I.Q.: 14, M.E.: 14, M.A.: 14, P.S.: 31, P.P.: 20, P.E.: 20,

P.B.: 21, Spd.: 31

Hit Points: 70

S.D.C.: 110

Horror Factor: 14 when her true, demonic nature is revealed.

P.P.E.: 40

Natural Abilities: Magically metamorphosis into a beautiful, attractive human woman, **nightvision** 200 feet (61 m), see the invisible, turn invisible at will, bio-regenerate 2D6 S.D.C./hit points per minute (4 melee rounds), regenerate severed limbs in 24 hours, resistant to fire



(takes half damage), and magically knows all languages. Retractable claws magically grow from her fingertips to five inches long!

Description: A tall (6 feet/1.8 m) woman with light auburn hair, blue eyes, extra long and shapely legs and lightly tanned skin. When enraged or in combat mode, five-inch, razor-sharp claws magically extend from her fingertips, oversized fangs mar her beautiful features, and her eyes become glowing red orbs.

Disposition: Under the good looks is hidden a voracious monster who sees humankind as prey and playthings. The **Dakini** demons like to drink the blood of their victims, although unlike vampires, they do not need it to survive. Delilah is not happy unless she has toyed with and murdered somebody (man or woman, it doesn't matter to her) at least once every other week. Janice Hotchkiss does her best to keep her well-supplied with victims. Common selections are rivals and troublemakers for **Lilith** or Janice, members of the Resistance and Spook Squad, young and foolish **Nightbane**, arrogant and abusive male humans, and other **unwi'ting** humans. Since L.A. continues to be a place where thousands of young people go to seek their fortune, there is no shortage of victims. **Note:** If push comes to shove, Delilah's true loyalties lay with the Hotchkiss avatar.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None

Combat abilities: Supernatural

Attacks Per Melee Round: Five attacks per melee.

Damage: 5D6 on full strength punch, and 1D6x10 on a power punch (counts as two attacks). If claws are extended, add 3D6 to all these attacks.

Bonuses: +3 on initiative, +6 to strike, +5 to parry, +7 to dodge, +3 to roll/pull punch, +5 to save vs magic, and +6 to save vs horror factor.

Vulnerabilities/Penalties: None per se.

O.C.C. Skills of Note: Wilderness survival 80%, tracking (humanoids) 75%, detect ambush 50%, swim 85%, climb 85%/75%, prowl 60%, streetwise 60%, palming 50%, hunting, W.P. knife (claw/fingernail), W.P. sword.

Allies of Note: As a servant of Lilith and the Janice Hotchkiss avatar, Delilah works side by side with a number of other Nightlord minions. Her fellow models from the H&L Agency include *Linda Dare* (4th level Doppelganger), *Amanda Resnick* (5th level Hollow "Woman"), and *Juliette Martinez* (4th level Ashmedai). When these girls have one of their wild parties at the Hotel Eternal's Presidential Suite, servants have to mop up the blood by the buckets.

Minions: None

Weapons of Note: A **Darkblade** dagger, a .357 Magnum revolver, and a set of torture devices, including surgical scalpels, razor blades, picks, and needles.

Body Armor: None

Money: She is rewarded handsomely and has over a million dollars in the bank and other in valuables. However, her bloody work and the power it gives her is Delilah's greatest reward.

Lord Foulseed

Renegade Nightlord

Lord Foulseed was given his nickname before he became a **Ba'al**, when he used his magic to curse the lands of a rival with a blight that killed most crops and tainted the rest. Long considered a cruel and uncouth creature even among the Ba'al, Lord Foulseed did the unthinkable — he attacked a fellow Nightlord in an obviously foolhardy and suicidal move. Nobody knows why he would throw away all his power and influence to do it. Not even **Lilith** or King Moloch can fathom the reasons for the renegade's self-destructive actions; which bothers both of them greatly, neither likes surprises.

The folly of Lord Foulseed began shortly after Dark Day. The Nightlord had followed Moloch's commands faithfully; his minions had seized all the major centers of political and military power in Phoenix, and one of Foulseed's avatars was sitting in the Mayor's chair. Hundreds of helpless humans had been carried off into the **Nightlands** and even after sending about half of them to Moloch, as requested, enough remained to satisfy any of Foulseed's own sick cravings. The Nightlord was as happy as these monsters can be —until he started hearing voices in his head.

Only Foulseed knows about the voices, and it remains unclear whether the strange commands and pronunciations came from an external force or were simply the products of his twisted mind. The fact that Foulseed never questioned these strange voices may mean that he was, indeed, suffering from insane delusions. If it was an outside power manipulating him, it must have been a powerful one. He believes the voices came from none other than The Dark, the fabulous force that gives the **Nightlords** their powers over matter and energy. They told Foulseed that Lilith and Moloch had betrayed The Dark and the other Ba'al. That Lilith consorted with the Lords of Hades and other outside forces, and that Moloch knew of this but lets it continue instead of crushing her like she deserves. The voice from The Dark said it needed a new champion and Lord Foulseed was the chosen one. Night after night, the voice spoke and worked its corruption. If he, Foulseed, rose to the call and became the Dark's avenging spirit, he would be rewarded. He would become the new High King of all the Ba'al.

It took several weeks of hearing the voices, each time growing a little more urgent and demanding, before Foulseed succumbed to it. He made his preparations with all the calm and cunning that his kind can muster; none suspected his coming treachery. First, he quietly brought home the fighting minions he had sent to Earth, leaving only a few thousand **Doppelgangers** there. Gathering all his avatars and warriors, Lord Foulseed used an Artifact he had long hoarded for an emergency. This incredibly rare Artifact, when activated, could open a huge dimensional portal to any one location of Foulseed's choosing, but it could only be used once per generation (20 years). Foulseed used the Artifact to transport his entire army to the heart of Devil's City and launched his attack. Although outnumbered, Foulseed's troops had the advantage of surprise, tearing through Lilith's stunned and unorganized troops like rag dolls. Foulseed and his minions swarmed through Devil's City, slaying thousands of minions and thousands more **Doppelganger** drones. They even managed to kill the avatar of a visiting Ba'al and a half dozen Night Princes, as well as put several Nightlords to flight.

Foulseed's carefully planned strategy and ravaging troops were doomed from the start. His tactics and savagery only made the battle bloodier and lengthier, but the outcome was never in doubt. Lilith's forces soon gathered their wits and regrouped. Without the element of surprise, Foulseed and his minions were hopelessly outnumbered and outclassed. Among the reinforcements were a large number of demons, a fact that Foulseed accepted as *proof* that the voice was genuine and spoke the truth. Even as the fighting raged, Lilith and Foulseed faced each other. The battling Nightlords unleashed unimaginable energies,



causing waves of power to fly around aimlessly. Some of the energy was "grounded" in the ley lines, and traveled through them to Earth, triggering the "Almost Big One" earthquake of 2000.

His loyal minions were being overwhelmed and cut down, when the skyscraper-sized tower he was standing on collapsed under a wave of pure energy unleashed by Lilith. When the dust settled, Foulseed was gone, his body could not be found.

Lord Foulseed did not stay to pay the final price for his attack. As the building collapsed around him, the **Nightlord** used his powers to dimensionally shift to Earth, appearing in Los Angeles just after the earthquake he and Lilith had inadvertently triggered with their battle. Foulseed was horribly wounded, however. Among other things, his two avatars had been destroyed, which nearly killed him in and of itself. Even the healing powers of the **Ba'al** were barely enough to keep him alive. The Nightlord entered into a trance, and used his powers to encase himself in stone. Two years later, Foulseed woke up to find himself half buried in a park. The Ba'al broke free of his cocoon, dusted himself off, and set out to plot his revenge.

Since then, the outcast Nightlord has been on the move, never staying at any one place too long, and living as a refugee, leaping back and forth between Earth and the Nightlands. Any Nightlord or minion will strike him down the moment they find him. He has already been spotted a few times by Hounds, Hunters and other minions, but he has been able to destroy them before they could raise the alarm. He has also killed dozens of innocent humans simply because they were there. Desperate, enraged and afraid, Lord Foulseed may try to make a deal with an outside power to bring Lilith and Moloch down. The most likely candidates are the Nightbane or possibly, vampires. Humans are a third possibility, but his disdain for this weak and pathetic "servant" race is likely to preclude them from serious consideration.

Lord Foulseed, Traitor to the Nightlords

Alignment: Diabolic

Attributes: I.Q.: 18, M.E.: 17, M.A.: 22, P.S.: 41, P.P.: 24, P.E.: 22, P.B.: 14, Spd.: 60

Hit Points: 220

S.D.C.: 1600

Horror Factor: 18

P.P.E.: 1700

R.C.C.: Nightlord

Level of Experience: 10th

Natural Abilities:

1. Supernatural Abilities: Regenerates 20 S.D.C./hit points at the end of every melee round, takes half damage from all non-magical weapons and attacks (both physical and energy; magic does full damage), see the invisible, sense ley lines and nexus points (range: 13 miles), nightvision (range: 2000 feet/610m), and can mask and unmask his supernatural aura at will.

2. Life Force Vampirism: Must absorb at least 20 P.P.E./hit points a day. Process takes one minute/4 melees and can absorb up to 50 hit points/P.P.E. at a time.

3. Matter and Energy Control: All Nightlords possess the ability to control matter/energy and manipulate dimensional energies by reshaping, transforming, dispersing and releasing them at will.

4. Sense Dimensional Disturbances: Can sense the presence/appearance, opening and closing of dimensional Rifts, portals/doorways, teleportation and dimensional anomalies, and similar supernatural effects at a range of 65 miles (104 km).

5. Breach the Mirrorwall: Can cross the mirror wall by expending 10 P.P.E. and concentrating for one minute (4 melees).

Disposition: Before his betrayal and defeat, Lord Foulseed was a typical specimen of these inhuman and powerful creatures. Lord Foulseed was always a bit cruder than most and had a warped, coarse sense of humor that his fellow Ba'al neither liked nor appreciated. Even now, alone and persecuted, he can laugh bitterly at himself.

A hunted enemy of all Ba'al, Foulseed must turn to others to be his allies, slaves and pawns. These new allies may include Nightbanes or humans (never demons) and could be of great assistance, ridding the Earth of the Nightlord invaders. However, it should never be forgotten that Foulseed, like all the Nightlords, is little more than a psychopathic, serial killer with delusions of godhood. He may collaborate with a band of Resistance fighters, even joke with them, share good times and even act like a friend, but after they have served his purpose he will dispose of them without a thought. He might even play cruel games with them while allied. It is said that some sociopaths do not consider other people to be "real," which makes it okay to brutalize them. To Lord Foulseed and most Ba'al, humans are seen as little more than insects. Trusting Foulseed is putting one's life in the hands of an erratic and insane creature.

On top of his usual slew of derangements, Lord Foulseed is still under the delusion that The Dark communicates directly with him, although he will not share that secret with anybody. He still occasionally hears the mysterious voice, although so far, his "mentor" has not given him any new suggestions or commands.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Ample knowledge in the use and limits of magic.

Foulseed, like Lilith, was once a powerful mage (7th level). In his current desperate straits, Foulseed is more likely to use magic than most other Ba'al. He remembers all spells from levels 1-5 plus invisibility (superior), ritual: eye for an eye, ritual: call Nightbane, fire ball, call lightning, agony, sickness, negation, metamorphosis: human, Nightlands portal, Nightlands passage, spoil, summon fog, summon rain, and summon storm.

Combat abilities: Hand to hand: martial arts.

Attacks Per Melee Round: Five physical attacks.

Damage: 2D6 S.D.C. on a restrained punch, 1D6x10 on a full strength punch, or 2D6x10 S.D.C. on a power punch (counts as two melee attacks).

Bonuses: +3 on initiative, +5 on all perception rolls, +7 to strike, +10 to parry and to dodge, +26 to damage, +7 to roll/pull punch, +1 to save vs psychic attack/insanity, +16% to save vs coma/death, +10 to save vs magic, +4 save vs poison, +10 to save vs horror factor.

Vulnerabilities/Penalties: Triple damage from the hands of Nightbane and guardians, and double damage from all attacks made by supernatural creatures (including vampires and wampyrs).

O.C.C. Skills of Note: All Lore, math, and all languages at 98%, as well as all ancient W.P.s and wilderness skills. He also knows escape artist 80%, interrogation 90%, detect ambush and concealment 80%, intelligence 72%, and streetwise 60%.

Allies of Note: Currently, none. He is looking for other supernatural beings to work with against his former peers.

Minions: None; Lord Foulseed is known to all as a traitor to be destroyed on sight!

Transportation: None. He usually just walks (Nightlords do not get tired); recently, he has learned to hitchhike.

Weapons of Note: A rare greatest Artifact sword with the following powers: Giant dimensional portal once every 20 years (Special; used), null aura and energy blast, plus the usual abilities.

Body Armor: To fit in better, Foulseed has abandoned his suit of shiny black armor, and used his powers to give himself a set of normal looking clothing.

Money: Some of the people who have encountered the Ba'al have been slain and their money taken. He typically has 2D6x100 dollars at any given time. He really has no need for other possessions at this time.

Helldancer — Demon Lord

Many Ba'al find it annoying and disturbing that one of Lilith's most trusted "servants" is a demon lord from Hades. To put a being with possibly conflicting loyalties in such a position of power seems to be a mistake, especially for a Nightlord as shrewd as Lady Lilith. In some ways, they are right. Placing any creature as twisted as Helldancer in a position of power is a mistake. However, the Ba'al would be stunned to learn that Lilith's relationship to the demon lord is not what they think, he is no servant but a **free-willed ally!**

A creature of **hellfire** and damnation, this monster has spent millennia serving his black-hearted masters, the Lords of Hades. He has traveled throughout the Megaverse and seen places of magic where dwarves and elves fought mighty wars, and places of technology where giant robots exchange lasers and missiles, and places in between. Above all, he has brought chaos and destruction wherever he has gone. And now, this powerful and cruel monster is in the unique position of acting as a mediator between two ancient and terrible evils. Helldancer works for both Lady Lilith and Modeus, the Lord of Hades, while trying to negotiate a treaty between the two. However, his true loyalties lie with Modeus, so should the ruler of Hades order Helldancer to betray Lilith, he will do so without hesitation.

For the **time** being, the situation is satisfactory and pleasant for all parties. Lilith has given a free hand to the demon lord both in **Devil's City** and Los Angeles, and the monster has put into effect a number of successful plans to harm and corrupt humans. In return, Helldancer and his minions have helped Lilith in a number of undertakings, going as far as providing a small contingent of demons to help the Nightlady during Lord Foulseed's surprise attack. They have remained her allies and/or servants. So far their presence has gone undetected by other **Nightlords**.

Personally, Helldancer does not want the alliance to flourish. He dislikes Lilith, who is (in his opinion) nothing more than a jumped-up sorceress who has more power than she knows what to do with. Incidentally, that is the demon's opinion of all **Nightlords**. What Helldancer would like is to put her and all the Ba'al in their place, possibly by stripping them of all their vaunted power and turning them into slaves.

Helldancer — Demon Minion

Alignment: Diabolic

Attributes: I.Q.: 27, M.E.: 23, M.A.: 19, P.S.: 42, P.P.: 22, P.E.: 28, P.B.: 11 (18 in human form), Spd.: 40 running or 90 flying.

Hit Points: 284

S.D.C.: 500

Horror Factor: 15

P.P.E.: 860

O.C.C.: Demon Lord

Level of Experience: 8th

Natural Abilities: **Nightvision** 500 feet (152 m), see the invisible, turn invisible at will, dimensional **teleport** 90% (40% +5% per level of experience) but only back to the Netherworld, bio-regeneration 1D6x10 S.D.C./hit points per minute, impervious to fire (but takes half damage from magical fire and heat), and magically knows all languages.

Shapeshifting (special): Demon lords can assume the form of a humanoid for the short period of one hour per day per level of experience. While in **humanoid** form, the demon cannot fly, but his supernatural strength and magical abilities remain unchanged.

Astral Form (special): Demon Lords can become astral creatures to enter and travel through the Astral Plane at will. They have an Astral Navigation skill of 92% (72%+2% per level of experience; see *Nightbane*® *World Book One: Between the Shadows*™, for more information about astral travel and the Astral Plane).



Disposition: Like most demons, **Helldancer** is arrogant, sadistic and violent. Beneath that lies a seething mass of conflicting emotions. Part of him is afraid of the Nightlords and the source of their power. Although he does not know much about "The Dark," which is the source of the **Ba'al's** power, he knows that even Modeus seems wary of its power. He hides this fear beneath contempt for the Nightlords, and he covers this contempt under a veneer of politeness and servility when he is around **Lilith** and her avatars. Like most creatures of his kind, the demon lies almost by instinct, and deceiving others is second nature. When dealing with Lilith, however, he knows he is facing another master manipulator, so he is doubly careful.

Psionic Powers: None

LS.P.: N/A

Magical Knowledge: Knows all spells from levels 1-4, plus circle of flame, energy disruption, fire ball, time slip, agony, paralysis: superior, negation, and sickness.

Combat abilities: Supernatural

Attacks Per Melee Round: Six hand to hand attacks or three by magic, or any combination thereof.

Damage: Restrained punch does 2D6, full strength punch inflicts 6D6, power punch does 2D4x10 S.D.C. (counts as two attacks).

Bonuses: +3 on initiative, +7 to strike, +8 to parry and dodge, +3 to roll/pull punch, +26 to damage, +8 to save vs magic, +8 to save vs horror factor, in addition to attribute bonuses.

Vulnerabilities/Penalties: Takes triple damage from holy weapons and Guardian powers. Holy water does 3D6 S.D.C. per splash.

O.C.C. Skills of Note: Demon and monster lore 98%, Astral lore 98%, Nightlands lore 35%, plus detect ambush, intelligence, interrogation techniques, and magically knows all languages, all at 98%.

Allies of Note: As a favored "servant" of Lilith, Helldancer works side by side with Ashmedai, Night Princes, avatars and other high-level servants of the **Ba'al**. Additionally, he controls Club Hades and its staff of demons and monsters.

Minions of Note: Helldancer controls over three hundred lesser demons, about half on Earth and the other half in the Nightlands. He also has connections with evil and selfish human sorcerers, black priests, and brigands and cutthroats of all kind.

Transportation: He usually depends on others for his transportation.

Weapons of Note: Nothing special, tends to use his wits and magical powers.

Body Armor: Nothing special.

Money: Helldancer has several million dollars available from his two masters in order to work his evil.



Linda West — Blood Dancer Demon

Alignment: Miscreant

Attributes: I.Q.: 14, M.E.: 11, M.A.: 22, P.S.: 18, P.P.: 14, P.E.: 13, P.B.: 22 (illusionary form) or 8 (real form), Spd.: 15

Hit Points: 58

S.D.C.: 190

Horror Factor: 16 when her true form is revealed, or when transforming from human to monster.

P.P.E.: 103

R.C.C.: Blood Dancer (demon)

Level of Experience: 5th

Natural Abilities: Nightvision 200 feet (61 m), magical regeneration 2D6 S.D.C./hit points per minute, supernatural attributes and the following.

Illusionary disguise (Special): This magical illusion gives the Blood Dancer the appearance and charisma of an incredible beauty. It fools all the senses, giving people the impression that they are seeing or touching a beautiful human being. Duration: Indefinite; the disguise may be dropped when the creature becomes angry or inebriated.

Magical Slime: In their real form, the Blood Dancers are covered in a thin slimy substance that is blood-red in color. When in contact with a victim, the slime rubs off on him or her, and is absorbed by the skin. The slime has the effect of making the victim more and more pliable and willing to be seduced; among other things, it produces hallucinogenic visions and dreams about the Blood Dancers, usually of an erotic nature.

Hypnotic Dance: The demon has the ability to produce a magical hypnotic effect while dancing. The hypnotic dance will seduce the victim unless he or she makes a save versus ritual magic (16 or higher). Several people (an entire room or auditorium) can also be seduced, but in that case, every person present gets to save versus normal magic (12 or higher); those unable to save will find themselves entranced by the

Linda West — Blood Dancer

Club Hades attracts some of the most jaded people in Los Angeles. Linda West is one of the reasons they keep coming back. The "exotic dancer" gives performances that leave those on the floor drooling and howling for more. Many men vie for her favors, but Linda is very picky about who she goes home with. The chosen few think themselves very lucky and most will do anything she asks of them. Anything! Which is the way this demoness likes it.

Linda West is a Blood Dancer demon, a supernatural creature whose main power is the ability to subtly dominate humans to do her bidding. The cruel creature enjoys sending love-blind men on dangerous or suicidal errands, or in playing one against another until one or both are killed, or worse. Sometimes her games have definite purposes, serving both Helldancer and Lilith (through Helldancer). For the most part, however, Linda does with her conquests as she sees fit, quickly destroying the lives of entire families and communities with contemptuous ease.

dance, very attracted towards the dancer, and unable to take their eyes off her or him (-5 on initiative and -2 melee attacks for the first melee round that anything occurs. Furthermore, the bewitched characters will be most concerned about the safety of the dancer). This powerful charm magic is often the first step towards seduction. Duration: The hypnotic charm and infatuation lasts throughout the dance and for 3D4 minutes afterward. It will last the entire time the Blood Dancer remains with the character or even within line of vision.

Description: In her **illusionary** form, Linda West looks like a beautiful, tall, athletic woman in her early twenties. She has long, curly black hair, dark blue eyes, and tanned skin. Her true form is that of a pale, mostly featureless creature with black eye and covered in reddish slime.

Psionic Powers: All Blood Dancers have the equivalent of the Mind Block Auto-Defense power but no other powers (works as a regular mind block, but costs no I.S.P. to activate). No I.S.P. or other psionic powers.

I.S.P.:None

Magical Knowledge: The spells see aura, befuddle, energy bolt, magic armor, astral projection, and shadow meld, in addition to the natural abilities which draw on the ambient P.P.E. drawn from spectators (of the dance) and other victims.

Combat abilities: Hand to Hand: Assassin, plus an additional hand to hand attack per melee.

Attacks Per Melee Round: Four hand to hand attacks or two by magic.

Damage: Restrained punch inflicts 1D6, full strength punch does 2D6 S.D.C., and power punch does 4D6 S.D.C. (counts as two attacks).

Vulnerabilities/Penalties: Takes double damage from holy weapons and the powers of Guardians.

O.C.C. Skills of Note: Dancing 98%, **demon/monster** lore 98%, prowl, climbing and swimming 80%, prowl 78%, and palming 67%.

Allies of Note: Other strippers at Club Hades include a couple of **Dakini** and **Dar'ota** (see *Beyond the Supernatural*TM for more information on the latter), an evil **wampyr**, and several other Blood Dancers — there is not a human among them.

Minions of Note: None

Transportation: A rich admirer gave her a Porsche, but she usually gets others to give her a ride and anything else she wants.

Weapons of Note: Nothing special, tends to use her wits and magical powers.

Body Armor: As a rule, none.

Money: She has accumulated over 50,000 in cash, 90,000 in jewelry and 30,000 in clothing from her various admirers and victims.

Angel Sun

Guardian & Leader of the Lightbringers in Devil's City

Angel Sun is one of the enigmatic enemies of the Nightlords known as Guardians. She is in the unenviable position of being an *angel* in a city of demons. Her burden would crush almost anybody, as every day she has to watch innocent people suffer and die. She saves those she can while desperately trying to find a way of doing the impossible and saving them all. Angel is incredibly driven (some would say obsessed with helping others) and her friends and colleagues sometimes fear for her sanity.

Angel Sun (she chose the name for herself) woke up in a Los Angeles hospital bed a few days after Dark Day. Several doctors were excitedly discussing her alien biology and wondering what they should do with her. With only a few vague memories of who she was, but a firm conviction about what she should do, Angel leaped through a window and flew away — just a few minutes before a team of unsmiling gov-



eminent officials (all of them still human, in this early stage of the invasion) arrived at the hospital to secure the strange "alien."

At first, Angel worked alone, helping people as best she could. Even without her full memory, Angel was able to find and destroy dozens of Nightlbrd minions in Los Angeles, and helped to slow down, although never stopping, the Ba'als' conquest. She eventually found others of her own kind, fellow Guardians and human believers. Angel joined the *Lightbringers* and, for the next two years, embarked on endless crusades against the Ba'al.

Angel's latest mission has taken her to the **Nightlands**, to L.A.'s demonic twin, aptly-called Devil's City. Although forced to leave the Nightlands every couple of days to avoid suffering from the lack of sunlight, Angel has done a lot of good, helping thousands of humans escape from the clutches of the Nightlords, and destroying scores of their minions in the process. The magnitude of her mission still weighs heavily on her, however, and she fears that she faces impossible odds. In addition to trying to save the victims of the Nightlords, Angel is also gathering information about her enemies. Among other things, she has discovered that the demonic presence in Devil's City is more extensive and insidious than anybody, even the other Nightlords, suspect. She has also discovered that Lilith is plotting with the demon Lords of Hades and has opened both Devil's City and Los Angeles to her evil allies. Angel is considering what to do with this information. Meanwhile, her superhero-like exploits have given both Lilith and Janice **Hotchkiss** cause for concern; both are preparing seek and destroy teams to track down and terminate this "pest."

Angel Sun, Heroic Guardian

Alignment: Principled

Attributes: I.Q.: 22, M.E.: 21, M.A.: 19, P.S.: 17, P.P.: 20, P.E.: 22, P.B.: 17, Spd.: 30 running, 60 flying.

Hit Points: 82

S.D.C.: 173

Horror Factor: 9 when her alien features are not hidden, 12 when she displays her energy powers. As often as not, this horror factor reaction is usually awe or adoration among humans, and fear among the Nightlords' minions and other supernatural fiends.

P.P.E.: 250

R.C.C.: Guardian

Level of Experience: 7th

Natural Abilities: The ability to fly and all the usual powers of the Guardian race. See **Nightbane™ RPG**, pages 23-25 and 189-192.

1. Precognitive Senses: Gives Guardians the ability to go where "they are needed."

2. Supernatural Senses: **Nightvision** 500 feet (152 m), can see into all spectrums of light, see the invisible and recognize illusions with a Perception roll.

3. Regeneration and Healing Touch: Angel can heal up to 22 S.D.C./hit points by spending one P.P.E. point (counts as one melee attack/action). Also, does not need to eat, drink or breathe air.

4. Nullify Magic: By using P.P.E., she can nullify magic spells.

Disposition: Angel is a dedicated, compassionate woman who is being forced to make harsh choices. Angel is called upon all too often to make life and death decisions for other people. Like a General in war, she must sometimes decide who will live and who must be sacrificed for the greater good of others. She would sacrifice her own life without hesitation, but having to decide who she can help and who she cannot (and therefore, who is left behind, often to dire consequences) is a task that weighs heavily upon her shoulders. It has also made her a bit ruthless and extremely aggressive toward the Nightlords and their minions — all of whom she views as evil incarnate. She is slowly being consumed by her hatred of the Ba'al. She often prays and meditates to try to overcome these negative feelings in the hope that she never becomes as cold hearted as her enemies.

Psionic Powers: Empathy, mind block, presence sense, see aura, astral projection, astral navigation, healing touch, induce sleep, psychic surgery, resist fatigue and suggestion.

I.S.P.: 121

Magical Knowledge: None

Vulnerabilities/Penalties: Needs sunlight to derive nourishment and strength. If deprived of light for over two days, she loses 10 S.D.C. per additional day. After a week, all attributes, bonuses and attacks per melee are reduced by half. After 14 days, all are reduced to one. The Guardian does not die after this, but lingers on, barely strong enough to move.

Allies of Note: Angel Sun's **Lightbringer** team includes **Jebadiah Jones** (Mystic, 6th level), **Gina Delgado** (Mind Master, 5th level), **Bonnie Light** (Guardian, 4th level) and **Spike Angel** (Nightbane, 6th level). Additionally, a dedicated band of a dozen humans help out in any way they can (average level is 1-3; all have hand to hand: basic and two modern W.P.s). Angel is loath to send them into combat, knowing they would have little chance against the minions of the Nightlords. She has also met, and occasionally works with, other Guardians, but most working with her are uncomfortable because she is so driven and extreme in her dealings with evil forces.

Transportation: Typically flies or uses her other abilities; she may use a conventional vehicle when working with humans.

Weapons of Note: Tends to rely on her wits and powers.

Body Armor: None

Money: Angel has little need for money except to use it to help liberate others (i.e. supply her associates with equipment, help refugees in the Nightlands, bribe informers, etc.). She typically has access to **1D6x1000** in cash at any given time.

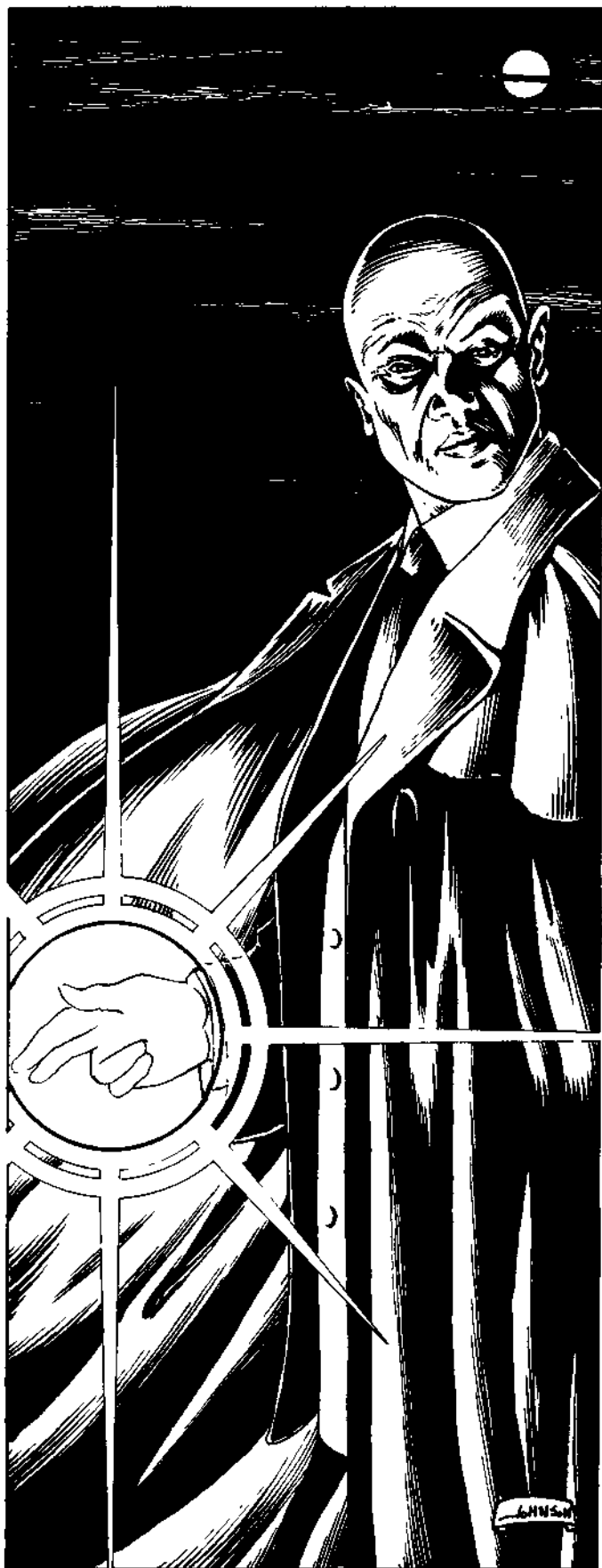
Wong Chi

Leader of the Mystic Tongs

The West Coast has long suffered under the secret rule of Wong Chi and the Mystic Tongs. This criminal ring controls drug traffic, prostitution, the sale of illegal guns, and a well-established "protection racket." Almost every merchant in the Chinatowns of San Francisco and Los Angeles, and in most other Asian ethnic neighborhoods, pay as much as 20% of their income as a "protection" tax to ensure no "accidents" or "trouble" will befall their shops and homes. Even before the Dark Day invasion, efforts by the police to stop the Mystic Tongs had met with little success. The police didn't even know the name of the organization, let alone its leaders, true strength, mystic power and range of influence.

The Mystic Tongs' success is due largely to three factors. First, several of the richest and most influential people in the Asian community are secretly linked to this organization or one of its subsidiary secret societies. Some have contacts with Communist China, and in the past, used them to "import" automatic weapons, drugs and pirated consumer goods; cheap copies of CDs, books, computer software, and other items illegally manufactured in China. Second, the Tongs recruit hundreds of young men and women into their extensive network of gangs. The actual gang members know little or nothing about the secrets of the organization, but make effective enforcers and "foot soldiers" to intimidate and exploit the community. Third, several of the top members of the Tongs are sorcerers, mystics and psychics. Their supernatural powers usually succeed when money, threats, influence and brute power are not enough. These evil magicians are the true backbone of the Mystic Tongs. Chief among them is the powerful and enigmatic *Wong Chi*.

Nobody truly knows how old Wong Chi may actually be, but many of his minions believe he is immortal and has lived for thousands of years. To support this belief, he sometimes speaks of having met some



of the oldest and most legendary Emperors of China, some of whom ruled over 2,000 years ago! Of course, this devious magician could be simply preying on his superstitious minions by making up these tales, but most of his men believe them to be true. This much is known, Wong Chi arrived on the shores of California in 1901, shortly after a major

Chinese uprising against the European presence in China was crushed. Perhaps Wong Chi was involved in the uprising in some way, or perhaps he was simply abandoning a nation in chaos in search of a land of opportunity. Whatever his reasons, shortly after his arrival he carved himself a place in the Asian-American underworld. It was he who recruited and gained the allegiance of several other sorcerers, mystics and men of power to build a network of crime that no Earthly authority could discover, let alone destroy.

Almost a century after his arrival in the U.S., Wong Chi's mystic link with ley lines alerted him of an impending, devastating event. All power conduits on Earth were being infused with magical energy strong enough to produce a major dimensional event. Intrigued, the sorcerer investigated and, using his mundane and mystical connections, was able to discover that hundreds of small cults throughout the world, the so-called *Cults of Eternal Night*, were conducting a mass scale ritual that would align Earth with the *Nightlands* much more closely than before. Wong Chi had visited the land of darkness in the past and knew full well what to expect from its denizens.

The sorcerer had the opportunity to disrupt the ceremony; his link to the ley lines was powerful enough to hamper or even stop Dark Day. However, he was unwilling to risk his life for others, and decided to wait and see if he could turn the situation to his advantage. Not too long afterwards, he was contacted by Lady Lilith and made an unholy alliance with her. In return for his non-interference and his help in destroying all Nightbanes in his areas of influence, Lilith would not bother him in any way and would ensure that the authorities (which would be under her control) did nothing to interfere with his business. Wong Chi agreed.

Since then, this criminal mastermind has continued to rule his petty empire. Before Dark Day, the Mystic Tongs had a small number of Nightbane members; Wong Chi has quietly had them all destroyed. Since then, his minions make sure that no Nightbane is left alive in any asian community on the West Coast.

Wong Chi, Leader of the Mystic Tongs

Alignment: Aberrant

Attributes: I.Q.: 21, M.E.: 16, M.A.: 11, P.S.: 9, P.P.: 8, P.E.: 14, P.B.: 12, Spd.: 12

Hit Points: 51

S.D.C.: 19

Horror Factor: None, except by spell magic.

P.P.E.: 121

O.C.C.: Geomantic Immortal (new R.C.C.)

Level of Experience: 11th

Natural Abilities: The stories are true, Wong Chi is an immortal and has walked this earth for thousands of years. His abilities are based, in part, on the *Rifts*® *Ley Line Walker* by Kevin Siembieda.

1. Sense ley lines: The Geo-Immortal can sense the presence of ley lines, whether it is near or far, and can try to follow his feeling to the source. The degree of success is 25% plus 5% per additional level of experience. **Range:** 10 miles (1.6 km) per level of experience.

2. Read Ley Lines: With but a glance, the geomancer can gain a great deal of information about a ley line. The Geo-Immortal will know the following data: how long the ley line runs, whether there are nexus points and in what direction they are located, and whether or not there are any Rifts presently open along the line.

3. Ley Line Phasing: The Geo-Immortal also has the power to instantly **teleport** from one place along a ley line to a specific place alongside the same line. This process takes a great deal of concentration, and cannot be used in combat. After 1D4 melee rounds of concentration, the character can teleport anywhere along the entire length of the ley line. This power can only be used a limited number of times, however; once per level every 24 hour period.

4. Ley Line Vitality: While standing on or along a ley line, the Geo-Immortal can spend 10 P.P.E. to open a connection between the

line and his body. This connection lasts one minute (four melee rounds) per level of experience. While it is on, the character will be at +5 P.S., +30 S.D.C., and will regenerate damage at the rate of **five S.D.C./hit** points per melee round! After the connection is over, however, the mage will feel tired and dizzy. **Penalties:** Loses one melee attack per round, has no initiative, all combat and perception rolls are at a -2 penalty, speed is reduced by half, all skill rolls are at -10% and spell casting is *not* possible! This period of exhaustion lasts **1D4x10** minutes. Spending another 10 P.P.E. staves off the inevitable collapse for two hours, but when the mage finally "crashes" it will be even worse; all the penalties above will last **2D4** hours! This power cannot be used again until after the dizzying weakness has passed.

5. Ley Line Healing & Longevity: By simply staying on or near a ley line, the **Geo-Immortal** can double his healing rate! Furthermore, as long as the character lives near a ley line, the aging process will be arrested, and will not start again until the magician spends more than a full day away from any ley lines (ley lines have a thickness of about half a mile; a width of 2700 **feet/823** m). Some truly ancient **Geo-Immortals** have been known to become obsessed with staying at a ley line to the point of being afraid to leave their enchanted area. The mentally unstable characters will leave most of their dirty work to their minions and have their enemies brought to them rather than confront them away from the life-giving lines of energy. Wong Chi does not suffer from such an affliction, although he is always cautious about staying near ley line.

6. Open Dimensional Portal: While on a ley line nexus, the **Geo-Immortal** can open a portal between dimensions. This power takes 1D4 hours of concentration, costs 100 P.P.E. (the character CANNOT draw energy from the nexus points to fuel this ability) and has a base chance of 40% plus 3% per level of experience. If the skill roll is successful, a portal opens to a dimension known to the character. If he does not know of any other dimensions, the attempt fails. Most sorcerers only know of the **Nightlands** and the **Astral Plane**.

Description: Wong Chi appears to be a man of Chinese descent in his mid-forties, with only a few traces of gray in his hair. When in public, he dresses in conservative business suits. In private, he prefers to wear traditional robes and costumes of Imperial rank.

Disposition: Wong Chi is a self-serving man with a history of ruthlessly grabbing power for himself. However, he is cautious and patient, never overextends himself, never underestimates his opponents, or takes foolish risks. Eternal life and absolute power are Wong Chi's main goals. If he had been born just a few centuries earlier, he might have been chosen to become a **Nightlord**, something that he might have wanted. For now, he is content with what he's got. He realizes that the **Nightlords** intend to enslave or perhaps destroy all human life on Earth, but he doubts they will succeed. Even if they do, Wong Chi will have ample warning to escape to other places in the **Megaverse**.

A profoundly selfish and greedy individual, Wong Chi's only "weakness" is his word of honor. Although he will lie at the drop of a hat and is renowned for his treachery, once he has given his word on something, he will follow it to the letter. This also means he will not agree to anything that he cannot live up to. However, the intelligent and imaginative sorcerer often finds way to "interpret" the letter of his promise in ways that will benefit only him.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Knows all magical spells from levels 1-11, plus amulet, calm storms, metamorphosis: mist, enchant weapon, protection circle: superior, sanctum, talisman, close rift, dimensional portal, and **teleport:** superior.

Combat abilities: Hand to hand: basic and boxing.

Vulnerabilities/Penalties: None

O.C.C. Skills of Note: Lore: **Geomancy**, **Demons and Monsters**, **Nightlands** and **Astral**, all at 98%. Speaks several varieties of Chinese, as

well as English, Spanish, French and German, all at 98%. Plus holistic medicine, intelligence and detect concealment, all at 98%. W.P. sword, blunt, and pistol.

Allies of Note: Wong Chi's fellow leaders of the **Mystic Tongs** include some half a dozen sorcerers and mystics (levels 4-8). Game Masters interested in adding elements from **Mystic China** to the campaign can also add other evil immortals and Chinese sorcerers into the mix.

Minions of Note: The **Mystic Tongs** have over 5,000 gang members spread in half a dozen cities along the West Coast. Additionally, the sorcerers have summoned and bound hundreds of demons, entities and other supernatural monsters, which they use as guardians and occasional muscle.

Transportation: He may use a conventional vehicle when needed.

Weapons of Note: Tends to rely on his genius and magic powers, but will use whatever is necessary to get the job done.

Body Armor: None

Money: Wong Chi's personal fortune ranks around 3-6 billion dollars, although most of it is tied up in real-estate holdings and assets that are not easily or quickly liquidated. He also owns one billion dollars' worth of antiquities, mostly ancient Chinese relics and artwork stolen over the centuries from China (most adorn his secret lair). At a moment's notice, he can get his hands on over 20 million dollars in cash.

Adventure & Encounter Ideas

The Foulseed Saga: Lord Foulseed is a renegade **Nightlord** with god-like powers, the mind of an ax-murderer, and a big ax to grind. He frequently wanders up and down the California coast as he hides from his fellow **Nightlords**. Such characters do not go unnoticed even in California.

Foulseed's recent exploits in California include over a dozen murders, tens of thousands of dollars in property damage, and a trail of terrified, often half-crazed people. Dubbed "the Highwayman" by the media, the "insane killer" is being hunted by the police and the NSB (and, covertly, by a whole army of **Hounds** and other minions).

Characters from any Faction might be interested in finding and either talking to or destroying the deranged **Nightlord**. Although Foulseed might be very useful in the struggle against the **Ba'al**, his utterly erratic and murderous whims may make him more unpredictable and dangerous than he is worth. Of course, destroying a **Ba'al**, even one without any allies and bodyguards, is not easy. Even if Foulseed is cooperative (which is fairly likely — he is crazy, not stupid, and knows he needs allies), accepting him would pose some strong moral dilemmas to most player groups. After all, he is a murderer many times over, and he makes no bones about it. If such a monstrous killer is allowed to go free, does that make the player characters any better than the **Nightlords**? Furthermore, how do they control him and curb his bloodlust while he works with them — innocents are likely to suffer at his hands.

Some factions will be more accommodating than others. *Spook Squad* is led by men and women who have in the past made a number of "deals with the devil," protected and coddled dictators, and ignored genocides and worse as long as they were able to proclaim they were not Communists. They would probably be ready to forgive Foulseed's sins if he can genuinely assist them. However, Foulseed is not likely to deal with a group that is led by "mere humans." *The Resistance* has a number of brutally pragmatic **Nightbanes** who would be willing to make a deal with the renegade **Ba'al**. They might even justify it by claiming that most of Foulseed's victims were "only" human — a view which does not make them any better than the **Nightlords** themselves, and which other **Nightbanes**, including most **Resistance** members, are

likely to find repugnant. The Resistance might split down the middle over such a disagreement.

Of all the factions, the most likely to welcome Foulseed would be the *Warlords*, but only after the Nightlord defeated the overall leader of that gang, the **Nightbane** known as *Chow-Down*; something Foulseed could do with ease. The Warlords respect strength, and they sincerely do not care about the welfare of humans. If Foulseed is allowed to make contact with this group, he might find himself at the head of a nationwide army of **Nightbanes**, whom he could remake into his own psychotic image.

Neither the *Lightbringers* nor the *Nocturnes* (or the Searchers for that matter) will have anything to do with Foulseed, other than destroying him. The Lightbringers have a dim view of dealing with any devil, and the Nocturnes will not make pacts with such evil beings.

Any number of plot twists can be derived from the fact that a rogue Nightlord is loose in the world. All kinds of adventures, from simple "manhunts" to elaborate political machinations can be developed around the impact Lord Foulseed *may* have in the war against the Nightlords. **Note:** As usual, the Game Master has control over what happens in his campaign, so if he thinks that any or all of the possibilities described above would disrupt his campaign, he should change or ignore them. **However**, the presence (even the rumor of this villain) should offer all kinds of plots and adventures.

Models From Hell, Inc.: The player characters discover that one or more of the models from the H&L Model Agency is not what she seems to be. If they investigate, they will unearth Janice **Hotchkiss'** web of supernatural spies and assassins. This will prompt the Hotchkiss avatar to send her beautiful monsters after the player characters. Using other Nightlord minions would not be considered at first, because Janice wishes to keep the existence of her influence at the H&L agency a secret from other Nightlords, so she will try to limit the involvement of other minions and creatures. Even so, the other demons, Ashmedai and **Dopplegangers** at the agency are dangerous enough. They will try anything, from seduction to direct attacks, to find and destroy the Nightbanes or humans who dared meddle in their affairs.

Wong Chi Must Die: This scenario could involve characters from the Resistance or the Underground Railroad. A group of over a dozen Nightbanes fleeing Communist China recently arrived in Los Angeles, and are summarily massacred by Wong Chi's henchmen. Only one Nightbane escapes and finds his way to the *Underground Railroad*. The terrified character describes the massacre and names the leader of the Mystic Tongs who participated in the brutal slaughter, Wong Chi!

The Underground Railroad has long suspected that Wong Chi was working or collaborating with the Nightlords, and this last atrocity proves it. Although the organization rarely takes action directly, this crime has prompted even some of the most cautious Nightbanes to take action. The organization may decide to take matters into its own hands, or it **might** pass the word **along** to the Resistance, who is more familiar with the methods and tactics of violence.

The player characters can be directly involved in the attempts to discover and destroy Wong Chi, or they can get caught in the crossfire. The first skirmishes are likely to involve uncovering and destroying the gangs who operate in Chinatown; most of these thugs will be normal humans (levels 1-5 with martial arts and several physical and weapon skills; Game Masters may allow the enemies to have skills and abilities from **Ninjas & Superspies™** or **Mystic China™**). Eventually, as the player group digs deeper into the organization, more dangerous enemies, including sorcerers, demons, and other men and creatures of magic, will be encountered. Finally, the heroes may confront Wong Chi himself, who will most likely select a battlefield of his own choosing, probably on a ley line nexus. The Mystic Tongs and Wong Chi can (should) be a returning villain that can plague our heroes for months, or even years. Note that even if Wong Chi is destroyed and the Mystic Tong organizations severely damaged, they will not disappear completely and are likely to be a continuing source of villainy. In fact, gangland violence may increase as the Tongs splinter and engage in bloody rivalry.

Typhoon

The Domain of Lord Magog

Population: 1.1 million: 80% Dopplegangers, 10% human slaves, 10% minions of the Nightlords.

The **Nightlands'** counterpart to **Earth's** Chicago is in a barren plain, with salt flats in its northeast where Lake Michigan would be, and mostly featureless plains everywhere else. The city-state springs from the parched earth like the claws of some gigantic creature. Almost every day, ferocious winds send white dust and sand swirling around and through the city, giving the impression that Typhoon is being hit by an eternal swirling storm. The city-state gets its name from these swirling clouds of dust and the strong winds that sweep over it. These winds are much stronger than those of the real "Windy City." The dust raised by these storms generally reduces visibility to a mere 50 feet (15 m), especially on the city's outskirts on the South Side, where there are few tall buildings. In the downtown area, the buildings cut the winds in some places, but actually channels and amplifies them in others, creating artificial canyons and wind-tunnels.

Typhoon's outline follows the geography of Chicago to some degree. There are three major sections in the city. **The North Side** is full of strange factories that belch noxious fumes into the air, adding to the gloom and mixing with the dust carried by the constant winds. It is at some of these factories that the **Darkblades** are manufactured. **The West Side (Downtown)** is largely populated by Dopplegangers who wander aimlessly through the streets, a favorite hunting ground for Hounds and Hunters. **The South Side** is a residential area in **Earth's** Chicago. In the **Nightlands** it is largely empty, full of ruins and the bones of the dead. This section of the demonic city was severely damaged by a freak dimensional event that reduced it to shattered debris. The dark minions also cast the remains of their victims into this part of town, a grim reminder of their lust to destroy. The South Side is also where many enemies of the Nightlords make their lairs, remaining hidden despite constant patrolling by the minions of Lord Magog.

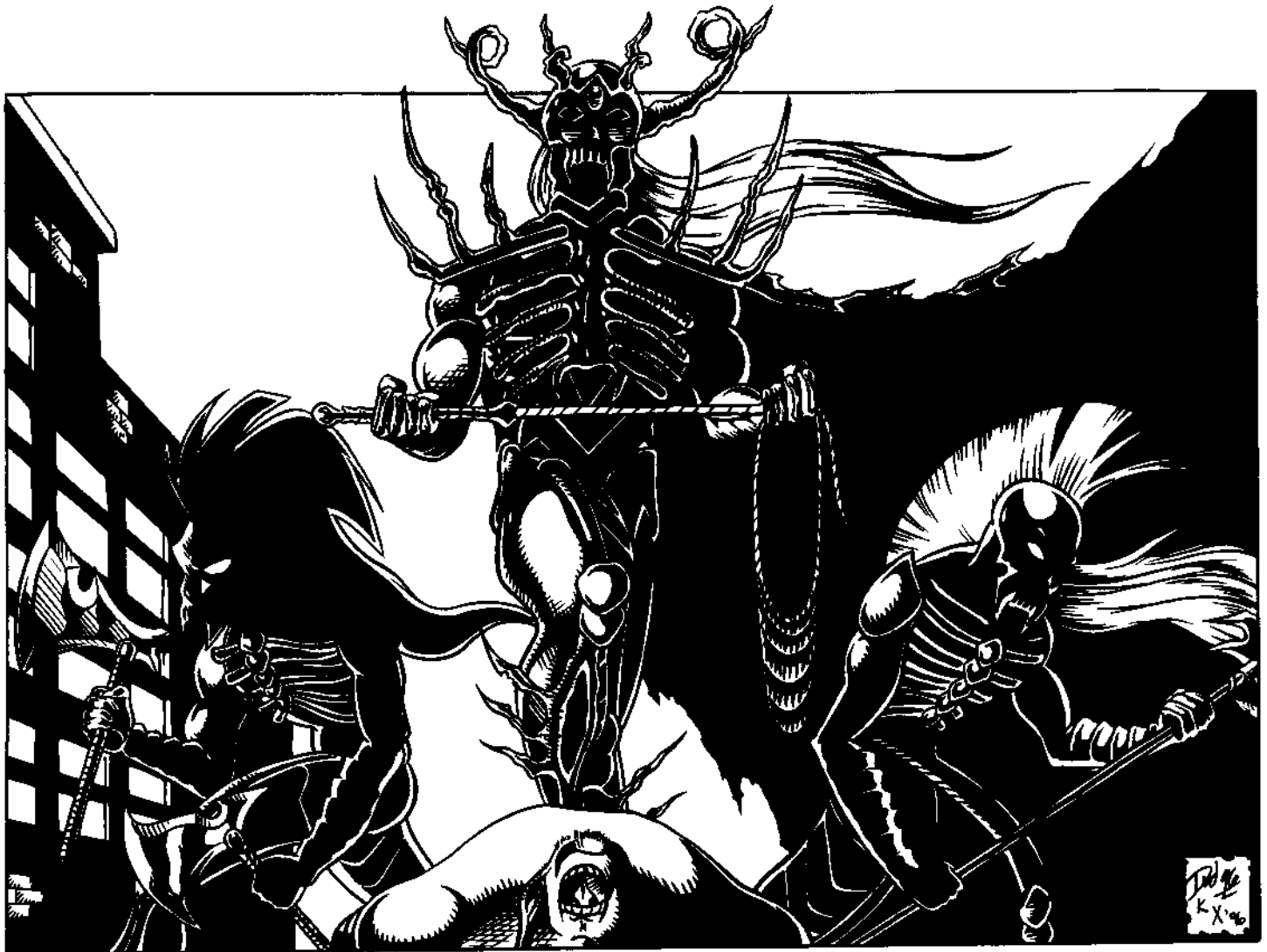
The city-state's downtown, like Chicago's Loop, is ringed by railway tracks where Dopplegangers and human slaves are forced to pull and push wagons full of raw ore; an inefficient and slow method of transportation, but one that is emotionally satisfying to Lord Magog. Occasionally, a slave will falter, fall, or be pushed off the tracks, plummeting to his death on the streets below. Passersby simply walk around the shattered body and continue their dazed walk. Eventually, a Hunter or Hound may take the body to the South Side and toss it on a debris **pile**. The **Nightlands'** "Loop" encompasses a number of **large** towers that are the equivalents of Chicago's skyscrapers.

Typhoon is Lord Magog's capital city. From here, he controls the entire Midwest and a good part of the American southwest, from central Canada down to Texas. The western border stops at the West Coast territories held by the much-hated Nightlord, Lilith.

Origins

Typhoon did not come into being until the end of the 19th Century. It was originally ruled by an avatar of King Moloch, until it was ceded to Lord Magog in 1920 as a reward for his part in stopping a demon horde from pouring into the **Nightlands** (see **Magog and the Demon Invasion** for more information). Under Magog, Typhoon became a center of military might and political intrigue.

During the 1950s, one of Magog's avatars performed some unknown mystic ritual on a ley line along Typhoon's South Side. Nobody, with the possible exception of Magog, knows what the avatar was attempting to do, although most agree that the end result was not what the



avatar wanted A dimensional portal opened up over the ley line and a ley line storm broke out This strange event unleashes enormous levels of psychic energies, devastating large sections of the South Side as if struck by a tornado! Buildings were reduced to rubble, houses shattered, and tens of thousands of Dopplegangers were killed or sucked into the portal, never to be seen again The avatar disappeared and was presumed dead

Besides that incident, very little else has happened in Typhoon during Magog's rule The warrior Ba'al spends most of his time overseeing his possessions in the Nightlands and military exercises He did not concern himself with Earth's affairs until the eve of Dark Day, because he did not believe Moloch could break through the barriers between the two worlds Besides, Magog has no regard for human life, they are beneath his notice This cost the Nightlord when he had to send his minions to Earth in order to seize control of Chicago and several cities in the Midwest Although the takeover was largely a success, Magog's minions were inexperienced in the ways of the modern world and sometimes fumbled their tasks Furthermore, there were more eyewitnesses to the activities of Hounds, Hunters, Ashmedai and other minions in the Midwest than in any other part of the U S Although such accounts were dismissed by the authorities and the rest of the public (after all, people had been reporting UFOs and Big Foot sightings in the same region for decades), these sightings made a lot of people into believers Many of those "believers" have joined the Lightbringers, Spook Squad and other organizations to fight the Nightlords Magog's bumbling takeover also allowed a number of important people to escape, including several magicians and Nightbanes All these factors combine to make the Chicago of Earth and most of the Midwest, one of the hotbeds of resistance ac-

tivity against the Nightlords This subversion has also leached into the Nightlands at Typhoon

Major Powers

Magog takes a direct and stern hand in ruling Chicago, the Midwest and Typhoon He does not trust the job to any of his avatars or minions Minor Nightlords and Night Princes control some of the smaller city states in the region, but they are afraid of Magog's power, making them fairly loyal and cooperative However, Typhoon has one of the largest resistance movements in the Nightlands, and is a source of consternation for Magog

The Nightbane Resistance: The Resistance has managed to send an elite strike team of 8-20 Nightbanes, code named *Windstriker*, to infiltrate Typhoon The actual size and members of the team are constantly changing as people are replaced and sent home, or killed Among them is the notorious *Burger-Face*, a tough Nightbane fighter who has been battling the Nightlords since his Becoming during Dark Day The team is there to observe, find weaknesses in Lord Magog's defenses and to damage the enemy whenever they can The latter usually takes the form of sabotage and assault against Night Princes and minions, Magog has proven to be too well protected for any attack to succeed

The Resistance cell is located at some ruins on Typhoon's South Side The entire area was apparently built by Doppleganger slaves, until some disaster leveled the place The Nightbanes have built a number of chambers beneath the ruins of a neighborhood of dilapidated houses, often using basements as their starting point These basement hideouts are usually connected by hidden tunnels and underground passageways

The same engineers who designed the **Warcamp** helped build this shallow network of catacombs. So far, the Hounds who occasionally investigate the area have not found any of these **underground** chambers. Likewise, Hunters flying overhead are oblivious to activity beneath the surface.

The team is in frequent contact with the **Warcamp** (see the **Other Communities of the Nightlands** section), a well-hidden base somewhere in the **Nightlands'** version of Lake Michigan (no water here, it's a salt flat). The **Warcamp** sometimes sends reinforcements to work with the **Windstriker** team to perform large-scale raids and coordinated attacks on special targets.

In addition to the **Windstriker** team, there are a handful of small, independent free fighters operating in the shadows and swirling mists of **Typhoon**. In most cases, these clans are composed of 2-6 people, typically a mixture of **Nightbanes** and humans, but may also include a **Guardian**, **wampyr**, vampire, or demon, along with disloyal **Doppelgangers**, among others. Often their motivation is a lust for revenge directed at the **Nightlords** and their minions, or **Magog** specifically. Their level of expertise ranges from bandits or rag-tag vagabonds on a mission to military specialists equal to any of the formal resistance organizations. Sadly, many fall to the **Nightlords'** minions as quickly as they appear.

The Nocturnes: Before the **Dark Day** invasion, the **Chicago** of **Earth** had been the secret battleground between a number of supernatural forces. The **Nocturnes** had been locked in a secret struggle against a nest of vampires since the **Roaring Twenties**, a struggle that had involved the old **Chicago** mob, members of the police department, and all manner of beings and people, human and supernatural. On one side were a band of **Nocturne** vampire hunters led by **Vladmir Ivanov** (9th level **wampyr**), who led over a dozen sorcerers, **wampyrs** and other beings in his crusade against the undead. On the other was a master vampire who went by the name of **Judas Black**, and his growing band of vampires. For years, this struggle went on without a clear winner. Then the **Nightlords** invaded **Earth**.

Although many of **Magog's** minions did not know much about **Earth**, they knew very well how to deal with vampires. **Judas Black's** nest was discovered and all(?) vampires destroyed, possibly including **Judas** himself, although there are some indications that the vampire is still at large. The **Nocturnes** were a little luckier than their mortal enemies. Two of their safe houses were discovered and some members were killed by the invaders, but **Vladmir** and most **Nocturne** members managed to escape, hide and weather the first wave of **Nightlord** minions. In the ensuing months, the **Nocturnes** learned a great deal about the invaders. Some of the team's sorcerers used their magic to open portals to the **Nightlands**, enabling the **Nocturnes** to establish a presence in **Typhoon**.

In a daring move, they have taken a large basement in the downtown area of the **Nightlands** city. From here they can observe many of the goings on and carefully move against their enemy. The combination of **Nightbanes**, humans, sorcerers and **wampyrs** in this organization gives this group excellent range and diversity. The humans and **Nightbane** in facade appearance frequently roam the streets among a cluster of **Doppelganger** drones. They've learned that the minions of the **Nightlords** rarely trouble groups of **Doppelgangers** who are "obviously" zombie drones (not yet **Awakened**). Thus, by pretending to be one of them, shuffling along in mindless bliss, they can roam the city with relative ease. From the street, they watch, listen and learn, gathering information, helping runaways and refugees, and eliminating any minions that they can catch alone or in small groups.

The Lightbringers: Until very recently, the **Lightbringers** had a fairly large band of people in **Typhoon**. Unfortunately, their presence was discovered and they were attacked with overwhelming force. Only a handful remain at large.

Vampires: Despite the Hounds' sweep during **Dark Day**, a few vampires have remained in **Chicago**. Occasionally, one of the fiends ap-

pears in **Typhoon**, either accidentally or with deliberate intent. Most of the time, the monsters are quickly discovered and dispatched, although at least a handful of them dwell among the rums of the **South Side**, venturing forth to prey on **Doppelgangers** and human slaves, and whenever possible, to destroy a minion. Unfortunately, these predatory monsters are as much a threat to humans and **Nightbanes** as they are to the **Nightlords**. It is the rare vampire who is willing to work with "human-cattle" (including **Nightbanes**) without some hidden agenda.

Spook Squad: The largest operation conducted by **Spook Squad** in the **Nightlands** is less than sixty miles (96.5 km) away from **Typhoon**. It is the **Beachhead**, a hidden military base inside a mountain cavern. From there, teams of soldiers and spies venture forth on missions of reconnaissance, sabotage and seek and destroy. Their goal is to kill as many minions as possible, rescue human captives, and disrupt the plans of the **Nightlords**. Additionally, two squads of **10 Spook Squad** agents each is stationed in **Typhoon** itself. The teams operate from a safe house in the upper **South Side**. Most of them are humans without any supernatural powers, the rest include two sorcerers, an **Astral** mage, a psychic sensitive, a **Kinetic**, and a **Mind Master**. Due to their lack of a supernatural scent, human agents can operate among the crowds of **Doppelgangers** without attracting undue attention. This has allowed the group to conduct a number of very successful missions, including the killing of a **Magog** avatar. The creature was killed when a **Doppelganger** slave (really a human agent) brought him a wooden box that he claimed was a "gift" from **Lord Magog**. The claims of the agent were reinforced by powerful mental suggestions so that even a **mind** probe could not reveal his real purpose. The agent made his way through the guards to present the gift to his master. When the avatar opened the box, a high-explosive device detonated, vaporizing him, a handful of Hounds, and damaging one of the chambers at **Magog's** palace. The agent was also vaporized, but the volunteer knew what he was getting himself into and felt his sacrifice was worth the impact the attack would have on the **Nightlords**.

Spook Squad agents have sabotaged the rail lines carrying ore for the **Darkblade** forges, **Awakened** and recruited a small network of **Doppelganger** informants, freed and rescued slaves, and regularly ambush small patrols of Hounds and Hunters.

Some Places & Items of Interest in Typhoon

The Great Tower: This copy of **Chicago's** **Sears Tower** is 110-stories tall, the same size as the **Earth** building. **Lord Magog** makes his residence in the top floors of the tower, where he can view his dominion at a glance. Sometimes, the **Nightlord** entertains himself by firing random bolts of energy down on the streets, sometimes just scarring the roads and sidewalks, sometimes carbonizing a hapless **Doppelganger** or two. The lower-level floors are barracks that house part of his Army, over 10,000 minions, including 1000 **Great Hounds**.

The Darkblade Forges: These large factories are worked by **Doppelgangers** and human slaves. They employ some 10,000 people between them. Like the iron works in **Doom's Harbor**, these forges manufacture the weapons used by Hounds, Hunters and other minions. Life in the **Darkblade** slave-gangs is short and brutal. Prisoners work sixteen hour shifts after being fed a meager breakfast, with only one break to get some food and water. Hounds and **Doppelgangers** with barbed whips are always ready to "encourage" the exhausted slaves to keep working. One in twenty usually dies every day, sometimes more. It is said that the **Darkblades** owe their sharpness to the psychic death agonies of these slaves, which is believed to be part of the forging process.

Darkblades are made out of raw ore deposits that can be found scattered around the **Nightlands**. Other deposits can be found around and near **Typhoon**. Slave gangs mine the metal and transport it by hand to **Typhoon** for processing. The metal is "inclined" to receive and hold magic energy which makes all **Darkblades** nearly indestructible and



equivalent to a lesser magic weapon. The Forges produce more than enough weapons to keep the minions under Magog's command supplied and a surplus that is often traded to other Nightlords in exchange for slaves or magical items. The Forges at Typhoon supply a full 20% of the minions of the Nightlands.

Notes about Darkblades: Darkblades will cut through *any* Earth steel or material like it was butter. Even the armor of a 21st Century battle tank is not strong enough to withstand these weapons! In all cases, ignore the A.R. of the structure or creature, except those made of magic and the body armor of the Nightlords; A.R. applies to these exceptions. **Damage:** Short sword: 2D6, bastard or long sword: 4D6, large sword/Claymore or scythe: 5D6, battle axe: 4D6, throwing axe/small: 2D6, knife: 2D4, spear: 3D6, or pole-arm: 6D6 (two handed and heavy, requires supernatural P.S. or human P.S. of 30 or higher, otherwise -5 to strike and parry). Darkblades are mega-damage weapons in the **Rifts® RPG** world, typically doing 3D6 to 6D6 M.D. depending on the size.

The Horn of Destiny: This is a Greatest Artifact that Lord Magog has kept hidden from everyone for over 8,000 years. According to its inscription, and to legends that Magog has collected over the years, when blown by a human with a "pure heart," the Horn of Destiny will channel the psychic energies of any victimized people in the area against their tormentors. Magog is convinced that this weapon could destroy or at least severely harm the Nightlords. Should somebody use this weapon in Typhoon, there would certainly be enough psychic pain and suffering to obliterate 2D4x10% of the minions, all Night Princes and even a Nightlord. Lord Magog and his avatars would instantly be reduced to half their normal S.D.C. and hit points and would not heal until they have fled the city. This ancient weapon is kept in Magog's innermost vault, hidden inside the Great Tower and guarded by a variety of powerful minions and magical traps.

Chicago After Dark Day

One of the major cities of the U.S., Chicago has been slipping into rapid decay ever since the Nightlords' invasion. Dark Day sparked a number of riots and fires that devastated the city. The local government (secretly controlled by the Ba'al) has done little to rebuild, or help the people. Magog is not interested in any human affairs, as long as he can insure the safety of his interests and a steady supply of slaves. Thus, Chicago suffers under the mismanagement of the **Dopplegangers** and other minions who masquerade as the city's leaders. Crime is rampant, with the Golden Posse and the Warlords locked in a life or death struggle over territory. Scores of other gangs and criminals also struggle for control of neighborhoods, adding to the misery and mayhem. Lord Magog likes it, saying that, "it's like a little piece of the Nightlands on Earth."

Places of Interest in Chicago

Federal Electronics, Inc. (FEI): This company was a front for one of the Cults of Night and has been completely taken over by the minions of the Nightlords. Its main Research & Development facility is on the outskirts of Chicago and is heavily guarded, with three fenced perimeters (the inner two perimeters are electrified), and patrolled by Hounds, NSB agents, and the monstrous Shadow Scorpions (see the *New Servants of the Nightlords* section). However, little Research and Development takes place here, instead a cult of several hundred traitors of humankind continue to perform ceremonies to maintain and strengthen the link between Earth and the Nightlands.

The FEI center is more important than most because it is located on top of the most powerful ley line nexus in the **tri-state** area. Ceremonies are conducted around the clock, and this place is considered to be one of the most important "anchor points" linking the two dimensions together. The existence of this ritual center has been discovered by mem-

bers of the Nocturnes, who believe that destroying the facility and the cultists with it, will disrupt the continuous ceremonies and damage the Nightlords as a group (**G.M. Note:** Stopping the continuous ceremony will weaken the Nightlords' hold on Earth and double the P.P.E. cost necessary to make all types of passages from the Nightlands to Earth or to open a dimensional portal between the two dimensions via magic or any other power).

The Ruins of Michigan Avenue: By the end of the 20th Century, Chicago's so-called "Miracle Mile" had become a very fashionable area, with numerous retail establishments, restaurants and art galleries. During Dark Day, a crazed mob descended over it, burning and looting the businesses. The fires that broke out in this section of the city were the worst in Chicago's history, dwarfing even the Great Fire of 1871. Hundreds of people died in the conflagration, over 650 people were never accounted for.

The property damages were astronomical! Most of the stores and buildings had been burned and stripped of anything even remotely valuable. Even worse, many insurance agencies refused to pay for the damages, alleging that Dark Day constituted an "act of God" that insurance did not cover. Some of the legal disputes are still being fought in the courts, but most of the destroyed businesses were unable to re-open their doors. Those that did, found themselves surrounded by burned-out husks, places where homeless people, drug dealers, junkies and streetwalkers could hide or ply their trade. The area was quickly abandoned, essentially surrendering the entire district to the dregs of society. Michigan Avenue now consists of a strip of condemned and crumbling buildings, often filled with squatters and worse. Many also insist that it is a haven for demonic monsters that came with the darkness and have never left.

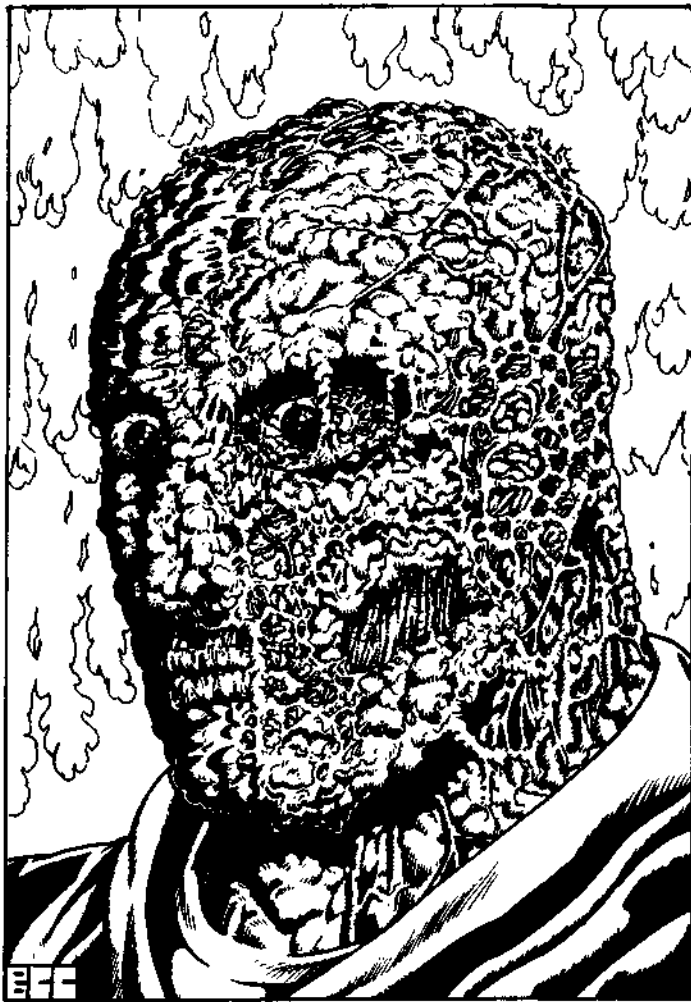
The Nightbane resistance has a safe house hidden in a ruined building that used to house *Seltzer's Jewelers*, a ritzy store, now a boarded up, skeletal structure. The basement at Seltzer's has been enlarged and connected to the sewer system, allowing for a quick way out should it become necessary.

The Slums: Some of the worst housing projects in the country can be found in Chicago's poor sections. Even before Dark Day, the situation here was desperate. A move towards welfare cuts had turned loose thousands of people with little or no marketable skills or education, no money, and now not even any assistance for their survival. Crime, drug use and urban decay were widespread and seemingly impossible problems.

Dark Day did nothing to improve the situation and much to worsen it. Unlike Moloch, Lord Magog has done little to impose order in his city. Instead, he has stirred things up even more by replacing the local leader of the Golden Posse with one of his avatars and infiltrating that gang with a number of Hound Masters, avatars and Ashmedai. The Golden Posse in Chicago is now fighting a savage war against the Warlords. Not a day goes by without a shooting or worse incidents. Only when the threat of a city-wide riot is apparent will the Chicago police make an appearance in great numbers, wearing SWAT gear, to arrest or shoot everyone in sight.



Characters of Note



Burger-Face

In the year 2000, Brian Vaughn was a man intent on rebuilding his life. At age twenty, Brian had just recently been released from prison after serving two years for manslaughter. Born and raised in a rough Chicago neighborhood, Brian seemed destined to become a career criminal. In a place where only brute force would get you respect, Brian had no choice but to be ready and willing to fight. He was an intelligent kid who wanted to learn, but had the misfortune of growing up in a place where education was considered useless. A tall, naturally strong child, it was inevitable that the gangs would seek him out. Eventually, he had to defend himself, however, fights in the playgrounds of the 1990s were not always solved with fists alone. When Brian was 12, a bully pulled a gun on him. Brian disarmed the punk and broke his arm in three places. That earned him a two-week suspension from school and the respect of his peers on the street.

Brian kept having to fight to survive. His strength and toughness meant he won most of the fights, which in turn, often made him appear to be the guilty party, not the victim. By age 18, when he left high school without graduating, Brian had been through the system numerous times. Shortly after his eighteenth birthday, three junkies armed with knives tried to rob him. In the ensuing struggle, one of the muggers ended up with his own switchblade stuck in his neck. He died in an emergency room. Although a good case for self-defense existed, Brian's public defender contented herself with pleading manslaughter and a reduced sentence. Brian spent the next two years in jail.

While in prison, he got his high school equivalency, became an amateur bodybuilder and had to kill another inmate when the criminal came

after him with an improvised knife. Fortunately for Brian, the attack occurred in a secluded part of the prison, so nobody ever found out who had killed the man. Given that the dead convict was a three-time loser, the prison authorities made only a half-hearted attempt at investigating the incident; "Good riddance to bad rubbish," was all the warden had to say.

Upon his release, Brian had the unenviable task of trying to make a legitimate living with a criminal record. It wasn't easy. The best job he could find was as a dishwasher in an all-night cafe, which paid him just enough to make his rent at a hotel inhabited by the poor, elderly, drug addicts, prostitutes and other outcasts.

Brian was finishing his shift at work when Dark Day occurred. Shocked and terrified, he almost became a victim of the destructive riots that shook Chicago during this momentous day. When looters tried to smash his workplace, Brian punched a rioter in the face — and was stabbed in the back for his trouble. The looters left him for dead and set fire to the eatery. Had he been only human, Brian would have died a horrible death, bleeding to death while the flames consumed him. He wasn't and he didn't.

The coming of Dark Day and the deadly attack awakened something inside of him. Brian first felt fear and then rage. Rage gave way to a sensation of rebirth and power. Somehow he knew he was different. That he had always been different. As he stood looking at the monster staring back at him in a window reflection, he smiled and flexed his muscles. Somehow he wasn't frightened by his horrible appearance. He liked it. Brian's **morphus** looked like the corpse of a body severely burned by fire — "Hell, I'm an uglier mother than Freddy Kruger," he thought to himself. His gruesome, charred head inspired him to call himself, Burger-Face. Yet although his fleshed looked raw and blistered, he was muscular and strong. Brian never felt better.

The next twenty or so hours were a ritual of passage for the young Nightbane. His first impulse was to run rampant through the city, killing the uncaring people who had done this to him. In fact, an old rival literally bumped into him. One look sent the man running and screaming into the night — yeah, a real tough guy. It made Brian laugh. He looked at the stores and homes waiting to be plundered and, for a moment, thought about the loot that was his for the taking. An instant later, a speeding car slammed into a wall. Several people ran to the pleading woman inside. They grabbed her hand, pulled off her rings and ran into the night. Before Brian realized what he was doing, he had torn the car door off its hinges and was handing the bloodied woman her young daughter from the back seat; she would later assume it was her concussion and shock that made her remember her benefactor as a deformed monster.

Brian's hard life and bad breaks had not corrupted his soul. He was not a monster, though his appearance begged otherwise. In fact, he felt a bit like a superman. Instead of giving vent to his anger, Brian tried to help those around him. Many Chicago Fire survivors would tell stories about the stranger with the horribly burned face and body who lifted cars and light poles off wounded people, who darted into flaming buildings and carried out trapped children, and who fought strange, metal-clad creatures who were attacking innocent people.

It was on Dark Day that Brian first encountered the minions of the Nightlords. He encountered murderous Hounds, Hunters, and an Ash-medai smashing gas mains and tearing people to pieces. Although inexperienced about the ways of the Nightbane, he knew how to fight, and launched into the monsters with an inner strength and ferociousness he never knew he had. Throughout Dark Day, "Burger-Face" would rescue scores of people and destroy a dozen of the Nightlord's minions. He also met others like him, humans transformed into something ... different. They each instantly recognized the other as kindred, but not all had the soul of a hero. Some would stop and help him rescue those in need, others ran in terror, still others looted businesses and used their powers to destroy life rather than preserve it. Brian continued to work against the fires, monsters and man's inhumanity to man until daylight returned

and he finally collapsed from exhaustion Two fellow **Nightbanes** he had met during the chaos took **him** to a safe place They were members of a secret organization called the Underground Railroad made up of people like **him** These people that called themselves the **Nightbane**

Even though **Bnan** was grateful to **his** rescuers, he never even considered joining the Underground Railroad They were too secretive and low key for **him** He wanted to act against the madness, and he wanted no delays Leaving them, he would soon become one of the very first members of *the Resistance* and spent the ensuing years working tirelessly to stop the **Ba'al** He has had hundreds of dangerous encounters and has traveled to the **Nightlands**, the **Astral Plane**, **Dreamstream** and back Early on, he acted in anger and haste, and nearly died at the hands of a pair of **Night Princes** He has since learned to be careful and calculating He tries to never underestimate **his** opponents or take foolish chances

Currently, **Brian**, a **k a Burger-Face**, divides **his** time between the infamous *Warcamp* and the *Resistance* cell in **Typhoon** **His** plans grow increasingly ambitious in scope with each success **His** goal is to eventually seize several cities in the **Nightlands**, forcing the **Ba'al** to call their legions of monsters back from **Earth** in an attempt to reclaim them, and destroy the monsters on their home turf **Burger-Face** is one of the few freedom fighters who has realized that the arrogant **Nightlords** greatly underestimate both humans and **Nightbanes**, and in so doing, have left their homelands poorly defended and vulnerable to attack

Burger-Face, A Leader in the Resistance

Alignment: Unprincipled

Attributes: I Q 13, ME 14, MA 12, PS 24 (37), P P 15 (21), PE 15 (28), P B 13 (16), Spd 27 (37)

* Attributes in brackets are in the **Nightbane's** **morphus** form

Hit Points: 43 (94)

S.D.C.: 82 (200)

Horror Factor: None (10)

P.P.E.: 181

R.C.C.: **Nightbane**

Level of Experience: 8th

Natural Abilities: All the basic powers, abilities and bonuses of the **Nightbane R C C**, see **Nightbane™ RPG**, pages 85-114 for details

1. The Becoming: **Burger-Face** can transform from **his** *facade* (human form) to **his** *morphus* (monster form) in one full melee round or by making an **M E** roll at +4

2. Supernatural Senses: **Burger-Face** has **nightvision** in both *facade* (200 feet/61 m) and *morphus* form (500 feet/152 m), and can sense the presence of other **Nightbanes** at a range of up to 540 feet (164.5 m), as well as recognize each other as a **Nightbane** when face to face

3. Supernatural Attributes: **Nightbanes** have supernatural strength and endurance, in addition, they regenerate from damage at a rate of 10 **hit points/S D C** per melee round

4. Mirror Walk: **Nightbanes** can cross over to the **Nightlands** by spending two **P P E** in their *morphus* form and using a mirror of any size Can carry up to 100 **lbs** (45 kg) of inanimate matter or can carry people at a cost of one **P P E** per two pounds

5. Immunities: **Nightbanes** are immune to all forms of **mind** control (magic or otherwise), immune to a vampire's slow **kill bite**, and cannot be physically transformed by any means (magical or otherwise)

Nightbane Morphus: **Burger-Face** is a muscular male with red, lumpy, burned skin (a new **Stigmata** that adds **1D4x10** to **S D C**, fire resistance/fire does half damage, and **+1D4** to **Horror Factor**, bonuses are applicable only when in *morphus*)

Disposition: **Burger-Face** is a **Nightbane** with a mission In many ways, he found himself during the chaos of **Dark Day** and now has something to live for the destruction of the **Nightlords**, which to **him** are the embodiment of all the **evil** and corruption he grew up with Unlike many **Nightbane**, **Burger-Face** gladly works with humans and

just about any creature who opposes the **Nightlords**, excluding demons, vampires and other *evil* supernatural beings **Brian** has never forgotten **his** humanity and cares deeply about humankind

Talents: **Doorway**, **darkwhip**, **dreamer**, **mirror sight**, **nightbringer**, **shadow slide**, **soul shield**, **see truth**, and **astral self**

Psionic Powers: None

I.S.P.: N/A

Combat abilities: **Facade** **Hand to hand** **Expert**, **wrestling** and **boxing**
Morphus **Hand to hand** **Martial Arts**, **wrestling** and **boxing**

Attacks Per Melee Round: **Facade** **Five** physical attacks per melee
Morphus **Seven** physical attacks per melee

Damage: **Human Facade** **1D4 S D C** +**P S** bonus from a punch, **1D6 S D C** +**P S** bonus from a **kick**, or by weapon

Morphus **2D6 S D C** on a restrained punch, **6D6 S D C** on a full strength punch and **2D4x10 S D C** on a power punch (counts as two attacks), or by weapon

Bonuses (Facade): +2 to strike, +3 to parry, +3 to dodge, +5 to roll/pull punch, +7 to damage, critical strike on an unmodified roll of 18-20, **knockout/stun** on a natural 20, +2 to save vs magic, +1 to save vs disease, +1 to save vs horror factor

Bonuses (Morphus): +1 on initiative, +7 to strike, +8 to parry, +8 to dodge, +9 to roll/pull punch, +22 to damage, critical strike on a unmodified 18-20, **knockout/stun** on a natural 20, +3 to save vs **psionics**, +24% to **coma/death**, +10 to save vs magic, +9 to save vs poison and disease, and +3 to save vs horror factor

Vulnerabilities/Penalties: None

O.C.C. Skills of Note: Reads, writes and speaks **English** at 98%, basic math 90%, **prowl** 60%, **streetwise** 48%, **streetwise drugs** 60%, **radio** basic 98%, **computer operation** 95%, **first aid** 95%, **body building**, **boxing**, **wrestling**, **pilot automobile** 98%, **W P** automatic pistol, and **W P** sword

Allies of Note: **Burger-Face** works mostly alongside other **Nightbanes**, but he has met and befriended humans and a number of other creatures, including **Terese D'Arcy** (5th level **Astral Lord**) and **El Cid**, an independent dream persona that wanders the **Dreamstream**

Minions: None

Weapons & Equipment of Note: **Burger-Face** has a pair of **Darkblades** taken from **Nightlord** minions, a short sword (3D6) and large sword (5D6), He also has a 10 mm pistol (with an extra clip of silver bullets), and other basic clothes and equipment necessary for **his** line of work

Money: **Burger-Face** has some resources, money and manpower through **his** association with the **Warcamp** and the **Resistance** He also has a personal reserve of 22,000 dollars

The Mystic, Falcon Red

This sorcerer is a member of the *Nocturnes* in **Chicago**, and occasionally ventures into **Typhoon** in the **Nightlands** **Falcon Red** claims he is **half-White**, **half-Indian**, with a great line of **shaman** in **his** family However, he claims a great many things **Falcon Red** is a chaotic, somewhat unstable trickster, who is always ready to spin a tall tale at the drop of a hat He is charismatic enough to get away with **his** antics most of the time and has been lucky when dealing with the minions of the **Nightlords**, who will certainly not be dissuaded by any charms or fast-talk

The mystic apparently grew up in a bizarre commune somewhere in **Canada** He claims **his** family experimented with different brands of mysticism, often spiced with a number of **mind** altering drugs **Falcon Red** left **this** family sometime during **his** early twenties and although he does not use drugs, some of **his** parents' culture has certainly rubbed off He is an irreverent, mischievous rogue with a strange view of the world (part mysticism, part **American Indian** and part **Star Trek**)

Falcon Red is currently acting as the liaison between the Nightbane Resistance and the Nocturnes in Chicago. Although the two organiza-



tions distrust each other, sometimes they must work together. Since Falcon Red is human (vampires and wampyrs have the toughest time trying to deal with Nightbanes), he is more likely to be accepted by others and his strange charm and sense of humor will often soften the attitude of the grimmest Nightbane. Falcon Red sometimes stays with the Resistance for extended periods and has joined them on raids and missions against their mutual enemy; he loves adventure. His silver tongue, psychic intuition, and skills at trickery have often been more useful than his rather limited magical and physical abilities.

Falcon Red, Mystic

Alignment: Anarchist

Attributes: I.Q.: 14, M.E.: 14, M.A.: 21, P.S.: 13, P.P.: 14, P.E.: 15, P.B.: 12, Spd.: 13

Age: 25

Hit Points: 31

S.D.C.: 26

Horror Factor: None

P.P.E.: 57

O.C.C.: Human Mystic

Level of Experience: 6th level

Natural Abilities: None, besides natural psionic and magic powers.

Disposition: Although he is usually well-meaning, Falcon Red's penchant for exaggerations (lies), pranks and trickery sometimes endangers him and those around him. On a couple of occasions, the mystic decided to make a fool of an Ashmedai or Night Prince and has almost died because of it. His foolish risk taking and brazen attitude is likely to spell his doom. Whenever he screws up, however, he will do his best to set things right. So far, he has been largely successful at making amends for his impulsive actions. Falcon Red is a cocky, irreverent braggart given to extreme exaggeration, yet he is also effervescent, optimistic and fun to have around. Most people grudgingly like the guy.

Psionic Powers: Clairvoyance, exorcism, sense evil, sixth sense, divination, mediumship/clairsentience, telepathy, psychic diagnosis, psychic purification, increase healing, and see aura.

I.S.P.: 61

Magical Knowledge: Spell Strength: 13. Spells: Globe of daylight, befuddle, blinding flash, sense Nightbane, thunderclap, detect concealment, fool's gold, fingers of the wind, calling, superhuman strength, compulsion, ignite fire, energy bolt, fire bolt, and call lightning.

Combat abilities: Hand to hand: basic

Attacks Per Melee Round: Five physical or psionic attacks per melee round, or two by magic.

Bonuses: +1 to strike, +2 to parry, +3 to dodge, +2 to roll/pull punch, critical strike on an unmodified 19-20, +4 to save vs psychic attack, +2 to save vs magic, +3 to save vs horror factor.

Vulnerabilities/Penalties: None

O.C.C. Skills of Note: Speak, write and read English 98%, Darktongue 95%, lore: geomancy & lines of power 90%, lore: vampires 60%, dance 65%, prowl 58%, pick pockets 60%, palming 60%, streetwise 40%, W.P. archery & targeting, W.P. bolt-action rifle and W.P. automatic pistol.

Allies of Note: Falcon Red has contacts with Burger-Face (who likes the mystic), members of the Nocturnes and the Resistance as well as a handful of human "pals" and associates good for bits of news on the street.

Minions: None

Weapons & Equipment of Note: A Darkblade short sword (3D6) given to him by Burger-Face, .45 automatic pistol with several extra clips (one with silver bullets), bolt-action hunting rifle, silver crucifix on a necklace, wooden cross, an old, black 1998 Neon, and other basic equipment.

Money: Falcon Red has some resources and money through his connections with the Nocturnes and the Resistance. He also has a personal fortune of 2,346 dollars.



Colonel Hugh Forrest

Colonel Hugh Forrest joined the U.S. Army in 1989 as a private. He is one of those unusual military success stories, a career soldier who rose from the enlisted ranks to become a decorated hero and an officer. Regrettably, his official dossier ended in 1993, when then Sergeant Forrest was *officially* killed during a training accident. His unofficial dossier, however, tells a much more interesting story. In 1993, Forrest was inducted into the United States' secret military cadre, *Team Epsilon*. Team Epsilon was a covert operation team so secret that most government officials did not even suspect it existed (Team Epsilon is described in **Nightbane™ World Book One: Between the Shadows™**).

Forrest continued rising through the ranks, as it was far more likely to distinguish oneself in Team Epsilon even in times of peace, because the team saw action almost continuously. The secret paramilitary group destroyed terrorist organizations, destabilized unfriendly governments, and conducted dozens of missions of sabotage, surveillance and assassination each year. For almost a decade, Colonel Forrest served his country and followed orders faithfully, even when they called for some harsh choices, like leaving a bomb on an airliner to dispose of the leader of a large terrorist group.

The Dark Day invasion was something for which Forrest's training had not prepared him. Spook Squad, the loose organization of former government officials now fighting the Nightlords, was able to save Team Epsilon from destruction and integrate its members into their organization. The Special Forces operatives were not ready to fight the supernatural, however. The first few times Team Epsilon was deployed against minions of the Nightlords, the proud, tough soldiers got slaughtered. An assassination mission against the new governor of Louisiana in 2001 resulted in the deaths of seven out of eight men in the team. Colonel Forrest was the lone survivor and spent several weeks in one of Spook Squad's secret hospitals, babbling about **tentacled** monsters. For-

tunately, Forrest had a strong mind and recovered, but never forgot his experience. The wiser soldier trained extensively in ways to deal with supernatural beings, absorbing all the information the intelligence section of Spook Squad could provide him. Later, he would spend endless hours observing the enemy and collect and exchange data with "friendly" Nightbane. Eventually, he became one of the leading experts on the Nightlords and their minions.

Colonel Forrest was among the first soldiers on the *Beachhead*, Spook Squad's base in the **Nightlands**. He has performed a number of successful operations against the minions of the Nightlords, and recently volunteered to lead a company of Spook Squad soldiers in operations in Typhoon. He has one of the best records for dealing with the **Ba'al** and had engineered the plan that destroyed Magog's avatar and took South Side (and hundreds of minions) with it. He has many, nastier surprises in store for the Nightlords.

Colonel Hugh Forrest, Spook Squad Team Leader

Alignment: Aberrant

Attributes: I.Q.: 19, M.E.: 16, M.A.: 11, P.S.: 23, P.P.: 21, P.E.: 19,

P.B.: 12, Spd.: 21

Age: 47

Hit Points: 51

S.D.C.: 80

Horror Factor: N/A

P.P.E.: 8

O.C.C.: Team Epsilon soldier

Level of Experience: 9th

Natural Abilities: Can bypass the natural A.R. of supernatural creatures, if he recognizes its kind (may need to make a demon and monster lore roll).

Disposition: Forrest is a fanatically loyal soldier. The army life is all he knows, and even before the Dark Day invasion he had almost no personal life. The soldier has a very narrow sense of duty, one where obeying his superior's orders is all that matters. While following orders, he has often hurt or killed innocent people, and yet his conscience is apparently clean. In his mind, these things were necessary. There are innocent casualties in every war, it can't be helped. He looks at the big picture and is willing to sacrifice others to win the war.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: He has some general knowledge about the powers and limitations of magic, especially in respect to the Nightlords.

Combat abilities: Hand to hand assassin, boxing and wrestling.

O.C.C. Skills of Note: Lore demons and monsters 87%, lore Nightlands 70%, prowl 89%, palming 60%, detect ambush 80%, intelligence 75%, interrogation 90%, tracking 75%, body building, wrestling, boxing, sniper, demolitions (all) 97%, W P assault rifle, W P bolt-action rifle, W P pistol, and W P knife.

Allies of Note: In addition to his team of fellow Spook Squad members, Colonel Forrest also has contacts with a loosely organized network of Doppelganger informants. While these creatures will not fight, they are a valuable source of intelligence. He has also had contact with the occasional Nightbane and adventurer.

Weapons: Favors the MR-30 Infantry Weapon as his long-gun of choice. Carries a 44 Automag as his personal sidearm, typically loaded with armor-piercing bullets, a K-bar knife, and as many grenades as he can carry.

Body Armor: While undercover, he wears only a light vest (A R 10, 50 S D C). In combat, he wears Class 4 armor (A R 17, 280 S D C).

Money: The resources of Spook Squad are at his disposal, millions.

The Eliminator

A couple of months back, the local leaders of the Resistance, Spook Squad and the Nocturnes in Chicago woke up in their beds and found somebody had left a knife and a note by their side while they slept.

The note read simply "Can get to anybody, anywhere. Who would you like killed?"

The incident repeated itself a number of times, and no matter how tight security was, a note would be found with the same message.

The first one to "bite" was a member of the Spook Squad. He left a response where the last note had been found, naming the police captain of a Chicago district, known to be an Ashmedai responsible for several atrocities. Two days later, a new note appeared, naming a price in this case, the asking price as \$100,000 in unmarked bills. The bemused leader of Spook Squad paid the money and within 24 hours, the target had been eliminated. So far, Spook Squad has used the mysterious assassin three times, and the Resistance once, the Nocturnes are still undecided. Half as a joke, the Resistance leader named King Moloch as a target, the response was "More than you can afford." So far, the targets have included lesser but well-protected minions and a Night Prince.

The Eliminator is a Reshaper, one of the strange shapeshifters believed to be related in some way to the Nightbane. The creature can hide its supernatural aura to the point that not even Hounds can detect it. This makes it an extremely dangerous and efficient killer. The motives of The Eliminator remain a mystery (whose reasons only the Game Master should know). Maybe the creature is amusing itself by playing the part of hired assassin, or perhaps it is helping the enemies of the Nightlords, but in a roundabout way. It is likely that the alien creature has its own hidden agenda, which ultimately may not be in the best interests of humankind.

The Eliminator — Reshaper Assassin

Alignment: Anarchist

Attributes: I Q 17, ME 12, MA 16, PS 24, PP 20, PE 18, P B meaningless, Spd 23 on the ground, 100 maximum flying (if using a winged shape).

Hit Points: 108

S.D.C.: 240 base S D C

Horror Factor: Varies, maximum 14

P.P.E.: 118

R.C.C.: Reshaper

Level of Experience: 6th

Natural Abilities:

1. Shapeshifting: The Reshaper's most impressive power is its ability to assume almost any shape, living or nonliving, with uncanny accuracy. Plus, reshapers can change forms with blinding speed, the creatures can shapeshift twice per melee round!

Reshapers have only a few limitations regarding shape changing. They can take the shape of inanimate objects or plants but cannot move or use their talent unless they assume the shape of a living animal or humanoid. However, even in the form of an inanimate object, the Reshaper retains its senses and mental faculties, and is completely aware of its surroundings.

They can also assume the shape and appearance of any object or machine with moving parts, but the machine will not function. So, for example, a Reshaper can assume the shape of a gun, but it will be a solid piece of metal and wood with no moving parts.

Animals and even supernatural creatures can be imitated, but the shape determines the Reshaper's physical abilities. The creature can only use the physical abilities and features of the shape it assumes, like claws, fangs, natural armor, wings for flight, etc. Furthermore, when copying an intelligent being, while it may look like the creature and may have fangs to bite, horns to ram, a spiked tail to strike with, and even an extra pair of arms or wings to fly, the Reshaper does not gain any of the being's psionic, magical or natural abilities (other than physical ones), nor skills or memories. Size is also limited to no less than four inches (0.027 m) and no larger than 20 feet (6 m) tall/long.

The reshaping power is so natural and complete that the creature can imitate a specific person with amazing accuracy and detail, equal to a disguise and impersonation skill of 80% +1% per level of experience.

2. Bonuses and Penalties to Attributes, S.D.C. and Hit Points: The size of the shape assumed by a Reshaper affects the physical attributes, S D C and hit points of the character. The "base" attributes, S D C and hit points (as noted above) apply for the character when he is in any shape ranging from 4 to 10 feet (1.2 to 3 m) in height/length. Add +1 to P S, +10 S D C and +2 to hit points for every foot of height/length over 10 feet (3 m). If the size of the particular shape is less than 4 feet, reduce P S by 1, S D C by 10, and hit points by five per foot of height or length below four feet (1.2 m). At one foot (0.3 m) or less in height, attributes are not reduced any further, so if it takes on the shape of a mouse, it will be an extremely powerful one!

3. Supernatural Senses: Perfect Nightvision (can see in total darkness, range 1,000 feet/305 m). Also, the Reshaper can sense the presence of other Reshapers, Nightbanes and other shape changing races (including werebeasts, Changelings and dragons). Sensing Range 300 feet (91.4 m) plus 30 feet (9.1 m) per level of experience. **Note:** Nightbanes can also sense the presence of a Reshaper, just as if he was a Nightbane, unless the Reshaper is willing himself not to be noticed, which will completely block the senses of a Nightbane or psychic. This process costs one P P E per hour (this P P E cannot be regained by rest until the Reshaper stops hiding his true nature). This ability does not block the sensing powers of other Reshapers however, these creatures can automatically sense the presence of their kind.

4. Mirror Walk: Reshapers can use mirrors to cross in and out of the Nightlands the same as the Nightbane, except it costs one P P E point and takes one melee action to use, all other limitations and abilities are as per the Nightbane power (see Nightbane™ RPG, page 87).



5. Immunities and Regeneration: Reshapers are immune to all forms of mind control, including vampire mind control, spells, Nightbane talents, psionic powers and drugs. Magic and all other types of attacks inflict their normal damage. Injury heals at nearly the same awesome speed of a **Nightbane**: 3D6 S.D.C. or hit points at the end of every melee round!

6. Immune to Transformation: Reshapers only change shapes when they decide to do so. They cannot be physically transformed by any means, including but not limited to metamorphosis magic, the transformation ritual, vampire transformation, petrification, turn to mist, curses, wishes, or any form of magic or supernatural transformation, spell or enchantment.

7. Talents (same powers as Nightbane): Anti-arcane, dark whip, doorway, mirror search, night bringer, premonition, shadow blast, shadow shield, shadow slide, sharing the flesh, the shroud, see truth, soul shield, storm maker and swarm self. A Reshaper gets to select one talent per each level of experience.

Disposition: The creature apparently delights in confusing and worrying its "clients." It plans its hits very carefully, taking the victim by surprise and delivering a few devastating attacks. So far, it has not communicated in any way other than written notes. Exactly who it has contacted (Nightlords? Vampires? as well as humans) is unknown. Remember, the typical Reshaper tends to be secretive and aloof.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None

Combat abilities: Equal to hand to hand: martial arts and boxing.

Vulnerabilities/Penalties: None

Attacks Per Melee Round: Six.

Damage (varies with P.S.): Restrained punch does 2D4 S.D.C., full strength punch inflicts 3D6 S.D.C., power punch does 6D6 S.D.C. (counts as two attacks). Specific shapes may increase or decrease this damage.

Bonuses: +2 on initiative, +5 to strike, +7 to parry and dodge, +5 to roll/pull punch, +13 to damage, +2 to save vs poison and disease, +6 to save vs horror factor.

Allies of Note: Unknown

Minions of Note: Unknown

Weapons & Equipment of Note: Unknown

Money: Unknown; presumably at least half a million.

Xavier Flint

This Awakened Doppelganger is a genius among his kind, but an insane, strange genius who has survived by his wits in the dangerous streets of Typhoon since he was Awakened during Dark Day. Xavier Flint (or, as he prefers to be called, Mr. Flint) is an information broker. He sells information to the highest bidder and will deal with any and all the groups in Typhoon, with the exception of the Nightlords (after all, he is selling information about them).

The Doppelganger became self-aware when his counterpart, a former KGB agent working as an industrial spy in America, was killed during the Dark Day riots. Mr. Flint's dead "original" had been one of the most accomplished spies on the planet! His death was a loss to humanity, because his talents would have been invaluable to Spook Squad or any organization. The Mr. Flint Doppelganger was endowed with the same immense talent and he soon put these skills to use for profit.

Doppelgangers are used as servants and slaves by all the Ba'al and many of the more powerful minions. A great deal of the time, the creatures are treated as if they were pieces of furniture. Many a Ba'al will hold important conversations in front of Doppelgangers without even

considering that they may be a danger to them. Sometimes, slaves cleaning a corridor may overhear more private conversations, or while doing other chores, sneak a peek at a letter or a book. Under Mr Flint's guidance, several dozen **Dopplegangers** are now carefully monitoring Magog and his minions.

The spy network is exquisitely organized to prevent any inquiries from tracing the chain of information back to Flint himself. So far, not a spy has been caught. None of the household spies has ever seen Mr Flint's face. He has always been a voice whispering from behind, or a masked figure in the darkness.

The spies are offered the ultimate reward: a trip to Earth, the "land of light." Flint is not deceiving his minions, as he has already engineered the escape of two Dopplegangers to Earth. One now works for Spook Squad and the other is making her own way on Earth. Flint asks for money for the information he provides because he is building a "nest egg" for his eventual retirement on Earth.

Mr Flint can be used as a source of information for any of the organizations working in Typhoon. Although the Doppleganger does not know everything, he is very good at uncovering information such as when raids and patrols are scheduled to be performed, the general plans of Lord Magog, the Nightlord's relationship to others of his kind, etc.

Xavier Flint, Doppleganger Informant

Alignment: Anarchist

Attributes: I Q 24, ME 15, MA 15, PS 11, PP 10, PE 12, PB 12, Spd 17

Hit Points: 61

S.D.C.: 31

Horror Factor: 9 if his true nature is revealed

P.P.E.: 4

R.C.C.: Doppleganger

Level of Experience: 14th

Natural Abilities: Does not need to eat or drink to survive, heals 1 hit point/S D C per hour, and is immune to the vampire's slow kill bite.

Disposition: Mr Flint is the ultimate spy, highly adept at hiding in the shadows behind the scene and gathering information. He is very polite towards clients, but not servile or self-effacing. Although he is greedy, he follows a personal rule: never betray your people. It is both a moral decision and one based on good sense. After all, if his contacts do not trust him, they will not work for him.

Psionic Powers: Alter aura and mind block

I.S.P.: 22

Magical Knowledge: None

Combat Abilities: Hand to hand basic

Attacks Per Melee Round: Five hand to hand or psionic attacks

Damage: Restrained punch does 1D4 S D C, full strength punch does 1D6 S D C, and power punch inflicts 2D6 S D C (counts as two attacks)

Bonuses: +2 to strike, +3 to parry and dodge, +4 to roll/pull punch

Vulnerabilities/Penalties: Magic artifacts and magic weapons inflict double damage to Dopplegangers, but not magic spells.

O.C.C. Skills of Note: Intelligence, detect ambush, traps, demolitions, prowl, pick pocket, streetwise, lore, Nightlands and interrogation techniques, all at 98%. Plus W P pistol and W P rifle.

Allies of Note: Has a network of over a hundred Doppleganger spies, including about a dozen with combat training and a few scrounged weapons. Also has connections with the teams from the Nightbane Resistance, Spook Squad and the Nocturnes.

Minions: None, unless one counts his network of spies.

Weapons: Mr Flint has a .45 automatic pistol. The weapon would most likely be used to commit suicide should he be in risk of capture.

Money: Mr Flint has accumulated over two million dollars in cash, jewelry and precious metals. The loot is very well hidden in a remote location in the South Side. Even if somebody found it, an expertly placed booby trap will blow it and the thief to smithereens.

Other CommunitiesTM in the Nightlands

Jagged Tooth

Population: 2,340 (90% Nightbanes) is the official total, but another 2D6x100 transients are always present. Furthermore, at least another 1000 Nightbanes live in the mountains, typically in small clans of 4 to 30 members.

High in a mountain range that corresponds to Earth's Rocky Mountains lies one of the largest Nightbane communities in the Nightlands. Several deep caves leading into the mountains have been reshaped to serve as houses and dwellings. The remote community of Jagged Tooth is a haven where Nightbanes are judged for their deeds, not their appearance. In many ways, it is an idyllic community, a veritable paradise where Nightbanes can flee persecution and forget, for a while, that they are different.

Unfortunately, the affairs of two worlds cannot be safely ignored, and the Jagged Tooth community can no longer pretend that troubles do not exist beyond its secluded borders. The leaders of the community are divided as to what (if anything) they should do about events unfolding between Earth and the Nightlands (they are also aware of some activity

by demons). The once tranquil halls of the village are now disturbed by angry words and whispered plots.

Origins

Native American Indians who were also Nightbanes founded Jagged Tooth over five hundred years ago. These Nightbanes were led by a shaman who called himself *White Eagle*. The shaman had left his own tribe and traveled through North America, gathering to his side as many Nightbane outcasts as he could find. These people came from other tribes and took to calling themselves the *Lodge of the Changing People*. Under the leadership of White Eagle, the Lodge of the Changing People decided it would be best for both humans and Nightbanes if they found a new home. White Eagle led his people into the Nightlands.

At that time, the Nightlands' version of the North America West was largely free of the Nightlords' influence, because there were no large gatherings of people in any one area like the cities of Europe and Asia, or even those in Central and South America (the Mesoamerican and

Inca Empires were on the rise). Thanks to the absence of any Nightlords and few of their minions, White Eagle and his followers were able to wander through the Lands of Night in relatively safety.

For many years afterwards, the **Nightbane** community grew, recruiting more **Nightbanes** from Earth and bringing them to the twilight world. Things were changing both on Earth and the **Nightlands**, however. As the population of North America grew with European colonization, the Nightlords started expanding into the Nightlands equivalent of the region. Their Hounds and Hunters swept the continent, and hundreds of Nightbanes were killed in savage battles. Realizing that they were outnumbered, White Eagle and his people decided to find a suitable hiding place. The remote and desolate mountain range the Nightbanes had named Jagged Tooth seemed to be suitable for their purposes. It was far from any population center, and it was easily defensible. The survivors settled in a cavern complex inside the mountains and have tried to live in peace. Even today the Nightlords and their minions have little to do with the great mountains.

Eventually, Nightbanes from other cultures met with the Native Americans who had settled Jagged Tooth. Many of the newcomers were individuals who had recently undergone the Becoming, some of them in the savage environment of the Wild West. Others were Elder Nightbanes who were fleeing Europe in search of a better place, and who when venturing into the Nightlands met with White Eagle's people. At first, relations between the original settlers and the newcomers were strained, but, unlike their human counterparts, Native American and European Nightbanes had no reason to fight each other. Despite some nasty incidents and some initial distrust, the two groups joined forces and by the middle of the 19th century were as one. White Eagle, the centuries-old Nightbane shaman, was joined by such leaders as Robert the Norman, a medieval Nightbane, and Walker Dark, a sorcerer.

Jagged Tooth has since become a base for the Underground Railroad in the Nightlands. For several decades, Jagged Tooth has been a major meeting place and haven for the Nightbane. Hundreds of Nightbanes met others of their kind here, which gave the creatures a sense of community they otherwise would have lacked. Nightbanes from all walks of life were contacted, and those who wished to flee Earth for a better place were allowed to go to Jagged Tooth. The village was not intended as a home for all Nightbanes and suffers from overcrowding. For one, it is too remote and is very hard to keep supplied. Also, the leaders of the Underground Railroad believe it unwise to concentrate too many of their kind in one place; discovery by the Nightlords could deal a severe blow to their survival. Only Nightbane with no place else to go or who know about Jagged Tooth and ask to go there are offered a permanent sanctuary. The rest stay until they can find another place to go. Furthermore, most modern day Nightbanes from Earth find the dark surroundings of the Nightlands and quiet desolation of the mountains too alien and depressing.

Despite being in the Nightlands, the isolation of the Jagged Tooth community has kept most of its inhabitants ignorant about the machinations of the Nightlords and the Dark Day invasion. It was only a few days before the Invasion started that a few of the more mystically adept Nightbane in the complex got a premonition of the danger. Among them was White Eagle, the Nightbane shaman who still lived and served as one of the leaders of the community. He warned the other Nightbane that something dangerous was afoot and suggested sending a team of volunteers out into the Nightlands, and perhaps Earth, to discover what exactly was happening. The other leaders, including the oldest Nightbane, Robert the Norman, disagreed. Whatever was happening, he said, they should not get involved. White Eagle deferred to his elder, but has regretted his decision. He cannot help but believe that they may have been able to do something to stop the invasion of Earth.

In the months that followed, most of the news about the invasion came to Jagged Tooth through its Earth contacts, Nightbanes escaping the chaos and destruction of the invasion and from members of the Underground Railroad. The big surprise was news that Nightbanes were undergoing the Becoming in unprecedented numbers. According to

some of the informants, more Nightbanes had been discovered in the first week after Dark Day than had been born in all the previous century! Then came the reports of Nightbanes being systematically hunted down and slaughtered by the Nightlords and their minions. This news prompted White Eagle to counsel that it was time that they rose and joined the battle to destroy what he called, "the Darkness." He warned that the Nightlords would not stop until every last Nightbane laid dead at their feet, for the Nightbane held the power to destroy the Darkness. Together with humans and champions of light, they could stem the tide of evil and save both worlds. The fight would be bloody and horrible, but it was a battle that needed to be fought.

Surprisingly, his words were rejected. Most disagreed and insisted it was not their place to take a direct hand against the Nightlords and that their only duty was rescuing their fellow Nightbanes. To this end, they would work closely with the Underground Railroad, but that was all. The shaman tried to change their minds, but it could not be done. He warned that not taking action against the Darkness was like accepting defeat and letting it win unchallenged, but they would not listen. Finally, Robert the Norman suggested that the shaman either work with them or he should leave. White Eagle's departing words were, "My brothers, my heart weeps for you. I pray some day you will open your hearts to the light and strike down the Darkness. I only pray such wisdom does not come too late." With that, he departed, taking a hundred followers with him. Soon after he joined the Resistance group in the Nightlands and helped to build the infamous *Warcamp*.

The Underground Railroad, although it would not confront the Nightlords directly, remained true to its goal of rescuing as many Nightbanes as possible from those who would exploit or destroy them.

Politics

Jagged Tooth is one of the most important facilities of the Underground Railroad, and its leaders are major players in that organization. The Railroad is beginning to fragment because several members disagree as to what to do about the Nightlords. After several leaders defected to form the Resistance, most of the remaining leaders of the Underground Railroad were the more cautious ones, but as word about the **Nightlords'** campaign of genocide against the Nightbane spread, even they are wondering about the wisdom of their actions.

There are now two camps in the Underground. One is led by *Robert the Norman* who still counsels secrecy, patience and moderation. The other, made up of young and largely inexperienced Nightbanes, wants to do something, but are not ready to join the Resistance quite yet. The belief that many in the Resistance movement have become racial supremacists with little concern about humans worries many of those in the Underground Railroad. Still, these "young Turks" want something to be done and the Resistance may be their best avenue to do so.

The disagreements sometimes explode into angry arguments. Fortunately, most of the real hotheads have already left, so most discussions are conducted in relative calm. Even shouting matches have never degenerated into a physical confrontation.

Relations

The Resistance: The bitter disagreements between the Resistance and the Underground Railroad are particularly strong. Several Resistance members originally came from Jagged Tooth and many of those who remained feel betrayed. The Resistance sees the people of Jagged Tooth and the Underground as frightened cowards afraid to take a stand against evil (and to seize their rightful place of power both on Earth and in the Nightlands). The Underground regards the Resistance as fanatics and megalomaniacs consumed with a lust for vengeance and power. Both consider the other an extremist, one a pacifist, the other militant. In recent years the chasm between these two groups has grown so wide that both dislike the other, and paranoia is prevalent. For example, a common rumor is that the Resistance is planning to seize Jagged Tooth and other sanctuaries for themselves. If the rumor is true, large-scale fighting among Nightbanes would be nearly inevitable.

Other Nightbane Factions: Most other factions have little contact with the Nightlands or the people of Jagged Tooth. As far as anybody knows, no other factions on Earth even suspect the existence of this sanctuary.

The Hell Raiders: Over the years, small bands of these marauding bandits have reached the foot of the mountain range where Jagged Tooth is located. The aggressive nomads have not yet discovered the location of Jagged Tooth, but have heard rumors of small clans of Nightbanes (they think a hundred or so total) living in the mountains.

The Nightlords & Their Minions: The community of Jagged Tooth has thus far avoided any contact with the Ba'al. Even in the 21st Century, the Rocky Mountains are largely uninhabited, which means they are of no interest to the Nightlords. Occasionally a small group of minions wander near the mountains or a band of Hunters fly overhead, but none have ever come to search the mountains or even suspect the Nightbane community exists. The people of Jagged Tooth makes sure nobody in the sanctuary does anything to attract their attention. Even adventurers and wanderers rarely stumble across the community.

Characters of Note

Robert the Norman

In the year 1066, a battle that would decide the fate of England was waged in Hastings. Two bands of warriors faced each other, one made up of Saxon fighters defending their land, the other composed of Norman invaders determined to win the battle for their king, William the Conqueror. The chronicles of history do not bother to mention a Norman knight unseated from his steed during the final charge that destroyed the Saxon army and carried the day. No medieval monk wrote about this warrior, called Robert, who took a spear through the belly — a mortal wound — and staggered away from the battle and lived. However, Robert himself can tell his tale, for it was during that battle that he underwent his "Becoming."

Later, after night had fallen, Robert woke up in some bushes, and found himself transformed into a feline **humanoid**; at a thought, long spikes sprang out of his forearms. The Nightbane ran away screaming into the darkness. His cries of despair were lost among the moans of the wounded and the wailing of Saxon women crying for their dead.

At first Robert thought he had been possessed by demons, or fallen victim to devilish sorcery. Eventually, he managed to transform back into his human form, and came to realize that he was neither cursed or damned, merely different. Very different. The Normans were by tradition, a very practical people, and the knight decided that so long as he behaved according to the laws of God, he was not one of the damned. He avoided transforming again, however, since he did not think other Christians would be so understanding.

At first, Robert behaved as if nothing had happened. He rejoined William's army and participated in the pacification of England, now under Norman rule. The victory at Hastings was far from complete. Although the Saxons were defeated, many refused to acknowledge the Normans as their new rulers. It took a great deal of fighting to finally subdue them. During one such mission, in which Robert was leading a small band of knights to burn down a rebellious Saxon lord's manor and the villages around it, the Nightbane met another of his kind. The Norman war party encountered a single man, covered by a traveling cloak, blocking the road. Speaking in Old English, the stranger warned the Normans off. Even before the stranger changed shapes, Robert *sensed* his kinship with the cloaked man. His men, however, had no such foreknowledge and tried to ride down the man for daring to challenge them. With one fluid motion the man discarded his cloak and transformed into a huge creature, half-man, half-bear. With a couple of

claw swipes, the bear creature killed two of the Norman warriors and put the rest to flight, with the exception of Robert, who dismounted and readied himself for battle.

Fortunately for the inexperienced Robert, the other Nightbane had no desire to slay another of his kind. Instead, the Saxon, who called **himself Athelstane the Strong**, pleaded with Robert to abandon the Normans and follow him into the woods. "The concerns of mortal men are no longer your own, youngster," Athelstane told Robert. "We must protect our kind, and our kind alone." The only reason Athelstane had stopped the Norman party, he explained, was to stop them from burning the surrounding villages where several Nightbanes lived in hiding.

Robert hesitated for a few minutes. By rights, he should be trying to avenge his fallen comrades, but they had been on their way to burn and pillage defenseless villagers. Could he fault the stranger for defending his own? After some thought, he accepted Athelstane's offer and followed him. There he met the other Nightbanes who had taken advantage of the delay to gather their possessions and flee into the forest. Thus was Robert inducted into what would become the Underground Railroad.

Since that fateful encounter, almost a thousand years ago, Robert the Norman has been a faithful follower of Athelstane's advice. He has never interfered in the affairs of Humankind, contenting himself with helping other Nightbane. After the founding of the Jagged Tooth sanctuary, Robert has spent most of his time in the Nightlands. Once, during the 1920s, he and a small band of Nightbanes ventured into a Nightlord's city-state. Nobody but Robert knows what happened, for only he returned alive, though horribly wounded, almost beyond the capabilities of his regeneration powers. All he would say about the trip was that all the others were dead. From that day forward, he has tried to dissuade other Nightbanes from ever meddling with the affairs of the Nightlords.

Even after Dark Day came and the Nightlords threatened Earth, Robert has counseled patience and caution. The Nightbanes should watch and wait before making any decision, be it flee to another world or attack the Nightlords (the latter he regarded as suicide). Some of his



rivals in the Underground Railroad claim that he has lost whatever guts he may have once had, and that he is an ancient, craven coward. These insults have left him unfazed, his concern is with the survival of his kind. The affairs of men and Nightlords are none of his concern.

Robert the Norman — Ancient Nightbane

Note: All attributes and stats in brackets are available to the character only in his Nightbane *morphus* form.

Alignment: Unprincipled

Attributes: I Q 14, ME 12, MA 18, PS 15 (29), PP 14(22), PE 12 (24), P B 13, Spd 11 (51)

Hit Points: 53 (119)

S.D.C.: 50 (219)

Horror Factor: None (15)

P.P.E.: 243

R.C.C.: Nightbane

Level of Experience: 12th

Natural Abilities: All the basic powers, abilities and bonuses of the Nightbane R C C , see **Nightbane™ RPG**, pages 85-114 for details

1. The Becoming: Robert can transform from *facade* (human form) to his *morphus* (monster form) in one full melee round or by making an M E roll at +6

2. Supernatural Senses: Robert has nightvision in both facade (200 feet/61 m) and morphus form (1000 ft/305 m), and can sense the presence of other Nightbane at a range of up to 660 feet (201 m), as well as recognizing another Nightbane when face to face. **3. Supernatural Attributes:** Nightbane have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 hit points/S D C per melee round. Robert can leap 20 feet (6.1 m) from a standing position and 40 feet (12.2 m) with a running start.

4. Mirror Walk: Nightbane can cross over to the Nightlands by spending two P P E in their morphus form and using a mirror of any size. Can carry up to 100 lbs (45 kg) of inanimate matter or can carry people at a cost of one P P E per two pounds.

5. Immunities: Nightbane are immune to all forms of mind control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

Nightbane Morphus: Were-Cat with articulated spikes

Disposition: Robert is not a coward. In the past, he has fought, sometimes against formidable odds, to protect young Nightbanes from such enemies as vampires, minions of the Nightlords, or angry human mobs. Whatever he saw in the Nightlords' lair has scarred his psyche forever, making him resolute in avoiding the Ba'al at all cost. In all other matters, he is very reasonable, but when it comes to taking sides in the war against the Nightlords, he is adamantly against it. He will fight the Nightlords if they attack or directly threaten the Jagged Tooth sanctuary, but not for any other reason, especially not for humans.

Talents: Anti-arcane, darksong, premonition, air grab, storm maker, mirror search, see truth, shadow shield, shadow slide, shadow blast, astral self, and lord of the wild.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None, other than the application of magic in combat.

Combat abilities: Facade Hand to hand martial arts

Morphus Hand to hand martial arts

Attacks Per Melee Round: Facade Six physical attacks per melee

Morphus Eight physical attacks per melee

Damage: Facade 1D4 S D C punch, 2D4 S D C kick

Morphus Claws add 2D4 S D C to damage, 2D6 S D C on a restrained punch, 4D6 S D C on a full strength punch and 1D4x10 S D C on a power punch (counts as two attacks), bite inflicts 3D6 S D C , slash with spikes 2D6 S D C

Bonuses (Facade): +2 to strike, +5 to parry, +5 to dodge, +3 to roll/pull punch, +4 to damage, critical strike on an unmodified roll of 18-20, 50% trust/intimidate, +2 to save vs magic, +1 to save vs disease, and +1 to save vs horror factor.

Bonuses (Morphus): +3 on initiative, +8 to strike, +11 to parry (+13 to parry with spikes), +11 to dodge, +7 to roll/pull punch, +18 to damage, critical strike on an unmodified 18-20, 50% trust/intimidate, +2 on all perception rolls, +3 to save vs psionics, +18% to save vs coma/death, +9 to save vs magic, +8 to save vs poison and disease, and +3 to save vs horror factor.

Vulnerabilities/Penalties: In Morphus form, Robert is -4 to use hand-held weapons and -20% to skills that require manual dexterity.

O.C.C. Skills of Note: Radio basic 98%, detect ambush 85%, intelligence 80%, tracking 85%, wilderness survival 90%, lore Nightlands 85%, lore vampires 90%, W P sword, W P battle axe, W P polearm, W P automatic and semi-automatic rifle.

Allies of Note: As a member of the Underground Railroad, Robert has contacts with a number of powerful Nightbanes, including some of the oldest and most powerful Ancients.

Minions: None

Weapons & Equipment of Note: Darkblades taken from Nightlord minions include a bastard sword (4D6) and a polearm (6D6). He also has an M-16 rifle and extra clips, and basic clothes and equipment.

Money: Robert has some resources, money and manpower through his association with the Underground Railroad. He personally has a reserve of 15,000 dollars in an Earth bank and 30,000 in gold and gems, all of which he'll use to help his people.

Walker Dark

Walker Dark led an unusual life even before undergoing the Becoming. He grew up in a large mansion somewhere in Northern Massachusetts. When he was but a year old, during the 1920s, he was adopted by a wealthy, somewhat eccentric family — the Darks. Young Walker grew up in the large, half-empty, Dark family manor. His parents gave him many comforts and cool affection, but mainly they gave him an exceptional education. The child never went to school. Instead, he was instructed by tutors from around the world who came to the manor to teach him. Walker received a detailed and well-rounded education in everything from Classical languages to advanced mathematics. His parents furthered that education with a curriculum not found in any school in the nation: the secrets of the arts arcane. It turns out that his family had practiced magic for centuries.

Walker grew up studying the principles of magic. He had few friends. The only children his age were the servants' sons and daughters, and many of them were afraid of him. His best friends were books, especially stories of fantasy and mythology. Having accepted that magic was real, he would often wonder if such things as centaurs, unicorns and dragons were real as well. His parents could not confirm or deny this. "The world is full of strange things, Walker," his mother said. "Who can tell if Tolkien's stones were fancy or eyewitness accounts? Stranger things have happened."

It was perhaps this fascination with the fantastic that determined the form that Walker would assume during his Becoming. The event took him and his family completely by surprise. During a lesson in horse riding, the fifteen-year old was thrown from his mount, breaking a leg. The sudden pain triggered the change. When the stable boys reached him, Walker no longer looked human. In his clothes lay an elf-like being, covered with brightly shining, black and gray scales, a strange combination of reptilian and fey creature.

In many ways, Walker was among the luckiest Nightbanes in the world. His adoptive parents, although shocked, were neither terrified



nor revolted by his transformation. As practicing sorcerers, the Darks had long been accustomed to the strange and bizarre, and they took things in stride. The young Nightbane continued to be raised in a relatively loving environment, and taught to hone his magical and natural abilities while the Dark family undertook some discreet inquiries about shape-shifting creatures.

A few months after Walker's accidental Becoming, a visitor came to the Dark mansion. The stranger introduced himself as Robert Norman. Even before he shook hands with him, Walker knew that he had met a kindred spirit. The ancient Nightbane explained Walker's nature to his family. He had been alerted about Walker's presence through the informal grapevine between the occult community and the Underground Railroad. Robert explained the likely fate of young Walker should his nature become apparent. The Darks, familiar with the hatred and fear of the common man against the unknown or misunderstood, nodded. Robert offered to induct Walker into the ranks of the Underground Railroad where he could be with his own kind and live in relative peace. Walker accepted the offer on the condition that he was allowed to visit his family and continue his studies.

For the young Nightbane, the experiences with the Underground Railroad were akin to going to college, or spending a year abroad. He saw many strange things, some good and some bad. He also enjoyed many an adventure while conducting missions for the organization. The Nightbane was seldom exposed to any serious danger, at least no danger that could threaten a being with his powers. The most deadly situation he ever encountered was towards the end of World War II, in Germany. While trying to save a number of Nightbane before the Russian Army arrived, he was attacked by a squad of Nazi soldiers. Changing into his **Morphus** form and using a combination of spells and talents, Walker easily defeated the humans, and returned home safely.

Even the Dark Day invasion did not affect him directly. The minions of the Nightlords came looking for the Dark family, but Walker's elderly parents had already fled for the **Nightlands**, leaving behind a trap that combined magic and conventional dynamite, and which destroyed all ten Hounds sent to kill them. In the following days, the Nightbane

sorcerer has seen a great deal of horror and suffering, but he has not been touched by any of it. Making a cold-blooded calculation, he has agreed with Robert the Norman that the Underground Railroad should stay out of the war against the Nightlords, at least for now.

Walker Dark — Nightbane Sorcerer

Note: All attributes and stats in brackets are available to the character only in his Nightbane *morphus* form.

Alignment: Anarchist

Attributes: I.Q.: 15, M.E.: 13, M.A.: 14, P.S.: 11 (21), P.P.: 17 (23), P.E.: 12 (22), P.B.: 19 (27), Spd.: 11 (21)

Hit Points: 25 (69)

S.D.C.: 41 (181)

Horror Factor: None (9)

P.P.E.: 198

R.C.C.: Nightbane Sorcerer

Level of Experience: 5th

Natural Abilities: All the basic powers, abilities and bonuses of the Nightbane R.C.C.; see **Nightbane™ RPG**, pages 85-114 for details.

1. The Becoming: Walker can transform from *facade* (human form) to his *morphus* (monster form) in one full melee round or by making an M.E. roll at +2.

2. Supernatural Senses: Walker has nightvision in both facade (200 feet/61 m) and morphus form (500 ft/152 m), and can sense the presence of other Nightbane at a range of up to 450 feet (137 m), as well as recognizing another Nightbane when face to face. **3. Supernatural Attributes:** Nightbane have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 hit points/S.D.C. per melee round.

4. Mirror Walk: Nightbane can cross over to the Nightlands by spending two P.P.E. in their morphus form and using a mirror of any size. Can carry up to 100 lbs. (45 kg) of inanimate matter or can carry people at a cost of one P.P.E. per two pounds.

5. Immunities: Nightbane are immune to all forms of mind control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

6. Magical Abilities: Can distinguish between fake and real occult materials, and determine when supernatural forces are at work: 78%, and sense ley lines and nexus points at a range of 1 mile (1.6 km).

Nightbane Morphus: Elf-like creature covered with scales, gray and black in color.

Disposition: Walker Dark projects confidence and a "can-do" attitude. Every time he has set out to do something, he has been successful and he has no reason to believe that things will ever change. Unlike many, if not most **Nightbanes** (or even most human beings), Walker has never suffered a major loss or reversal. All his life, he has lived a relatively sheltered life and in a positive environment. He has never had to live in hiding, been terribly wounded, or lost a loved one. In fact, he has never felt true fear. While intellectually he knows that the **Ba'al** are fearful foes, he believes that they can be dealt with or, at worst, simply avoided.

Sooner or later, of course, Walker will confront a situation for which he is not prepared. How he will handle defeat is anybody's guess. He might emerge from a disaster as a stronger, wiser person, or he might fall apart. In the second case, his collapse might have dire consequences for anybody who depends on him (like, perhaps, the player characters).

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Spell Strength: 12. Known spells: sense evil, cloud of smoke, thunderclap, detect concealment, fear, levitation, mystic alarm, negate toxins/poisons, breathe without air, impervious to fire, magic armor, charismatic aura, energy field, fire bolt, trance, and eyes of **Thoth**.

Talents: The Shroud, soul shield, **nightbringer**, and shadow blast.

Combat abilities: (Facade): Hand to hand: expert. **Morphus:** Hand to hand: martial arts.

Attacks Per Melee Round: Facade: Three physical attacks, or two by magic per melee.

Morphus: Four physical attacks per melee, or two by magic.

Damage: Facade: 1D4 S.D.C. punch, 1D6 S.D.C. kick.

Morphus: 2D4 S.D.C. on a restrained punch, 3D6 S.D.C. on a full strength punch and 6D6 S.D.C. on a power punch (counts as two attacks).

Bonuses (Facade): +3 to strike, +4 to parry, +4 to dodge, +2 to roll/pull punch, 45% charm/impress, +5 to save vs magic, +2 to save vs possession, +1 to save vs disease, +3 to save vs horror factor.

Bonuses (Morphus): +1 on initiative, +6 to strike, +6 to parry, +6 to dodge, +6 to roll/pull punch, +6 to damage, 83% charm/impress, +3 to save vs psionics, +14% coma/death, +10 save vs magic, +7 to save vs poison and disease, +2 to save vs possession, +5 to save vs horror factor.

Vulnerabilities/Penalties: None per se.

O.C.C. Skills of Note: Read/write/speak native language 98%, Read and speak French, Gaelic and Latin 80%, mathematics: basic 98%, research 90%, lore: **nightbane** 65%, lore: demons & monsters 70%.

Allies of Note: In addition to the members of the Underground Railroad, Walker still has contacts with several magical orders. His parents, Oscar and Dorian Dark (both sorcerers, 8th and 9th level respectively), are still alive and well, despite being well over a hundred years old. These elderly sorcerers have slowed down (but not stopped) their aging process and are still quite capable and vigorous, despite their wrinkles and white hair. Through the elder Darks, Walker knows a number of sorcerers in North America, many of whom will be glad to help him.

Minions: None

Weapons & Equipment of Note: Basic clothes and equipment.

Money: Walker has some resources, money and manpower through his connection with the Underground Railroad. He personally has 20,000 dollars in an Earth bank and 5,000 in other valuables. His family has over a half million in cash and bonds; their real estate holdings have been lost since the Dark Day siege, and it may also be dangerous trying to get their moneys (alert the Nightlords to their presence).

Adventure & Encounter Ideas

Welcome to Jagged Tooth: The player characters are all young Nightbanes who have been rescued by the Underground Railroad and, for the time being, sent to Jagged Tooth. This setting can provide plenty of opportunities for the characters to discover the **Nightlands** and its dangers, as well as the internal politics of the Underground Railroad. Even if no direct fights with the minions of the Nightlords are likely to occur, other dangers from human and Doppelganger marauders, monsters, alien creatures, learning about the Astral Plane, and even such simple matters as finding new sources of food and water, can all be the source of adventures.

Discovery: A roving band of Ba'al Hunters spots a few Nightbanes around the Jagged Tooth area, and come to investigate. They must be destroyed before they can tell their masters that the mountains are inhabited. Even if they haven't located Jagged Tooth, security has been compromised and must be secured at all costs! In addition to the Hunters (some number challenging to the group), there may be other, less obvious minions of the Ba'al afoot. All must be found and eliminated.

The Fall of Jagged Tooth: Disaster strikes! A roving band of Ba'al Hunters spotted several Nightbane in the Jagged Tooth area, and have brought an army of over 2,000 Hounds, 500 Hunters, 300 Ashmedai or Hollow Men, and a Night Prince marching against the Nightbane.

Evacuating the entire community will take too much time; the magical portals leading out of the region only accommodate a few people at a time, and using the mirror walk power will only bring the Nightbanes to the corresponding region on Earth (where the NSB or other minions may have a small army waiting for any escapees). Fortunately, the com-



plex cave system has a number of choke points where a few determined fighters can stop a much larger enemy band. Still, any fight will be dangerous and difficult. However, taking the fight to the caves *should* enable many of the people to slip away, provided the player characters, and possibly NPCs like Robert the Norman and Walker Dark, among others, fight to delay the advancing army. Complicating things is the fact that this is Walker Dark's first real dangerous battle. Will he crack, or will he stand firm?

Another possibility is that the **Nightbane** stand unified and fight until the minions are (ideally) destroyed or sent in retreat. A win here should buy some time (several weeks) but will inevitably see a larger army return with vengeance on their minds. However, the extra weeks should enable the community to find a hiding place (or scatter into several smaller groups to hide).

The Taking of Jagged Tooth: White Eagle has returned and he claims his right to use the Jagged Tooth community for his purposes. The elder Nightbane wants to use the place as a base for the Resistance. Robert the Norman is dead set against it. He wants this place to stay a secret sanctuary for the Nightbane. The dispute is beginning to reach violent proportions. Can the player characters try to calm things down and help reach an amicable solution? If a fight breaks out, which side do they choose?

The Warcamp

Nightbane Resistance Community

Population: 410 are typically at the base camp with another 240 scattered throughout the Nightlands at safe houses and temporary bases of operation. 88% of all operatives are **Nightbanes**, 12% others.

The **Warcamp** is part of the Nightbane Resistance faction in the Nightlands. They are dedicated to the destruction of the Nightlords and the liberation of Earth. From this underground lair, small bands of Nightbane warriors and their few human and supernatural allies venture forth to strike at the **Ba'al** and their minions. Located in the salt flats that correspond to Earth's Lake Michigan, this installation has been the source for many successful raids and attacks against the Nightlords.

The Warcamp is invisible from the air. It is built under the surface and consists of a network of tunnels linking forty large compartments which are actually nothing more than trailer houses brought into the Nightlands and then buried underground. There are emergency hatches leading out of the various chambers and into the main tunnel or an escape hatch, but for the most part, people come and go through the long, main tunnel that emerges about half a mile (800 m) away from the edge of the complex.

Inside the Warcamp is a curious mixture of magical and technological equipment. The Resistance maintains a large armory in the complex, and is equipped with state-of-the-art sensors and other equipment (see the Resources section for more information). It is also protected by a number of powerful magical spells and defenses. This combination is one of the few things that allows the Nightbanes to survive in such close proximity to the enemy.

There are only two ways to reach the Warcamp from Earth. One is to swim in Lake Michigan and use the Mirror Walk Nightbane ability (fortunately, as long as the Nightbane is within 100 feet/30.5 m of his destination, he will arrive in one of the buried chambers). The other is to use a magical portal at a remote farmhouse in Michigan's Upper Peninsula.

Origins

When the persecution of Nightbane intensified during the chaos following Dark Day, a band of Resistance fighters decided to hide where the Nightlords would least expect them — in the Nightlands! The hid-

ing place was selected with care; close enough to large urban centers to allow them to strike against the Ba'al, but far enough away to make detection difficult. The Lakes area was selected because it allows expeditions to be mounted against several cities in the **Nightlands'** versions of Michigan, Indiana and Illinois.

The project took almost six months to be carried. A small band of Nightbanes, using Talents and magic to remain unobserved, laboriously dug a tunnel system in the hard soil of the "lake." When everything was ready, trailer homes were magically transported into their awaiting chambers. The amount of time, money and magical energy spent was staggering, but the Resistance believes it is all worth it.

The Resistance movement in the Nightlands has grown from a few dozen to over 400 dedicated people. In any given month, as many as a dozen important operations are being carried out simultaneously in different parts of the Nightlands, from simple information missions to search and rescue operations, raids against Nightlord minions, and the occasional assassination attempt against a Ba'al or Night Prince on his home ground. One Warcamp team was responsible for the killing of not one, but *two* Nightlords in the **Nightlands'** version of Detroit. The team responsible got lucky. They had planted a radio-activated land mine on the main road of the city-state, and the local Nightlord and a guest happened to drive over it. The explosion did not kill the creatures, but it injured them and took out many of their guards. Taking advantage of the confusion, half a dozen Nightbane snipers opened fire with rifles and grenade launchers. The other half, hiding in the shadows using their Shadowslide talent, rushed in and finished off the creatures, who were still hanging on to life after the barrage of gunfire. The team managed to get away from the horde of Hounds and Hunters who descended over the area with the loss of only **five** Nightbanes.

Organization & Methods

The Warcamp is loosely organized into squads of 4-12 members. The more military-minded members of the Resistance want to start training Nightbanes for large-unit tactics, but many feel that the deployment of large numbers is too risky and will only bring attention to themselves. For now, they have elected to stay with small unit tactics.



Typically, missions are selected by the Resistance leaders in the Nightlands. Missions are determined by information gathered by Warcamp squads, reliable informants and other underground organizations in the Nightlands. The most common missions are reconnaissance, sabotage and espionage. These assignments last from a week to ten days, during which the Nightbanes travel to the target city-state, make contact with any local "assets" in place (including Nightbane resistance cells in the cities themselves), and execute the mission, whether it be gathering or carrying back information or making a "hit." Gathering such information can be very difficult and is always dangerous. Nightbanes cannot usually infiltrate the Nightlords' households for any length of time because Hounds and Hunters will pick up their scent in a matter of hours. This is where the human and other members of the Resistance are most often put to work.

Complex missions typically deal with direct attacks on the Ba'al and/or their minions. These attacks can be Search and Destroy missions (set out in a direction where intelligence suggests enemy units are operating and destroy any hostiles encountered), assassinations, acts of sabotage, or rescue of human or Nightbane slaves or captives. Others include all kinds of efforts to confuse and harass the enemy, and stealing supplies, food and equipment to help bolster their crusade against them. Frequently, two or more squads will be sent on these missions to support each other and to make coordinated attacks. For example, one may cause a disturbance elsewhere so the other can make their move, or one squad will be in a support position to provide cover for the retreat of the other, or the two may work in tandem to create an ambush, and so on.

After a mission, the squad will usually use the Mirror Walk power to return to Earth, and from there go to another Resistance safe house back in the Nightlands, away from their main base. These evasive tactics prevent them from being followed back to their compatriots and has successfully prevented the Nightlords from locating the Warcamp.

Politics

Like all organizations, internal politics often complicate things more than they should. The major leaders of the Warcamp include *White Eagle*, an ancient Nightbane of Native American descent, *Harry Wolfe*, a former peace activist, now uncomfortably performing the role of guerrilla fighter, and *Burger-Face*, the heroic Nightbane whose exploits are fast becoming legendary. White Eagle tends to be the most careful planner of the three. His age has taught him to take the long view. Burger-Face is the most impatient and impulsive. Only his skills, quick-thinking and incredible luck have saved his life on many occasions when he rushed into things without planning out every possible contingency. Harry Wolfe is the most cautious, a leader who feels personally responsible for every life he sacrifices in the war, and who is increasingly reluctant to risk the lives of others. The conflicts between the three leaders are inevitable, and they usually end up in a compromise that makes everyone unhappy.

In addition to their internal disputes, the Warcamp is also answerable to other *higher-ups* in the organization. These are the older, wealthy Nightbanes who finance and rule the Resistance. These forces behind the scene usually let the people on the frontline make their own decisions and try to supply them the best they can. However, they are detached from the day to day stress and horror of war and sometimes have little sympathy for the men in the trenches. As a result, they sometimes require or demand quick actions in response to provocations by the Nightlords, which can result in rushed missions, many of which fail disastrously.

Resources

The Warcamp has extensive technological and magical resources, most of which are available to all its members.

Sensor Equipment: A radar system is carefully disguised above ground, and is sensitive enough to detect slow and small flying objects — including Hunters and other flying minions of the Nightlords. Additionally, a network of movement sensors is spread for almost a mile (1.6 km) around the complex, immediately alerting the base if a man-sized creature enters the perimeter. Radar range is limited to 30 miles (48 km).

Weapons: The armory in the complex at Warcamp has a wide variety of weapons, including hundreds of M-16 rifles (dozens with M-203 grenade launchers), hundreds of 10 mm pistols, a variety of revolvers and *sub-machineguns*, grenades and homemade bombs of all kinds, forty .30 caliber machineguns, twenty .50 caliber heavy machineguns, a dozen rocket launchers, 50 one-shot LAW rockets, and a variety of four-wheel vehicles and light trucks, and even a fleet of 40 jeeps, 14 with recoilless rifles (cannons) mounted on them. In addition, about 300 bullet-proof vests are available and all standard equipment for field soldiers (helmets, fatigues, ammunition, including silver bullets, canteens, backpacks, etc.). **Note:** Approximately 21% of the Warcamp forces have some sort of Darkblade taken from defeated minions.

Magic: Several magical circles and wards are in effect, including circle of concealment, wards of alarm, sleep, and fire ball. Many of the underground chambers are further protected by the sanctum spell. Approximately 5% of the forces (mostly humans) are sorcerers of one type or another (average levels 2-5) and 2% have magic weapons or items to help them in their crusade.

Relations

The Warcamp members usually associate only with other members in the Resistance. The one major exception lies somewhere to their West, where Spook Squad's **Beachhead** is located. The Beachhead is Spook Squad's version of the Warcamp, a base of operations from which a number of missions are launched against the Nightlords. This base is located in a mountain range (unique to the Nightlands) some 60 miles (96 km) north of Typhoon. The base holds a few hundred human soldiers and a team of sorcerers who use their powers to keep the Beachhead supplied.

The two camps *know* of each other's existence, but not their exact location. Infrequently, teams from both military factions have encountered each other in the field, and on a few occasions, have briefly joined forces to help each other destroy or escape from the minions of the **Nightlords**. Once, the **Nightbanes** and humans fired on each other, and then withdrew **with** no casualties on either **side**, a couple of **Nightbanes** got shot, but were able to heal themselves in a matter of minutes. On another occasion, a **Spook Squad jeep** patrol saved the lives of a Resistance team which had been surrounded and outnumbered by **Hounds**. The Resistance had already slam a **pair** of **Hound Masters**, an **Ashmedai** and several **Hounds**. They were exhausted and weak. The human soldiers' firepower saved the day, but they drove off after saluting them, without exchanging a word **with** the **Nightbanes** they had rescued. After that incident, there has been an unspoken understanding that the **Nightbanes** and the **Spook Squad** soldiers in the **Nightlands** will not interfere **with** or attack each other because they both work to destroy a common and greater enemy. In fact, groups from both of these organizations operating in **Typhoon**, frequently pass along information to the other through informants and anonymous sources. **This** informal and unofficial truce policy and growing cooperation has not made the leaders of the Resistance and **Spook Squad** on Earth very happy. However, as their independent struggles to destroy the **Nightlords** bring them together in the **Nightlands**, both sides are developing a respect and tolerance for the other.

Characters of Note

Harry Wolfe

Harry Wolfe's "Becoming" occurred in 1967, three decades before the momentous events of **Dark Day**. At the **time**, he was an anti-war demonstrator, protesting American involvement in **Vietnam**. **Anti-riot** police moved in using tear gas and billy clubs to break up the demonstration. Harry was attacked by two enraged policemen who dragged **him** into an alley and started beating **him**. The brutal attack triggered the **Nightbane** transformation. One instant, the young hippie was being clubbed into submission, the next, a **humanoid** with mechanical arms and tattoos flowing on **his skin** was tossing them around like rag-dolls, and ran away. Fortunately, the clouds of tear gas and the fact that **this** was the drug-crazed '60s prevented any clear identification of the creature, although more than one peace demonstrator thought he was having an **acid** flashback.

Scared and confused, Harry might have been driven mad by the sudden transformation. However, under the long **hair** and psychedelic clothing lurked a smart and strong-willed young man. He eventually recovered from the trauma and even started experimenting **with** the transformation and the strange powers he seemed to have gained along **with** it. For several weeks, he learned how to control these new abilities. The idealistic Harry saw himself as a real-life superhero, a being who could use **his** powers for good. He decided as **his** first feat to strike a blow for peace by destroying a chemical factory that produced components for **Napalm**. While lurking around, Harry was confronted by two other **Nightbanes**, members of the **Underground Railroad** who had been keeping a close eye on the youngster. One of the **Nightbanes** was **Robert the Norman**, who convinced Harry that to act openly would only doom **him**. Harry relented, but **his** romantic, idealistic streak never **died**.

For the next forty years, Harry worked hard for the **Underground Railroad**, helping others of **his kind** survive and escape persecution. He also ventured into the **Nightlands**, where he saw first-hand the horrors perpetrated by the **Nightlords** against humans and other beings. **Time** and **time** again, Harry argued that **with** the **Underground Railroad's** contacts **with** thousands of **Nightbanes**, they could all band together, at-

tack the **Nightlords** and liberate their slaves. **Time** and **time** again, **his** ideas were rejected and **his** proposals denied. The older members of the **Underground Railroad** pointed out that while there were only a few thousand **Nightbanes** in the world, the **Nightlords** and their minions numbered into the hundreds of **thousands**! Any attack against such odds would be suicidal.

After **Dark Day**, Harry was one of the first people to **quit** the **Underground Railroad** and **join** the Resistance. He told himself over and over, he would finally have the chance to fight for what he believed in. However, **his** idealism was brutally shattered during the first fight against the **Nightlords'** minions. The still-fledgling Resistance had yet to be organized and many of **its** members **did** not know what they were doing. A simple **raid** against a police station turned into a desperate fight as about a dozen **Nightbanes** found themselves fighting three times that number of **Hounds** and **Doppelgangers** **with** automatic weapons. Over half of the Resistance fighters were killed and the rest fled. Harry saw people he had been friends **with** for decades get shot, mutilated, and cut down without mercy.

Harry learned from **his** mistake and has proven to have a good head for strategy and tactics. **His** careful planning has led to a number of major victories, and earned **him** **his** position as one of the leaders of the **Warcamp**. Along the way, however, something **died** inside Harry. Even when **his** plans worked perfectly, sometimes **Nightbanes** **died**. As months passed, he kept meeting young **Nightbanes**, helped them get through some minimal training, and then sent them off on missions from which some would never return.

Commander Harry Wolfe; Nightbane Resistance Leader & Commander of the Warcamp.

Note: All attributes and stats in brackets are available to the character only in **his** **Nightbane morphus** form.

Alignment: Scrupulous

Attributes: I Q 13, ME 15, MA 12, PS 14 (28), P P 11 (17), PE 21 (31), P B 13, Spd 17 (39)

Hit Points: 47 (81)

S.D.C.: 74(215)

Horror Factor: None (12)

P.P.E.: 169

R.C.C.: **Nightbane**

Level of Experience: 8th

Natural Abilities:

1. The Becoming: Harry can transform from *facade* (human form) to **his morphus** (monster form) in one full melee round or by making an **M E** roll at +4.

2. Supernatural Senses: Harry has **nightvision** in both *facade* (200 feet/61 m) and **morphus** form (500 ft/152 m), and can sense the presence of other **Nightbane** at a range of up to 540 feet (162 m), as well as recognizing another **Nightbane** when face to face.

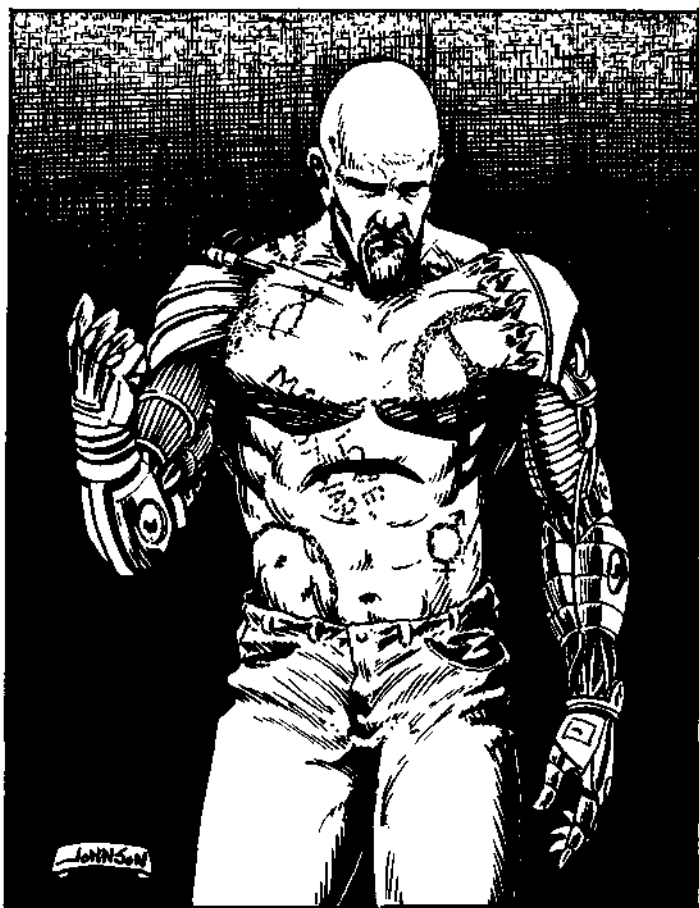
3. Supernatural Attributes: **Nightbane** have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 **hit points/S D C** per melee round.

4. Mirror Walk: **Nightbane** can cross over to the **Nightlands** by spending two **P P E** in their **morphus** form and using a mirror of any size. Can carry up to 100 lbs (45 kg) of inanimate matter or can carry people at a cost of one **P P E** per two pounds.

5. Immunities: **Nightbane** are immune to all forms of **mind** control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

Morphus: Basically human, except for mechanical limbs and living tattoos. The tattoos include a number of symbols from the 1960s and 1970s, although they tend to shift according to **his** mood.

Disposition: Harry has lost the **will** to send others off to die, a **grim** but necessary element of military leadership in a **time** of war. Recently, **his** plans have grown more and more cautious. **His** ideal plan now



involves no direct danger and minimizes the chances that the units involved will see any combat at all. Obviously, this is not going to be the case in many operations. With increasing frequency, Harry will argue against an operation as being too dangerous, foolish or pointless. This problem is escalating, and soon he may find himself stripped of his command position.

Although he is reluctant to risk the lives of others, Harry has no fear of risking his own. Lately, he has been going off on missions more often than ever, sometimes taking insane chances to protect his subordinates. Rumors among the new recruits is that Harry is invincible and the epitome of courage. Ironically, these men, Nightbanes and humans, would follow him into hell and face death for him. According to Harry, that's the problem, and they're already in hell.

Psionic Powers: None

L.S.P.: N/A

Talents: Lightning rider, shadow shield, mirror search, deus ex machina, and darkwhip.

Combat abilities: Facade & Morphus: Hand to hand: martial arts.

Attacks Per Melee Round: Facade: Five physical attacks per melee.

Morphus: Six physical attacks per melee.

Damage: Facade: 1D4 S.D.C. punch, 2D4 S.D.C. kick.

Morphus: 2D6 S.D.C. on a restrained punch, 4D6 S.D.C. on a full strength punch and 1D4x10 S.D.C. on a power punch (counts as two attacks), plus P.S. damage bonus.

Bonuses (Facade): +2 to strike, +4 to parry, +4 to dodge, +4 to roll/pull punch, critical strike on an unmodified 18-20, +5 to save vs magic, +3 to save vs poison, +12% to save vs coma/death, +2 to save vs disease, +1 to save vs horror factor.

Bonuses (Morphus): +1 on initiative, +6 to strike, +7 to parry, +7 to dodge, +8 to roll/pull punch, +13 to damage, critical strike on an unmodified 18-20, +3 to save vs psionics, +32% coma/death, +12 save vs magic, +8 vs poison, +3 to save vs disease, +3 to save vs horror factor.

Vulnerabilities/Penalties: None

O.C.C. Skills of Note: Radio: basic 98%, basic electronics 70%, wilderness survival 70%, athletics (general), pilot motorcycle 88%, pilot automobile 88%, W.P. knife, W.P. automatic pistol, W.P. automatic and semi-automatic rifles.

Allies of Note: In addition to the members and resources of the Resistance both in the Nightlands and on Earth, Harry still has a number of people who like and respect him in the Underground Railroad. In fact, they would welcome him back with open arms (something Harry's considered).

Minions: None

Weapons & Equipment of Note: His personal weapons of choice are a Dragunov sniper rifle or a Galil Assault rifle, a .45 pistol and a Darkblade battle axe (5D6 damage). His favorite vehicle is a dirt bike. He also has the resources of the Warcamp at his disposal.

Money: Harry has dedicated his life to one cause or another and has no personal fortune hidden away. He does, however, command the resources of the Warcamp.

White Eagle

The founder of the Jagged Tooth Nightbane sanctuary has been fighting for the Resistance because he sees no other choice. As a Native American, White Eagle has already experienced what it's like to be on the losing side of a hopeless fight, but this time he knows that the price for defeat will be the destruction of not only the Nightbanes but the entire human race. With a world at stake, he thinks the choice not to fight is insane.

White Eagle underwent his Becoming during a ritualistic ceremony geared to awaken his shamanistic powers. The ceremony did both, and White Eagle stayed with his tribe for many years as medicine man and superhuman champion. As time passed, people grew old and died. Entire cultures and customs changed, but White Eagle did not. He remained the same, generation after generation. The younger tribesmen began to regard him with suspicion. Soon the idea of an immortal, inhuman creature being with the tribe became unpalatable. Conflicts about his status broke out. One of those leading the faction against him was one of White Eagle's prize students. In an effort to avoid further strife, White Eagle voluntarily left the tribe, despite the fact that the majority of his people did not want him to go.

For some time, he wandered the continent alone. Eventually, he met others of his kind: a woman whose morphus was a deer, a man who could take the shape of a wolf, and an adolescent who could transform into a walking tree and who had fled from his people rather than tell them what he had become. They and many others joined White Eagle in his journey, and soon he found himself leading a new tribe. They called themselves the *Lodge of the Changing People*. The fledgling band was forced to move away time after time, whenever humans found them to be too scary and strange to deal with.

Under a different leader, the Lodge of the Changing People might have fought those who sought to drive them away, but the shaman wanted no blood on his people's hands. Furthermore, the Changing People were very few, and if seen as a threat, many tribes would join forces against them. It was at this point that White Eagle took his people to the Nightlands and founded the sanctuary in the twilight mountains of that world; at the time, the Nightlords were a dim rumor from down South and far, far to the East.

The shaman and his fellow outcasts were more tolerant of other people and allowed Europeans into their mountain tribe. Occasional forays back to Earth would reveal the atrocities leveled against the Native Americans at the hands of the Europeans, but all he and his Nightbane wanted was peace. They found it for a long time even by Nightbane standards.

When the Nightlords invaded Earth, most **Nightbanes** thought that White Eagle would be one of the elders who counseled caution and patience. His decision to join the Resistance shocked them all. White Eagle firmly believes that waiting will only make the inevitable conflict that much harder to win.

White Eagle — Nightbane Mystic

Note: All attributes and stats in brackets are available to the character only in his Nightbane *morphus* form.

Alignment: Scrupulous

Attributes: I.Q.: 21, M.E.: 18, M.A.: 13, P.S.: 14 (25), P.P.: 12 (18),

P.E.: 13 (23), P.B.: 11, Spd.: 10(20)

Hit Points: 39 (79)

S.D.C.: 29 (89)

Horror Factor: None (6)

P.P.E.: 221

R.C.C.: Nightbane Mystic

Level of Experience: 10th level



Natural Abilities:

1. The Becoming: White Eagle can transform from *facade* (human form) to his *morphus* (monster form) in one **full melee** round or by making an M.E. roll at +5.

2. Supernatural Senses: White Eagle has **nightvision** in both *facade* (200 feet/61 m) and *morphus* form (500 ft/152 m), and can sense the presence of other Nightbane at a range of up to 600 feet (183 m), as well as recognizing another Nightbane when face to face.

3. Supernatural Attributes: Nightbane have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 hit points/S.D.C. per melee round.

4. Mirror Walk: Nightbane can cross over to the **Nightlands** by spending two P.P.E. in their *morphus* form and using a mirror of any size. Can carry up to 100 lbs. (45 kg) of inanimate matter or can carry people at a cost of one P.P.E. per two pounds.

5. Immunities: Nightbane are immune to all forms of mind control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

Morphus: Bird head (eagle) and talons for hands.

Disposition: White Eagle is a wise and skillful teacher. He considers it one of his primary duties to train younger Nightbanes in the ways of the warrior and the mystic, to understand the world of the Nightlands, and to survive in it. He often smiles when confronted with an impatient or impetuous youth, and then reminds him that Nightbanes can live forever — if they **don't** get themselves killed in some foolish act. At the same time, White Eagle understands that the war demands quick action and he bemoans the fact that so many Nightbanes are being sent into danger only months after their **Becoming**. "We are killing our children," he says sadly. "If we must send them into the world to fight the Darkness, let us send them with at least some knowledge about the enemy. And let them be armed with the skills and courage of a warrior."

As his words suggest, he has dedicated himself to teaching young Nightbanes the full extent of their powers, teaching the way of the warrior and warning them of the terrible enemy who stands before them. He regards his old allies at the Jagged Tooth sanctuary and Underground Railroad as frightened and foolish children unwilling to overlook petty differences and to step forward and take a stand. His outspoken opinions about their reluctance to "join all men, Nightbanes and humans, Guardians and spirits, to destroy the Darkness and bring forth the light," has earned him the enmity of those groups.

Psionic Powers: None

I.S.P.: N/A

Talents: Dreamer, anti-arcane, mirror search, mirror sight, see truth, sharing the flesh, and storm maker.

Magical Knowledge: Spell Strength: 14. Spells include sense evil, sense P.P.E., thunderclap, climb, extinguish fire, float in air, ignite fire, impervious to fire, telekinesis, cure minor disorders, shadow meld, trance, heal wounds, call lightning, wind rush, oracle, protection circle: simple, and wards.

Combat abilities: Facade: Hand to hand: expert.

Morphus: Hand to hand: martial arts.

Attacks Per Melee Round: Facade: Five physical attacks per melee, or two by magic.

Morphus: Seven physical attacks per melee, or two by magic.

Damage: Facade: 1D4 S.D.C. punch, 2D4 S.D.C. kick.

Morphus: Talons add 2D4 S.D.C. to damage, 2D4 S.D.C. on a *restrained punch*, **3D6 S.D.C.** on a *full strength punch* and **6D6 S.D.C.** on a power punch (counts as two attacks), beak slash does 3D6 S.D.C. plus **P.S. bonus**.

Bonuses (Facade): +2 to *strike*, +3 to *parry*, +3 to *dodge*, +3 to *roll/pull punch*, +3 to damage, critical strike on an **unmodified** 18-20, +3 to save vs psychic attack, +5 to save vs magic, +2 to save vs disease, +3 to save vs horror factor.

Bonuses (Morphus): +1 on initiative, +6 to *strike*, +7 to *parry*, +7 to *dodge*, +6 to *roll/pull punch*, +9 to damage, critical strike on an **unmodified** 18-20, +6 to save vs psychic *attack*, +16% to save vs **coma/death**, +11 save vs magic, +4 vs poison, +3 to save vs disease, +5 to save vs horror factor.

Vulnerabilities/Penalties: None

O.C.C. Skills of Note: Read/speak native language: 98%, speak Latin 98%, basic math 98%, lore: **Dreamstream** 92%, holistic medicine 82%, preserve food 98%, dance 98%, track animals 80%, land navigation 86%, boat building 75%, prowl 77%, lore: Nightbane 87%, W.P. archery, W.P. blunt, W.P. revolver and bolt-action rifle.

Allies of Note: As a shaman and mystic, White Eagle has contacts with a number of supernatural creatures, including many dwellers in the Astral Plane and the Dreamstream. Some of them consider the Nightbane to be a friend, and will come to his aid if he so requests.

Minions: None

Weapons of Note: The shaman's favorite weapon is an ancient war-club that has been permanently enchanted. It does 2D6 S.D.C. (plus his supernatural P.S. damage if in **Morphus** form), doubled against some evil supernatural enemies (Nightlords and their minions included), and can be used against insubstantial or astral creatures in all planes of existence.

Money: None; White Eagle has dedicated his life to helping others and has never acquired a personal fortune. He does, of course, command the resources of the Resistance.



Ursus the Titan

Ben Panetta's Becoming was a most traumatic one. Very few can say they underwent their transformation while in one of the **Nightlords'** slave camps!

Ben was fifteen when Dark Day struck. Unlike other **Nightbanes**, he did not undergo the Becoming immediately. Instead, he, his family and everybody in the apartment complex where the **Panettas** lived were dragged away into the **Nightlands**. Lord Magog wanted to secure slaves and he decided that if the building burned down and collapsed that it would cover the disappearance of its 200+ inhabitants.

The unlucky humans were herded to the **Nightlands** city-state of **Typhoon**, where the young and fit were sent to work in the **Darkblade Forges** (see the **Typhoon/Chicago** section for details). Those too young or infirm to work were terminated. Ben was dragged in chains towards the **Darkblade Forges** with his parents' dying screams still echoing in his head. He worked in the hellish factory for three days. On the fourth day, a **Doppleganger** overseer struck the boy with a whip. A moment later, the overseer screamed in terror as Ben transformed into a gigantic, heavily muscled, bear creature! Ben batted the **Doppleganger's** head

right off his shoulders and killed half a dozen **Hounds** before fleeing from the factory.

A **Nightbane** alone in a city-state should by rights have perished in a matter of hours, yet Ben managed to survive for several days. Starving and near the point of collapse, the young **Nightbane** felt his end was near when **Burger-Face** intervened. The heroic **Nightbane** gave the frightened lad some food, calmed his nerves and used the **Mirror Walk** power to transport the two of them back to Earth. **Burger-Face** recruited the lad for the Resistance and Ben has been a dedicated member ever since. He has experienced the **Nightlords'** cruelty first-hand, and is dedicated to seeing their evil stopped. Believing it best to strike at the monsters on their own home ground, Ben, aka **Ursus**, volunteered for duty in the **Nightlands**. He has since become a valuable member of the **Warcamp**. Although he is not even twenty yet, his dedication and courage makes it likely that he will succeed **Harry Wolfe** when or if that leader is removed from his position. He is always eager to strike at the enemy.

Ursus the Titan — Nightbane Avenger

Note: All attributes and stats in brackets are available to the character only in his Nightbane *morphus* form.

Alignment: Unprincipled

Attributes: I.Q.: 11, M.E.: 13, M.A.: 9, P.S.: 19 (41), P.P.: 15 (21), P.E.: 13 (26), P.B.: 12, Spd.: 19

Attributes in brackets are for his Morphus form.

Size: Facade: 5 feet, 6 inches. Morphus: 9 feet (2.7 m) tall.

Hit Points: 31 (89)

S.D.C.: 17 (247)

Horror Factor: None (13)

P.P.E.: 187

Average Life Span: Possibly immortal.

Natural Abilities:

1. The Becoming: Ben can transform *from facade* (human form) to his *morphus* (monster form) in one full melee round or by making an M.E. roll at +5.

2. Supernatural Senses: Ben has nightvision in both facade (200 feet/61 m) and morphus form (500 ft/152 m), and can sense the presence of other Nightbane at a range of up to 600 feet (183 m), as well as recognizing another Nightbane when face to face.

3. Supernatural Attributes: Nightbane have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 hit points/S.D.C. per melee round.

4. Mirror Walk: Nightbane can cross over to the **Nightlands** by spending two P.P.E. in their morphus form and using a mirror of any size. Can carry up to 100 lbs. (45 kg) of inanimate matter or can carry people at a cost of one P.P.E. per two pounds.

5. Immunities: Nightbane are immune to all forms of mind control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

Morphus: A combination of bear and hulking monster that stands 9 feet (2.7 m) tall and weighs over half a ton!

Experience Level: 5th

Disposition: In his human facade, Ben tends to be shy and withdrawn, and finds it hard to relate to people. In his morphus form, he is far more outgoing, even boisterous, loud and a bit aggressive. Perhaps he feels safer while in the shape of a gigantic, heavily muscled creature. As a rule, Ben is extremely compassionate, kind and gentle when dealing with people of all races. He is especially sympathetic to children and the weak. Ben also seems to be developing strong leadership qualities and is very resourceful.

Psionic Powers: None

Magic Powers: None

Combat: Facade: Hand to hand: basic and boxing.

Morphus: Hand to hand: martial arts.

Attacks Per Melee Round: Facade: Five physical attacks per melee.

Morphus: Seven physical attacks per melee, or two by magic.

Damage: Facade: 1D4 S.D.C. punch and 2D4 S.D.C. kick.

Morphus: Restrained punch does 2D6, full strength punch inflicts 1D6x10 S.D.C., and power punch does 2D6x10 S.D.C. (counts as two melees)

Bonuses (Facade): +1 to strike, +4 to parry and dodge, and +3 to roll/pull punch.

Bonuses (Morphus): +1 on initiative, +7 to strike, +10 to parry and dodge, +10 to roll/pull punch, and +26 to damage.

Vulnerabilities/Penalties: None

R.C.C. Skills of Note: Boxing, Nightlands & Nightbane lore 55%, prowl 50%, W.P. heavy, W.P. rifle, and W.P. sword.

Allies of Note: Fellow Nightbane Resistance fighters, including White Eagle, Harry Wolfe and Burger-Face.

Minions: None

Weapons of Note: Ursus has been given a custom-fitted, .50 caliber machinegun that he can fit in his clawed paws; the giant bear is just

heavy enough to withstand the massive recoil of this weapon. He also has an assault rifle and a **Darkblade** long sword (5D6 damage).

Money: None; Ben has dedicated his life to helping others and has never acquired a personal fortune. He does have access to the resources of the **Warcamp**.

Kingdom of Mu-Talan

Total Population: 200,000 (50% human, 30% Flint People, 15% Doppelgangers, 3% Nightbane and 2% others).

Population by Cities: Xibalba (pop. 100,000), Gherb (pop. 35,000), Uxmal (pop. 20,000) and Tlaxta (pop. 15,000), plus the Celestial City of Mu (in the Astral Plane: pop. 30,000).

Origins

Mu-Talan's origins involve three worlds and dates back to the European conquest of the Americas. During the 16th century, the Aztec Empire was ravaged and conquered by Spanish travelers. To the West was the Yucatan peninsula, formerly the homeland of the Maya civilization and still a place of learning, culture and secrets of magic. A small cult of Mayans, Aztecs and mystics of other cultures from the region used all of its magical resources to open a portal into the Nightlands, a land referred to in Aztec legend as *Xibalba*, the dark Underworld. According to their historical records, the group was led by a priest who claimed the god Quetzacoatl had come to him in a vision and told him to select a group of pious followers that would be led to salvation. The refugees, several thousand of them, took advantage of the great number of ley lines and nexus points that dot the Yucatan peninsula to pierce the barriers between Earth and the Nightlands despite the low ebb of magic at the time. Here they established a new life and new civilization.

The other side of Mu-Talan's history began in a world totally unlike Earth or the Nightlands. This world may have been a large Astral Kingdom (see **Between the Shadows™** for details about the Astral Plane), or a different dimension altogether. In it, a strange race of rock-like **humanoids** (see the *Flint People R.C.C.* elsewhere) had become the most advanced and dominant species. Using magic instead of technology, the Flint People built an expansive civilization, until disaster struck. A large comet was magically detected traveling in a collision course toward their planet. Through magic and computations, they soon realized that, in a matter of weeks, the comet would hit their planet and wipe out all life. For all their mystic might, the Flint People could do little to prevent this disaster from happening. Their only escape lay in fleeing into the Astral Plane.

Once in the Astral Plane, the Flint People were decimated by predators, accidents, suicides and other tragedies. Bereft of a place to call home, the refugees broke into small groups and aimlessly wandered the Astral Plane. Only one group, perhaps numbering no more than a thousand, was able to survive nearly intact. This group was led by a mystic who claimed that the god **Ket-Zakal**, had sent him a vision in which he would lead his followers to a new world. The mystic led his band through the Astral Plane to a dimensional portal that took them to the twilight world of the Nightlands. Fortunately for them, they did not arrive at one of the **Nightlords' City-States**, which would have meant their destruction or, at best, their enslavement. Fate had placed them near the fledgling city of *Xibalba*, the creation of the Aztec and Mayan refugees.

Xibalba, as the founders had named their city, had been settled on the banks of a major tributary of the Great Western Stream, the largest

body of water in the **Nightlands**. Some five thousand refugees laboriously tilled the land, trying to plant enough crops to feed themselves. Others worked on the construction of a wall to better protect their city. At first the Aztec settlers were scared by the news that rock-like creatures **had**, camped on a nearby hill. The city assembled its army of warriors and magicians and prepared to attack the invaders. Fortunately, the Flint People were not an overly aggressive species, and the Aztec-Mayan group was willing to listen to reason rather than charge into combat.

Through magic and creativity, delegates from both groups were able to meet. A description of each **culture's** gods brought to light a number of amazing resemblances between the two cultures. The Flint People's guiding deity, **Ket-Zakall**, was described as a giant feathered serpent and was nearly identical to the Aztec's Quetzacoatl. Believing that they had been led to the Nightlands by the same gods, the two cultures readily agreed to join forces. An alliance that would last for centuries was struck, and the Kingdom of **Mu-Talan** was born.

The cultures of the Mayan sorcerers, Aztec priests and warriors, and the Flint People's scholars and knights all blended together to form a unique and strange whole. Among other things, the Aztec priests abandoned the practice of human sacrifice, mostly because their primary god, Quetzacoatl, had traditionally not demanded such practices from his followers (and a practice the Flint People found repugnant). The Flint **People's** government was a hereditary monarchy that was adopted by **Xibalba**. It was much more democratic than the **Aztecs'** or the Mayans', giving the average peasant more rights than they did in the Pre-Columbian Empires. Other cultural changes occurred, including the language now spoken in Xibalba which is now a mixture of **Nahuatl** (the language of the peoples of Central America) and the Flint **People's** raspy tongue. Dress and architecture combined the preferences of the two races, but with human designs predominating.

The city prospered and grew into the kingdom known as Mu-Talan. Mu-Talan is a true "kingdom" with a total of five cities in its domain (one located in the Astral Plane). The first city, *Xibalba*, had sparked colonies along the river, and by the time Earth people had reached the 20th Century, four cities stood alongside the Great Western Stream. The names chosen for the cities have alternated between using the language of the Flint People and the human's Nahuatl tongue.

Astral Contact

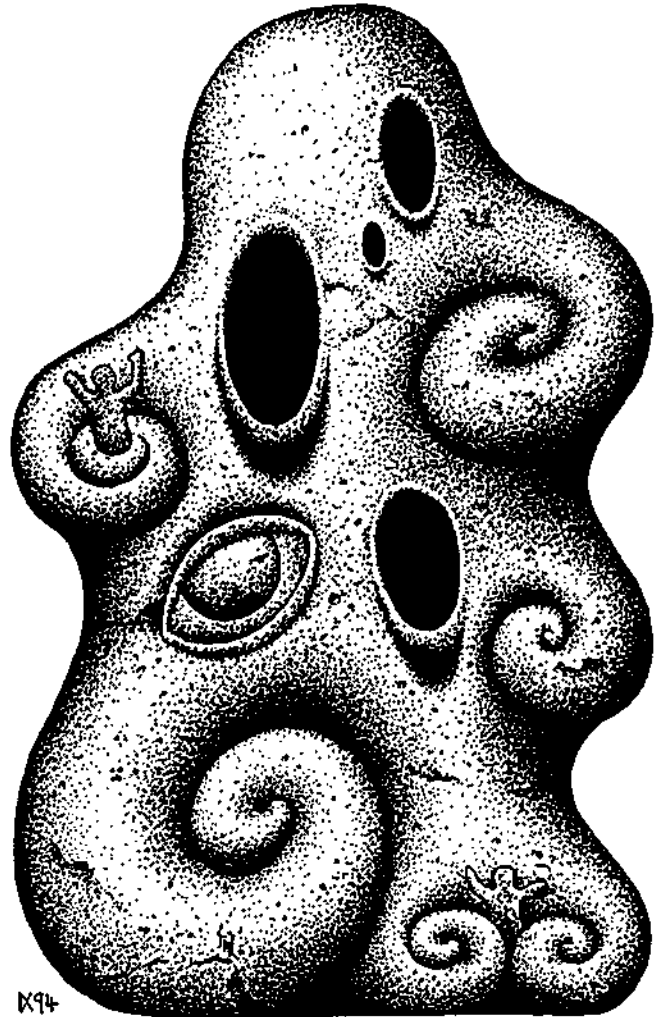
The magically-adept people of Mu-Talan made forays into the Astral Plane, which provided new opportunities and dangers for them. Their first encounter with a large, foreign civilization occurred in the Astral Plane. Human and Flint People explorers were met by a group of **astrally-adept** psychics who had formed their own community in an Astral Domain. The psychics were desperately looking for help against an army of Necrophim demons who were besieging their domain. The Mu-Talan expedition agreed to lend a hand, and through the efforts of the Aztec and Flint People's magicians, were able to fend off the attackers.

The leader of the Astral Domain, an Astral Lord named **Albert Vraj**, traveled back to Mu-Talan to meet with the rulers of the kingdom. In gratitude for their help, the Astral Lord gave the High Priest of Mu-Talan a number of magical artifacts, prizes he had gathered through his travels. The relations between the two communities has only grown with the passage of time, and both are now dedicated allies. A number of dimensional portals linking the two kingdoms exist, and many people of Mu-Talan have settled in the growing Astral Domain. It has since become known as the *Celestial City of Mu* and is considered an official city of the Mu-Talan Kingdom.

It was inevitable that a kingdom the size of Mu-Talan would eventually attract the attention of the Nightlords. Initially, the **Ba'al** were so involved in their own petty rivalries that they ignored the fledgling colony of humans. The Nightlords in charge of the **Nightlands'** version of Central America were constantly fighting among themselves and the more powerful Ba'al from the equivalents of Europe and North America. For centuries, they were too busy attacking each other to do little

more than raid the city. By the 20th Century, however, that had changed.

In 1992, a large army under Lord Magog, then a lieutenant of King Moloch, marched on Mu-Talan, besieging all four cities in the kingdom and killing tens of thousands. Thankfully, the magic power of the rulers of Mu-Talan prevailed. By joining their forces, all the magicians and priests in the four cities created energy fields around their cities. In a feat that even amazed them, the Mu-Talan mystics linked the power of the energy fields to the very P.P.E. energies of the Nightlands. To destroy the protective fields would take incredible firepower and would unleash a backlash that would kill thousands of minions and perhaps a few Nightlords. Under the direct orders of King Moloch, Lord Magog led his forces away from Mu-Talan, and at least for the time being, the kingdom has been left alone. Squads of Hunters and other minions are posted in the region around the cities and attack anybody found outside their protective perimeters. This turn of events has made the Mu-Talan sad and frustrated. They are busy assessing their situation, preparing for the inevitable return of the Ba'al and considering other measures, including taking the war to the Nightlords. This civilization could become a valuable ally against the Ba'al.



Politics & Society

The people of Mu-Talan have five social classes. *The lowest class* is made up of peasants and laborers who have the right to not be abused or exploited by their "betters," but their existence is simple, consisting of long periods of grueling labor interspersed with festivals and holidays where drinking and reveling is encouraged. They have little responsibilities and few rights. Above them are the craftsmen, scribes, scholars, merchants and other skilled workers, also known as the *Lesser Learned*. The Lesser Learned are allowed to own land and are wealthier than the peasants, although the line between a prosperous peasant and a Lesser

Learned fallen on hard times is often blurred. *The Warrior class* is above that of the Lesser Learned. In **Mu-Talan**, a small professional army made up of members of the warrior class is used, peasants are not expected to fight in the defense of the kingdom. Finally, the *Sorcerer and Priest classes* are above the others. Although they are differentiated, they enjoy the same basic rights and privileges, with the sorcerer bound to duty by their university, and the priest to their temple and gods. Psychics like the Astral Lords are counted among the sorcerer/priest class.

The government of Mu-Talan is a loose confederation of the five cities under a Holy Emperor. The Holy Emperor is chosen from the ranks of the priests, the magicians, or warriors by a council known as the *Assembly of Advisors*. The members of the Assembly are twenty in number, four from each of the major cities, and are elected by universal vote, with some restrictions. Although everyone can vote, the votes of the mage/priest class count as three votes per person, the votes of the warrior class counts as two, the votes of the Lesser Learned count as one and peasantry counts as half (in other words, peasants each have a vote, two peasants voting for the same candidate accumulate the equivalent of one vote). While this system gives the upper classes an unfair advantage, the people of Mu-Talan justify this by arguing that the upper classes have more responsibilities and are more knowledgeable about politics and the problems of the lands. Therefore, their opinions should have more weight than those of the illiterate peasantry.

The Holy Emperor is the commander of the armies and he rules on most matters. The Assembly of Advisors has no direct power, but it is supposed to help inform and advise the Holy Emperor. They also have the ability to impeach and remove an Emperor. This requires a three-fourths majority, however, and has never happened in the history of Mu-Talan.

Places of Interest in Mu-Talan

Great Ward: This powerful magical construct draws on the power of the pyramids in Mu-Talan, which in turn tap into a powerful ley line network. It has been designed as a sort of "super-ward" that activates itself whenever a minion of the Nightlords, demon or evil supernatural creatures (does not include Nightbanes and their like unless they are of an evil alignment) tries to cross over one of the delineated markers. When this occurs, the force field immediately erects itself and the creature trying to cross over automatically takes 1D4×10 points of damage and is flung 1D6×10 yards/meters away. If a Nightlord, avatar or greater demon tries to cross, the field reacts even more strongly, inflicting 1D6×100 points of damage and flinging the creatures 2D6×10 feet away! Once the force field is up (it stays up for 12 hours or as long as enemy forces remain within a half mile), 4D6×10 points of damage must be inflicted to a 10 foot (3 m) diameter to open a hole in it for 1D4 seconds! Nobody knows how many hundreds of thousands (perhaps millions) of points of damage would have to be inflicted to destroy the force fields (2D6×1000 points of damage will wash over a 10 mile/16 km radius if the fields are ever destroyed in this fashion).

The Great Ward also alerts the warriors of the city when a group of strangers cross its lines of protection, although it takes no other steps. It is an experimental creation that utilizes both the magic of the Stone People and the Aztec sorcerers. Consequently, even they don't know the full power of their creation, or whether its use represents any danger to their people.

The Celestial City of Mu: This Astral Kingdom can be reached through a number of dimensional portals on Earth, the Nightlands, and other parts of the Astral Plane. The surroundings in the Astral Plane are extremely Earth-like, with a fake "sun" and sky overhead, trees, grass and even a small ecosystem of terrestrial plants and animals. These characteristics alone make the city an attractive place to visit for many citizens of Mu-Talan, and even peasants often save money to be able to visit this wondrous realm.

The city proper stands in the center of a forest and every building and tower is made of white, marble-like rock. A number of plants that cannot grow in the Nightlands flourish in this large realm of light and clouds, providing more foodstuffs for the growing kingdom in the Nightlands.

The City of Xibalba: The Capital of the Mu-Talan Kingdom shows the greatest influence of its Aztec and Mayan founders. It features several temple pyramids made from great blocks of stone, a wide stairway leading to the top and several interior chambers used by priests and sorcerers, as well as a few secret compartments used for meditation and to hide valuables. The streets are made of cut stone and many of the buildings, walls and statuary exhibit distinctly Aztec designs. This is a bustling community with nearly 100,000 inhabitants, including several thousand Nightbanes, Stone People, Dopplegangers and others. **Note:** 19,000 were slain in the Nightlords' attack and an equal number were injured.

Relations with Other Nations

The people of Mu-Talan have led an isolated and peaceful existence. Thus, their contact with factions beyond their realm has been minimal.

The Nightlords: The Ba'al don't know exactly what to make of this culture. Ultimately they want them destroyed, but don't know enough about them to launch a successful attack. For the moment, the Nightlords have bigger fish to fry, but keep an eye (from a distance) on the Kingdom and will be back. The Nightlords don't yet know about the Celestial City of Mu in the Astral Plane.

The people of Mu-Talan regard the Ba'al as monstrous destroyers, but until the invasion, had no contact with them and know very little about them (they are gathering information now). The Aztec and Mayan myths warn about The Dark, but the Kingdom's magicians and priest can't yet bring themselves to believe that the Nightlords are really the children of this evil force. If they knew for certain that this was the case, they would join the battle without hesitation and fight till their last dying breath!

The Gray Ghost Society: Members of this society of Astral Sages has visited the Celestial City of Mu many times, and the two communities have a friendly relationship.

The Resistance: Occasional bands of Nightbanes have been allowed into Mu-Talan and given sanctuary from the Nightlords. The kingdom welcomes Nightbanes, so long as they behave themselves, 3% of the Kingdom's population is Nightbanes. Recently, a team of Nightbane diplomats from the Earth Resistance arrived at Xibalba to discuss the possibility of an alliance against the Nightlords. So far, the leaders of this city are undecided and have begged off such a grave decision. If anyone has a chance of getting the Mu-Talan to commit to war it is *White Eagle*, but politics within the Resistance organization has prevented these two leaders from meeting.

Underground Railroad: The leaders of Mu-Talan have heard of it, but have never met any active member of this organization.

Guardians: The priests and mages of Mu-Talan have heard stories about the Lightbringers, but have never met any and are not aware that they are involved in the battle against the Nightlords.

The Hell Raiders: These nomadic raiders have struck at the cities of Mu-Talan on a few occasions in the past, but suffered such severe losses that they have given up on trying the patience of the human and stone beings that reside there. The comparatively recent addition of perpetual force fields has further convinced the Raiders that this is a place to be avoided.

Adventure & Encounter Ideas

The Set-Up: The player characters are visiting the city of Xibalba, they could be part of the embassy sent by the Resistance, or members of a different faction with the same purposes in mind, or they might just be adventurers passing through. During their stay, a mysterious tragedy

shakes up the entire kingdom Holy Emperor Xateca has disappeared and his entire honor guard has been butchered!

The player characters may join in the manhunt that ensues or they may be drawn into the affair in some other way It is also possible that the real perpetrators will try to frame them by leaving some evidence that points to them (a tactic to confuse the authorities) The characters have to flee or be captured and most likely, executed However, they are prevented from leaving the city by the Great Ward, which is activated to seal everyone in Their only hope is to remain in hiding in the city and try to prove their innocence before they are discovered

Who is responsible for the disappearance? None other than the Nightlords Difficult as it is, the Ba'al have found a way to sneak a few minions (Ashmedai?) into the city through the Astral Plane They have fled to the Astral Plane with the Holy Emperor, which may lead to adventures in and around the Celestial City of Mu Their original intention was to kill and replace the Emperor, but the guards raised such an uproar that the creatures grabbed the Emperor (still alive) and fled Can he be saved?

Note: A typical patrol of Mu-Talan Warriors consists of a mixed group of 1D6+2 humans and 1D4+2 Flint People They are armed with obsidian swords or spears (both do 1D6 damage) enchanted to penetrate magical defenses (ignore any supernatural creature's natural A R, but not the A R of actual body armor) Their only armor is stiffened cloth (A R 10, S D C 30), and they have small shields (+2 to parry) Most warriors are second to third level, have normal S D C and Hit Points, and have Hand to Hand Expert, WP sword and WP blunt

Flint People R.C.C.

The Flint People are humanoids with dark, rock-like bodies that make them look like living statues than anything else Their shape tends to be a little shorter than humans, especially their legs, which makes them look vaguely like the dwarves of legend Their faces are somewhat similar to early Aztec and Mayan sculptures, with long noses, no facial hair, and strange decorations on their heads instead of hair

According to their own creation myth, the Flint People are the descendants of an ancient race of flesh-and-blood creatures who were dying of a mysterious plague The only way these beings could survive was to transfer their minds and spirits into a set of statues and stone carvings, which magically came to life The reanimated statues had many of the needs of normal living beings, like eating and drinking, but their bodies were much harder, highly resistant to damage (natural A R of 14) and immune to disease and most poisons The creatures built an entire culture that bore some resemblance to the Egyptian and Aztec civilizations on Earth They erected pyramids of diverse types, some used as temples, others as tombs Their gods also bore a striking resemblance to the deities of the Aztec peoples

The Flint People have become an important part of the Mu-Talan civilization They have been among the best warriors, builders, magicians and priests in that kingdom, and have been working side by side with their human neighbors for centuries

Alignment: Any, but most tend to be selfish or good, most are friendly, compassionate and cooperative

Attributes: IQ 3D6, ME 3D6, MA 3D6, PS 3D6+8, PP 3D6, PE 3D6+4, PB 3D6, Spd 2D6, all physical attributes are supernatural

Size: 4 to 5 feet tall (1 2 to 1 5 m) **Weight:** 300 to 400 lbs

Natural A.R.: 14 (in Rifts® they become mega-damage beings)

S.D.C.: 3D6×10 plus any S D C gained from O C C s and skills

Hit Points: P E x2, plus 2D6 per level of experience



Experience: Average NPC is 1D4+2; player characters use the same experience table as **Ashmedai**, Psychics and Sorcerers (page 233 of the **Nightbane™ RPG**).

Horror Factor: 10

P.P.E.: 5D6

Average Life Span: 120 years, although some have lived to 180.

Natural Abilities: Nightvision 200 feet (61 m), rapid healing (regains 1D6 S.D.C./hit points per hour), resistant to fire, heat and cold (takes half damage, including magic heat and cold), impervious to disease, invulnerable to a vampire's bite, and can breathe a number of atmospheres that are toxic to humans (including smoke, sulfur, carbon monoxide, natural gas and methane).

Psionic Powers: None; Flint People never develop psionic powers.

Magic Powers: As per magic O.C.C. (if any; 35% become practitioners of magic, 25% priests).

Combat: As per skill; typically basic hand to hand.

Damage: As per supernatural strength.

Bonuses (in addition to attribute and skill bonuses): +2 to save vs magic, +4 save vs poison and toxic gases, +3 to save vs horror factor, and +3 to roll with impact or fall.

Vulnerabilities/Penalties: Skill penalties of -30% to swim, climb, acrobatics and gymnastics.

Common O.C.C.s: Flint People can be *warriors* (use the Resistance/Spook Squad skill package, but drop all vehicle and high-tech skills and replace them with ancient W.P.s), *magicians* (can select any practitioners of magic O.C.C.), *mystic*, or *priests* (any priest, druid or shaman O.C.C.). A few renegades have become *Hell Riders* (see the Hell Rider O.C.C. elsewhere).

Weapons: Any, but prefer Stone axes and swords (typically inflict 2D6 damage plus hand to hand damage bonus) and magic items. Flint people love magic items, they'll also like **Darkblades**.

Body Armor: None, see natural A.R. and S.D.C.

Money: The average character starts out with some basic adventurer equipment (backpack, rope, etc.) and 3D4×100 in cash or valuables.

Characters of Note

Xateca

Holy Emperor of Mu-Talan

The current ruler of Mu-Talan is a kindly 60 year old human named Xateca. He is a priest by vocation and has led his people for over a decade. Unfortunately, the Emperor is not ready for the situation that he has been forced to handle. The Nightlords have threatened Mu-Talan and invaded Earth. If they conquer Earth they will reign supreme over two worlds and undoubtedly turn their attention to Mu-Talan. It is highly unlikely that the Nightlords would let the people of Mu-Talan continue to enjoy their freedom.

Emperor Xateca does not know what to do. His combined armies might be the match of the might of one or two Nightlords and their legion of monsters, but never their combined strength. An alliance with these demonic beings is out of the question, even if the Nightlords would consider that option. If Mu-Talan joins forces with other enemies of the **Ba'al**, it will almost certainly force the Nightlords to attack them sooner rather than later. Furthermore, if the Mu-Talan armies ride with other forces against the **Ba'al**, it will leave the Kingdom's defenses weakened and the people vulnerable. He has turned to his sorcerers and Council of Advisors for guidance, but they too are at a loss. Likewise, the gods are silent, this is a decision they have left in his hands.

The Holy Emperor sympathizes with the Earth, **Nightbanes** and humans who have come to him for aid. Those seeking sanctuary are given it, but those seeking the support of his armies in war against the **Ba'al** are left wanting. It is a time of crisis that tests both him and his people.

Xateca, Holy Emperor of Mu-Talan

Alignment: Principled

Attributes: I.Q.: 19, M.E.: 14, M.A.: 22, P.S.: 13, P.P.: 11, P.E.: 12,

P.B.: 14, Spd.: 9

Hit Points: 51

S.D.C.: 13

Horror Factor: N/A

P.P.E.: 93

Level of Experience: 12th level mystic/shaman.

Natural Abilities: None per se, but also see his magical and psionic powers, below.

Disposition: Xateca is a strong, compassionate, and beloved leader. He cares deeply about every man, woman and child in his kingdom, be they human, Nightbane or Flint People. However, his compassion also makes him hesitate before doing anything that will risk their safety. The knowledge that his hesitation may ultimately doom them as well, weighs heavily upon him.

Psionic Powers: Clairvoyance, exorcism, sense evil, sixth sense, astral projection, mind block, astral navigation, healing touch, psychic diagnosis, suggestion, summon inner strength, see the invisible and empathy.

I.S.P.: 81

Magical Knowledge: Blinding flash, cloud of smoke, globe of daylight, befuddle, extinguish fire, **levitation**, energy bolt, float in air, magic armor, astral projection, cure minor disorders, energy field, fire bolt, charm weapon, heal wounds, call lightning, cure illness, ritual: an eye for an eye, second sight, minor curse, Nightlands portal, protection circle (simple), temporary insanity, banishment, and wards.

Combat abilities: Hand to hand: basic

O.C.C. Skills of Note: Holistic medicine, basic math, advanced math, Nightlands lore, religious lore, demon and monster lore, dance, and sing are all at 98%. He possesses no formal combat skills other than hand to hand: basic; he is a man of peace.

Allies of Note: Currently, only the people of the five cities.

Minions: None

Weapons & Equipment of Note: The Holy Emperor (whoever he is) is given a golden staff that is a Greatest Artifact. It possesses all the basic powers of such items (I.Q. 15; scrupulous alignment) plus anti-magic (160 points), protection from the Dark, Dark Destroyer and Weapon of Light.

Money: He commands the power and resources of the Mu-Talan Kingdom.

Albert Vraj, Astral Lord

Albert Vraj is an experienced astral traveler and adventurer who now faces the destruction of all he holds dear. An ancient psychic who recently celebrated his 300th birthday, Vraj was born in Amsterdam at the beginning of the 18th century. He began life as the son of a merchant marine captain and wanted to travel like his father. However, he was encumbered by chronic illness and an overprotective mother. Sometimes his mind would wander and he would dream of a dimension of swirling lights and strange sights; unknown to him, he was catching his first glimpses of the Astral Plane.

Just before turning seventeen, Albert Vraj discovered the full extent of his powers, the ability to enter the Astral Plane body and soul. Fascinated by this strange new world, young Albert left his home and started his travels through the Astral Plane.

After decades of adventures, dangerous encounters and more than his share of triumphs and tragedies, Albert decided to settle down in the Astral Plane. He used his powers to create a small world known as an "Astral Domain," a place he could mentally manipulate to suit his

needs. Eventually, his domain attracted other astral travelers and creatures, some of whom asked to stay. Albert accepted the immigrants and the notion of him presiding over a city of his own creation was becoming attractive to him. As the years went on, the community grew, its inhabitants contributing their own psychic energy to make the domain grow larger.

Regrettably, prosperity begets enemies. A band of the demonic creatures known as the Seraphim saw Albert's kingdom as nothing more than the promise of loot. Despite the defenses the Astral Lord had placed around his domain, the monsters descended upon it like hungry locusts, killing and looting. Only the timely intervention of travelers from Mu-Talan saved the day. Eventually, the alliance between the kingdom in the **Nightlands** and the city in the Astral Plane became a union of two worlds. It is known as the Celestial City of Mu.

After years of relative peace and prosperity, however, the invasions of the Nightlords threatens not only the Earth, but the Nightlands and the Astral Plane with destruction. During his travels through the Astral Plane, Albert has had the opportunity to see the handiwork of the **Ba'al** first-hand. He knows that these uncaring monsters will try to seize all three worlds for their own, and will not spare anybody from their cruelty. As a result, the Astral Lord has been counseling to take action against the Ba'al. He thinks that using the Astral Plane as a staging point will be more sensible than sending out armies across the Nightlands. For now, however, the Holy Emperor is still hesitating and wasting valuable time.

Albert Vraj, Astral Lord & Ruler of the Celestial City of Mu

Alignment: Scrupulous

Attributes: I.Q.: 17, M.E.: 15, M.A.: 11, P.S.: 14, P.P.: 11, P.E.: 19, P.B.: 14, Spd.: 15

Hit Points: 47

S.D.C.: 22

Horror Factor: None

P.P.E.: 169

P.C.C.: Astral Lord

Level of Experience: 8th level

Natural Abilities: All the basic powers, abilities and bonuses of the Astral Lord R.C.C. and building an Astral Domain; see **Between the Shadows™**, pages 49-60, for details.

Astral Transference: Vraj can enter the Astral plane at will by concentrating for one full minute. He can also remain in astral form in the physical world at the cost of one **I.S.P.** per **five** minutes. This power works exactly like the psionic power Astral Transference.

Astral Senses: Can sense the location and presence of ley lines and nexus points (range: one mile/1.6 km) and may recognize supernatural creatures with a perception roll.

Astral Travel: Travels anywhere in the Astral Plane by spending two **I.S.P.** per use. Other passengers can be taken along for an additional cost of two **I.S.P.** per use.

Astral Domain: Vraj can build an astral domain (see Building an Astral Domain section, page 53, *Between the Shadows*).

Astral Reconfiguration: Vraj can infuse items with **I.S.P.** energy, allowing him to take them into the Astral Plane. One permanent **I.S.P.** per pound of weight or fraction **thereof**.

Ectoplasm Armor: The generation of a skin-tight ectoplasm force field that has 160 **S.D.C.** in the Astral Plane and 165 **S.D.C.** in the Nightlands and earth.

Disposition: The Astral Lord is a kind and generous free spirit dedicated to making the world a better place. He prefers to avoid conflict, especially war, but recognizes the Nightlords are an evil force that must be stopped. For the moment, he is waiting to see what the Holy Emperor of Mu-Talan decides to do, but in the meanwhile he is preparing the Celestial City for inevitable war. If he must, he will break away from his dear friends and compatriots to join the battle against the forces of darkness.

Psionic Powers: Presence sense, suggestion, ectoplasm, mind block, bio-manipulation, pyrokinesis, telepathy, empathic transmission, see aura, sense evil, and alter aura.

I.S.P.: 58

Magical Knowledge: None, other than how to create astral domains with ambient magical energy.

Combat abilities: Hand to hand: expert

Attacks Per Melee Round: Three physical, or psionic attacks per melee.

Damage: Punch: 1D4 **S.D.C.**, kick: 1D6 **S.D.C.**

Bonuses: +2 to strike, +4 to parry, +4 to dodge, +3 to **roll/pull** punch, +2 save vs magic, +2 save vs poison and disease, +8% to save vs **coma/death**.

Vulnerabilities/Penalties: None

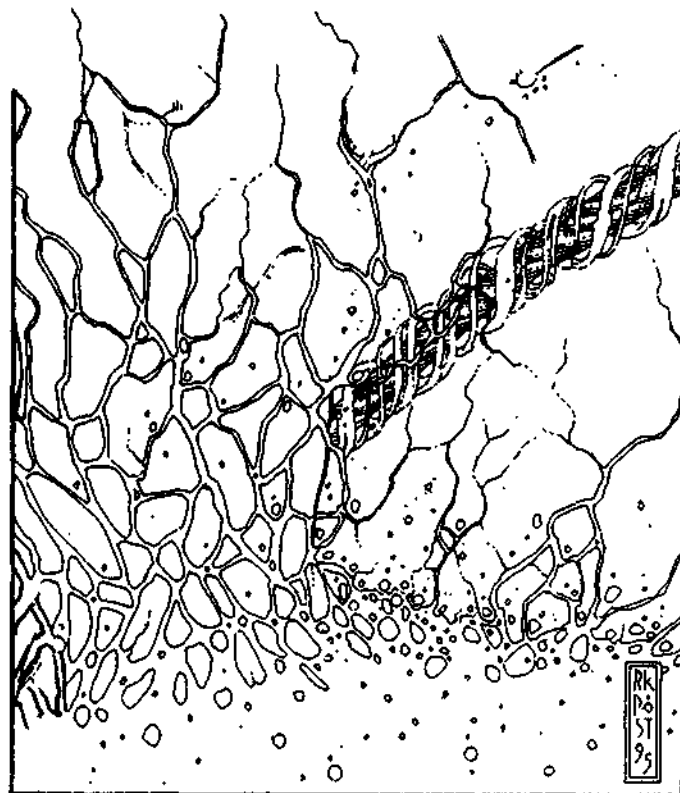
O.C.C. Skills of Note: Dutch, English and several Astral Languages 98%, lore: astral 77%, lore: psychic 58%, computer operation 88%, archaeology 58%, land navigation 74%, play the flute 70%, dance 70%, W.P. revolver, W.P. knife and W.P. whip.

Alliances and Allies: In addition to his obvious ties with the Mu-Talan Kingdom, Lord Vraj has made *many* friends in the Astral Plane. The Celestial City of Mu has diplomatic ties to a number of **Tarantuloïd** kingdoms, the Gray Ghost Society (made up of Astral Psychics and Kings like himself), and dozens of other Astral Lords and Astral Wanderers (see **Between the Shadows™** for more information).

Minions: None

Weapons & Equipment of Note: Albert has acquired a number of magic items and Artifacts during his travels, many of which he has given to his friends at Mu-Talan, living in the Nightlands. The two most notable are Greatest Artifacts: A silver dagger with the powers of energy blast, false aura and magic armor, plus a whip made of glowing light-blue fibers and which possesses the powers Astral Slayer, protection from psionics (+3) and healing. He also has a lesser Artifact that is a diamond ring that can cast breathe without air.

Money: Lord Vraj has the resources and wealth of the Celestial City, and the loyal support of his people. In addition to Artifacts and other items he's collected, Albert also has a reserve of 150,000 dollars in an Earth bank and three million in gold and gems.



The Atlantis Foundation

Earth Outpost in the Nightlands

Population: 1,082, counting researchers, the 200-man security team, and the families of everyone involved

The Atlantis Foundation is a secret organization originally designed to explore and exploit the strange and mysterious "Dark World" discovered by a notorious Australian millionaire and adventurer. The "Dark World" was, of course, the Nightlands. The small enclave of scientists and mercenaries studying the place have now become a mini-faction fighting against the **Nightlords** which may play a major role in the battles to come. Among other things, the Atlantis Foundation has discovered the ruins of an ancient city that is a treasure trove of magical Artifacts.

Origins

In 1991, wealthy Australian magnate Richard Henessy was diving for pleasure off the coast of Australia when he stumbled onto an underwater sinkhole leading to the Nightlands. The astonished millionaire spent a few hours investigating the strange, sunless landscape before diving back through the sinkhole, where he found the crew of his yacht desperately looking for him. Henessy surprised them with his return and proceeded to astonish them with tales of the alien twilight world. To prove he wasn't hallucinating, he took several crew members to the strange land through the glowing portal beneath the waves. Henessy swore his crew to secrecy (also paying them handsomely to keep the secret) and carefully charted the location of the portal.

The Nightlands, which he referred to as "the Dark World," became an obsession. Over the next several years, the billionaire hired a hand-picked team of body guards, explorers and his entire original crew to help him build a small observation post in the Nightlands (connected to Earth through the underwater sinkhole). He funded his operation by creating a dummy corporation named the Atlantis Foundation. The name was born out of Henessy's initial belief that he had found the mythical undersea city of Atlantis. Even today, years later, the magnate still suspects that this place may have given rise to the legends about Atlantis. He hopes the ruins they are currently excavating will prove his theory.

After building the outpost, Henessy and a team of bodyguards started exploring the area. Fortunately for them, the seas around Australia, and most of the continent itself, are largely deserted in the Nightlands. Still, it was only a matter of time before the explorers ran afoul of the Nightlords and their minions. In 1994, Henessy's team was attacked by a small band of Hounds. Fortunately, the team was well armed with modern weapons and the monsters were slain in a brutal firefight, eight of his men were killed and six others wounded. Henessy, himself, was severely injured, losing his left hand, severed at the wrist by one of the Hound's Darkblades.

This near-fatal encounter did nothing to diminish Henessy's obsession with the Nightlands. His injury, dubbed a "fishing accident" by the media (he claimed it was bitten off by a Great White shark), was treated at the best hospitals on Earth. Soon he was back in the Nightlands. However, he realized that he needed more help to understand the strange dimension, so in 1999, he hired two people who would completely transform the Atlantis Foundation.

The first one was a former member of the British Special Air Service (an elite military unit) named *Angus McDougall*. Captain McDougall was understandably skeptical about Henessy's claims until taken into the Nightlands. After that, the military man became an immediate convert and started studying ways to deal with any unexpected dangers. He immediately suggested hiring a small army from among mercenaries

McDougall personally knew and trusted. He also insisted on arming his men with light machineguns, hand grenades, bazookas, and assault rifles with grenade launchers.

The second person hired was a scientist and renowned occultist, Dr Daniel O'Riley. He quickly helped organize the study of the ruins, and by using methodical archeological methods, he has extracted a number of artifacts.

The Ruins

A few weeks after Doctor O'Riley joined the foundation, he and a small team of researchers, well-protected by McDougall's mercenaries, made a startling discovery. Buried deep beneath the sand, not too far from the sinkhole, was the rum of a large building. Echo-location revealed that there were many other buildings, all hidden beneath the sand. This was an incredible archeological find — an entire city, apparently intact.

Captain McDougall emphasized the need for secrecy and camouflage. His men had occasionally seen flying creatures over the horizon and didn't need another encounter like the one Henessy had experienced. Consequently, they have taken the slow route of building a subterranean facility alongside the ruins, digging tunnels instead of digging out entire structures. Soon after the first tunnels were completed, O'Riley's team discovered that the insides of the first building found were relatively intact. It was an imposing structure, with a huge vaulted ceiling, richly painted walls (intact after god knows how many years) and niches basreliefs on the supporting columns. Carbon-dating confirmed the building's age at over 20,000 years — before any known civilization ever rose up on Earth. The researchers also uncovered a wealth of artifacts, including weapons, jewelry, clothing, and armor. Unknown to them all, many were magical. The Atlantis Foundation had made the greatest arcane discovery in an eon, but nobody even suspected it.

Dark Day

Less than a year after O'Riley's discovery, the Dark Day debacle was unleashed on an unsuspecting planet. The Nightlords, focusing on the Americas and Europe, had no interest in the insignificant Atlantis Foundation. Nor did they have any idea that humans from any continent had an outpost in the Nightlands. Henessy and the rest of the team members only had to look at Earth's sky and compare it to the "Dark World" to know that there was a relationship between the two. After Dark Day, the magnate made quiet inquiries through his informal contacts in the governments of several nations. He soon discovered that something horribly wrong was happening to Earth. Deciding not to wait until something happened to him, the billionaire liquidated a number of his assets, to the tune of several hundred millions of dollars, and disappeared from the face of the Earth. Now he, the small army of mercenaries, the team of researchers, and their families, are all living in the Nightlands. The small community is being kept supplied by a small group of trusted people left in Australia who run supplies by boat and drop them near the sinkhole.

Organization & Resources

About a thousand people live at the Atlantis Foundation Outpost. Most dwellings have been set up underground, several inside the excavated buildings of the Lost Race. O'Riley and his team had uncovered. So far, the band of explorers have avoided being discovered by the Nightlords. The 200 man security team is well armed, but are thankful that they have not had to test their mettle against the monsters described by Henessy. Nor has it gone unnoticed by the team that hundreds of so-

called hysterical people have reported sightings of similar creatures on Earth ever since Dark Day. Reports ignored and debunked by most world governments.

The Foundation in the **Nightlands** also has electrical generators, fuel, sophisticated **archeological** equipment, over 300 computers, and a number of entertainment facilities to forestall boredom. In many ways, their outpost is one of the most comfortable such bases in the **Nightlands**.

In addition to their equipment, the group has access to an incredible array of magical Artifacts created by the fabled Lost Race. Perhaps as many as 220 lesser, 100 greater and maybe 40 Greatest Artifacts have been unearthed from the ruins that have become their homes, and dozens (hundreds?) more may be waiting to be discovered. Nobody has yet discovered the abilities of these weapons, but it is only a matter of time.

Adventures & Encounter Ideas

The Artifact Warriors: The Atlantis Foundation setting can make a perfect origin story for players who wish to play a Sword Bearer character. The many artifacts in the area will soon start calling would-be wielders to them to finally fight against the Nightlords. NPCs are likely to include Mr. Henessy, Capt. **McDougall** and Doctor O'Riley.

Discovering the Foundation: The Searchers Faction has the greatest chance of discovering the Atlantis Foundation. They gathered a great deal of information about **Henessy's** strange purchases and hiring during the years before Dark Day. Sooner or later, they will send a team of investigators digging for information. When that happens, they will eventually discover the secret outpost. The player characters can be members of the Searchers, or perhaps members of other Factions who know the Searchers are after something important and are following them.

Nightlords Siege: If the Nightlords discover that Henessy and his foundation have discovered a city of the fabled Lost Race and have unearthed scores of magic Artifacts, they will make a desperate bid to acquire them. The Artifacts of the Lost Race are among the few weapons that can destroy them and their minions with relative ease. Thus, they cannot be allowed to fall into the hands of humans or **Nightbanes**.

Characters of Note

Richard Henessy

Richard Henessy is a normal human with a head for business. He is renowned for his composure under stress, resourcefulness, analytical mind and an uncanny sense of the market. His true power lies in his wealth and influence.

Alignment: Scrupulous

Attributes: I.Q.: 17, M.E.: 22, M.A.: 15, P.S.: 12, P.P.: 10, P.E.: 12,

P.B.: 10, Spd.: 11

S.D.C.: 12

Hit Points: 43

Horror Factor: None

P.P.E.: 10

O.C.C.: Equivalent to a Pandora Project Researcher (see **Between the Shadows™**).

Age: 44

Level of Experience: 9th

Natural Abilities: None; a fairly average human being.

Disposition: A quick-thinking business tycoon who is used to being in control. He is smart, clever, and resourceful, quick to adapt to every new situation. Despite his reputation for being a tough businessman, he cares about his people and rewards loyalty in kind.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Has some vague ideas about magic, but has never seen it in action.

Combat: No hand to hand skill, so he has two attacks per melee round and has only recently been taught to use automatic weapons.

Skills of Note: Languages & literacy: English and French at 98%, basic math 98%, computer operation 98%, computer programming 90%, computer hacking 50%, land navigation 70%, dance 98%, swimming and SCUBA at 98%, photography 98%, and research 80%. Both W.P. pistol and W.P. automatic rifle are at 3rd level proficiency.

Allies of Note: Henessy still has plenty of old business contacts and friends, although most are in Australia; only a few are in the U.S. and Europe. He's been warned through Doctor O'Riley's contacts that the Nightlords have been replacing people in power, especially those in politics and business, with their own minions/impersonators. However, Henessy and his troops only have a vague idea about the Nightlords and their "impersonators."

Minions: None

Weapons & Equipment of Note: 10 mm pistol, assault rifle with grenade launcher, hand grenades, a silver cross (you can't be too careful) and an iridescent, bronze short sword unearthed by his team. He finds the sword strangely appealing and keeps it at his side at all times. Unknown to him, it is a magical, Greater Artifact with the powers of bonding, speed doubler and spell casting (four specific spells are known. They include magic armor, energy field, shadow meld and circle of flame. A total of six spells can be cast per day).

On his desk is another magic Artifact, a perfectly smooth silver globe the size of a tennis ball. It appears to be indestructible and unknown to Henessy, is a Greatest Artifact that possesses the unique spell casting powers of **teleport:** superior (four times per day) and protection from Artifacts and magic weapons (they do half damage), as well as the usual powers of a Greatest Artifact. In addition, when thrown, the Artifact strikes, doing 4D6 damage and returns to its owner. So far it has not made mental contact with the business tycoon.

Money: Henessy has liquid funds of 120 million dollars divided between cash and bearer bonds. Back on Earth his assets are worth an estimated 8.7 billion dollars!

Dr. Daniel O'Riley

Daniel O'Riley is more than an **archeologist** and anthropologist, he is a part-time **parapsychologist** who has spent years of his life studying ancient and modern magic in myth, religion and primitive cultures. He's published a number of small-press books on ancient civilizations (including Atlantis), and stone megaliths and their use in magic and **geomancy**, as well as other ancient mysteries. Richard Henessy is a fan of his works and thought the doctor's unique view of ancient civilizations and magic would be ideal in unearthing the secrets of Atlantis (or whatever the Nightlands ruins may be).

The scientist only has a vague idea of what it is he has discovered, but he is catching on. Lately he has been having strange dreams about one of the artifacts, a small hand ax that almost seems to be calling to him. It is only a matter of time before O'Riley, and several others become **Sword Bearers**.

As for the Nightlands, O'Riley immediately suspected that Henessy had discovered "the" Nightlands of legend, as described in the *Writings of the Dark*. The doctor is one of the few private collectors who owns a copy of the French *Books of Night*. Additionally, his contacts with other historians and occultists have warned him about strange goings on back on Earth and that, according to the occult grapevine, supernatural beings known as the Nightlords are secretly replacing the world's powers with **Dopplegangers** and quietly taking over the world. Furthermore,

they have sent video and newspaper accounts of "monsters," some of which fit the description of Henessy's monsters to a tee. He has passed everything he knows on to Mr. Henessy and Captain McDougall.

Alignment: Unprincipled.

Attributes: I.Q.: 18, M.E.: 13, M.A.: 11, P.S.: 12, P.P.: 15, P.E.: 13, P.B.: 9, Spd.: 9

S.D.C.: 10

Hit Points: 34

Horror Factor: None

P.P.E.: 12

O.C.C.: Equivalent to a Pandora Project Researcher (see **Between the Shadows™**).

Level of Experience: 7th

Natural Abilities: None

Disposition: A bookish, somewhat absent-minded man. O'Riley prefers to deal with unknown artifacts rather than people. He is thoroughly fascinated by his discoveries and is saddened that the strange events on Earth make it impossible for him to publish a book about this incredible find. He is an unlikely candidate for a Sword Bearer, yet a magical weapon calls to him.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Has some vague ideas about magic, but has never seen it in action.

Combat: None, so he has only two attacks per melee round and has no weapon proficiencies.

Skills of Note: Languages & literacy: English, French, Arabic and Latin at 98%, basic and advanced math 98%, anthropology 75%, archeology 75%, and chemistry 80%, lore: religion 75%, lore: geomancy 75%, writing 75%, research 80%, computer operation 98%, land navigation 70%, and radio: basic 75%.

Allies of Note: The good doctor has a handful of colleagues in academia whom he trusts, but several have disappeared or have died since Dark Day.

Minions: None

Weapons & Equipment of Note: 10 mm pistol and a survival knife.

The hand axe that he's been dreaming about is a Greatest Artifact with the powers of Artifact armor, Weapon of Light, and **Nightlands** passage. In addition, it has all the usual Greatest Artifact abilities and inflicts 4D6 damage as a hand weapon.

Money: Richard Henessy has provided for all his needs. The only other items of value that he has with him in the Nightlands are several rare and valuable books and tons of computer files with the research of a lifetime.

Capt. Angus McDougall

When Captain Angus McDougall accepted Richard Henessy's offer, he had no idea that his life and world view would be changed forever. Even today, McDougall marvels at his command in the Nightlands, a job that he takes with deadly seriousness. He doesn't know why exactly, but he feels this is somehow the most important junction in his life. And not just his life. Mr. Henessy and the entire Atlantis Foundation will soon play an important role in the survival of humankind. He'd think these ideas to be crazy if he was not standing in the ruins on an alien planet of eternal night, preparing to defend against demonic monsters.

Alignment: Principled

Attributes: I.Q.: 13, M.E.: 15, M.A.: 12, P.S.: 20, P.P.: 14, P.E.: 17

P.B.: 9, Spd.: 16

S.D.C.: 30

Hit Points: 33

Horror Factor: None

Age: 32

P.P.E.: 7

O.C.C.: Equivalent to a Special Forces or Military Specialist (see **Between the Shadows™**)

Level of Experience: 7th

Natural Abilities: None

Disposition: A bold, decisive leader with a good head for strategy and tactics, and a keen eye for the little, important details; Henessy could not have picked a better man for the job. He is dedicated to the Atlantis Foundation, Richard Henessy and mankind. Once he has a better understanding of the danger the Nightlords represent to three different worlds, and humankind in particular, Captain McDougall will do everything in his power to stop them. The only thing that concerns him are the strange dreams he's been having about a golden helmet found in the ruins and the voice he thinks he hears from a sword made of black metal. The heroic soldier is destined to become a Sword Bearer, very soon.

Psionic Powers: Minor psionic who never developed his full potential but is blessed with the powers of sixth sense, speed reading and meditation.



I.S.P.: 41

Magical Knowledge: Has some vague ideas about magic, but has never seen it in action.

Combat: Hand to hand: martial arts and boxing.

Attacks per Melee: Six

Skills of Note: Languages & literacy: English at 98%, speaks Spanish at 50%, basic math 98%, computer operation 85%, land navigation 70%, radio: basic 75%, intelligence 50%, and all military skills at 80%, plus all modern W.P.s at 7th level proficiency

Allies of Note: The Captain has a number of contacts in the military and among mercenaries, many of whom know nothing about the Nightlords and are in a position to do something about them if they did.

Minions/Troops: The average level of his men ranges from 4-8 level; all seasoned veterans and half Special Forces from one branch of the military or another. All are loyal to him and Henessy.

Weapons & Equipment of Note: McDougall has access to any and all the weapons available at the Nightlands outpost. Plus he'll soon bond with the Greatest Artifacts.

Money: He has a quarter million put aside, most of which is payment from Henessy. He also owns a small cottage on a parcel of land in Scotland.

Denizens of the Nightlands

Doppleganger Warlord

Nightlord Minion

Most **Dopplegangers** are treated as slaves, cannon fodder, and pets by the Nightlords and other minions. Even those who have been "Awakened" and have assumed the identity and knowledge of their human counterpart are generally looked down upon. Occasionally, however, a few of these Awakened creatures have proven themselves too valuable for the **Ba'al** to casually discard or destroy them. The best warriors, sorcerers and scholars are sometimes rewarded for their services with a mystical operation that transforms them into mighty, long-lived creatures, far greater than the average Awakened Doppleganger.

The mystical process of transformation involves dipping the candidate into a boiling vat of exotic ingredients, including (it is said) human blood and alchemical elixirs. If the Doppleganger survives (a few are killed by the process), they emerge looking the same as before, but are stronger, heal faster and physically tougher. Because there is no obvious physical change, some say that the magical transformation is really a test of loyalty, and Dopplegangers with treachery in their hearts are found out and destroyed during the **process**. Those who survive are reborn as improved Dopplegangers and become **Warlords**.

Only extraordinary individuals are eligible for elevation to Warlord. Many Nightlords prefer to keep Dopplegangers "in their place," and feel that rewarding even their best and brightest would be detrimental. As a result, only about one-third of the **Ba'al** have any Warlords working for them. Many minions of the Nightlords also dislike these "up-pity" creatures. The **Ashmedai** and **Hollow Men** will rarely show loyalty or full obedience to a Doppleganger Warlord. Due to this mistreatment, and despite the fact that only the most loyal Dopplegangers are chosen for magical enhancement, several of these creatures have gone rogue. A few have joined the underground movements opposing the Nightlords, while others have escaped into the **Waste** and, more recently, back to **Earth** where they have become bandits or predators.

In the **Nightlands**, Doppleganger Warlords are given **Darkblade** swords and axes and black armor reminiscent of the suits worn by the **Night Princes**, although lighter and offering less protective covering. Their duties in the **Nightlands** include leading troops (usually **Hounds** or lesser Dopplegangers), overseeing slaves, and assisting the **Night Princes** as bodyguards. On **Earth**, they dress in normal clothing and act as spies, assassins, saboteurs and infiltrators. A number of prominent **NSB** agents are Doppleganger Warlords.

Note: Renegade Doppleganger Warlords (and ordinary Awakened ones too) can be used as player characters if the G.M. allows it. Keep in mind that such "traitors" will be hunted down with particular fierceness by the Nightlords, both to prevent them from revealing their secrets to the enemy and to punish them for their betrayal.



Flesh Lampreys

Minion of the Nightlords



Doppleganger Warlord

Alignment: Any, but most servants of the Nightlords are anarchist or evil.

Attributes: Same as the Doppleganger R.C.C., but with a number of bonuses (see below).

A.R.: By armor only.

Size & Weight: Normal human range.

S.D.C.: See bonuses, below.

Hit Points: See bonuses, below.

Horror Factor: 11 when in their body armor.

P.P.E.: Standard

Average Life Span: Believed to be magically raised by a factor of 10 or higher, giving an average life span of over 2,000 years!

Natural Abilities: These are in addition to the normal bonuses of the Doppleganger R.C.C. (see the **Nightbane™ RPG**, page 158).

1. Bonuses: +120 S.D.C., double normal hit points, add +6 to P.S., +3 to P.E., +2 to P.P. and +6 to Spd.

2. Enhanced Healing: The Doppleganger's fast healing is speeded up even further; they regenerate one S.D.C./hit point plus P.E. bonuses (if any) per minute.

Experience Level: Average 1D4+3

Psionic Powers: Same chance as normal Dopplegangers.

Magic Powers: Some Doppleganger Warlords are magicians or mystics, just like normal Dopplegangers. In that case, they have higher P.P.E. than normal. Doppleganger Warlords have the same P.P.E. as their mortal counterparts had in life (do not reduce like the normal Dopplegangers).

Combat: As per hand to hand skill.

Damage: As per supernatural strength.

Bonuses (in addition to attributes and skills): +1 on initiative, and +4 to save versus horror factor.

Vulnerabilities/Penalties: Like Dopplegangers, Warlords take double damage from magical weapons and artifacts.

R.C.C. Skills: As the Doppleganger R.C.C., but add a +5% bonus to four skills of choice.

Alliances and Allies: As favored servants of the Ba'al, Doppleganger Warlords can command lesser minions like Hounds and Hunters, as well as lesser Dopplegangers. Occasionally, a Warlord will be placed in a position of leadership over such supernatural creatures as the Ashmedai or Hollow Men (described in the **Nightbane® RPG**), but those creatures do not like to be ordered around by a member of a slave race. Most often, the Doppleganger Warlord will work alongside such creatures or under the command of a Night Prince or an avatar.

Weapons: Varies. In the Nightlands, they are equipped with Darkblade swords (3D6 plus possible damage bonuses) or weapons usually assigned to the Hounds. On Earth, they are often equipped with handguns. NSB agents are equipped with Beretta 95 machine pistols (damage, 2D6, 20-round magazine, can fire bursts and full automatic), or heavier weapons (M-16 rifles, typically) if the situation demands it.

Body Armor: In the Nightlands: Magical black body armor with A.R. 18, 180 S.D.C. On Earth, agents wear a bullet-proof vest (A.R. 10, 50 S.D.C.) or hazardous duty battle armor (A.R. 16, 260 S.D.C.).

These disgusting supernatural creatures look like a flattened fish or some sort of manta ray. They are said to come from another dimension and that a few Nightlords (among them Lilith) use them when a Doppleganger is not available. The creatures can temporarily take over the body of a human being by invading the victim's nervous system with its own. This painful and gruesome process occurs when the lamprey lands on the victim's torso (front or back). The creature's little mouth bites tear through most clothing and even armor in a matter of seconds, then, it stretches itself over its victim's skin while its head burrows into his flesh. This does 2D4 points of damage directly to hit points, which means that weak or sickly targets could die as a result. The head of the monster then extends a number of tendrils which travel through the victim's body cavities and connect with all major nerve clusters in the body, thus seizing control over the victim's body.

Once the monster controls the body, it can use it like a puppet, with a few limitations (see **Natural Abilities**, below). This take-over is only temporary, however, because Flesh Lampreys always end up eating their victims from the inside out! Consequently, using the Flesh Lamprey on a victim only makes sense if the Ba'al doesn't need to keep the victim alive for more than a few days (two to three weeks at the most). The creatures are still very useful, especially because they appear to be nonsupernatural beings, so their biological possession cannot be detected by normal magic or psychic means (telepathy will contact the all-too aware mind of the victim, which will give the secret away).

Flesh Lampreys were used extensively in Mexico and the West Coast by Lilith in a number of cases where a Doppleganger was not available to replace a public official or media figure. After the lampreys were done with the hapless humans, the public figures either "died in mysterious accidents," or Ashmedai and Night Princes took their place, having been adequately prepared for their roles. The horrible creatures are also used to torture victims.

Flesh Lamprey

Alignment: Diabolic

Attributes: I.Q.: 1D4+10, M.E.: 1D6+10, M.A.: 1D6+6, P.S.: 1D4, P.P.: 1D6, P.E.: 2D6, P.B.: 1D4, Spd.: 1D6. While inhabiting a human body, use the attributes of the victim.

A.R.: N/A

Size: One foot long and wide (0.3 m), with a thickness of less than one inch.

S.D.C.: 1D6+15

Hit Points: P.E. +1D6

Horror Factor: 13

P.P.E.: 4D6

Average Life Span: 70 years.

Natural Abilities:

1. Biological Possession: Flesh Lampreys can temporarily take control over the body of a human being. If exposed to the skin of a victim, the lamprey will stretch itself over the victim's skin while its head burrows into his flesh. This does 2D4 points of damage directly to hit points. At the end of the process, the victim's nervous system has been completely overtaken by the monster.

The control is absolute, and the monster gains access to all voluntary functions of the victim. This does not include the victim's skills or memory. Only 1D4×10% of the victim's memories and recollections are available to the creature. However, surface memories, including the basic personality of the victim, are clearly accessible. This means a lamprey-controlled human can move, speak and act normally, but may not remember the name of his first cousin or anything about his junior year at college. During all of this, the victim is completely, horribly aware, unable to act and alone with his thoughts. If telepathic communication is attempted, the psychic making contact would "hear" the victim's desperate screams for help.

The process is only temporary because the flesh lamprey will eventually start to feed on the victim, first by absorbing nutrients in the blood, and then actually ingesting the victim's flesh and organs! The feeding process begins 1D4+3 days after it takes control. Every day after the feeding starts, the victim will lose 1D4 hit points and his P.E. and P.S. are reduced by one point. People will notice a pallor in the skin, loss of weight, and increasing weakness in the victim. The feeding continues until the victim dies. Death occurs when either hit points or the P.E. attribute hits zero.

Removing a Flesh Lamprey is a difficult and dangerous procedure. The creature will not let go of its victim, so pulling it off will result in the monster tearing apart the insides of the victim's body, killing him or her instantly!

There are two ways to remove the hideous thing without killing its victim. One is psychic surgery (no further damage to the victim). The other is to kill the creature within one melee round, ideally with one or two strikes; the dead creature will fall off and the victim can receive proper medical attention to heal. Conventional medical surgery takes too long to perform and the sentient Lamprey knows what's going on, kills its victim and tries to escape (typically by burrowing completely inside the dead person and then lunging out and slithering away).

Even after the creature is successfully removed, there is no guarantee of restored mental health. After days or even hours trapped inside your own body while an alien monster controls you and slowly eats you alive, don't expect to come out of the experience with your sanity intact. The victim has to save versus insanity at -8! If the save fails, the victim must roll on the Random Insanity Table.

2. Immune to Supernatural Detection: For some reason (perhaps because this is not, strictly speaking, a supernatural being), Flesh Lampreys do not "read" as supernatural monsters, making them hard to detect through magical or psychic means. Powers like presence sense, sense magic and see evil will not register the creature unless it is clearly visible.

3. Movement: Flesh Lampreys can slither and climb most surfaces (including walls and ceilings) at a speed of 1D6 (see attribute). It can also coil itself up and spring or leap up to 10 feet (3 m) off the ground or 20 feet (6 m) when leaping down from a perch above ground. If it hits a human or animal body, it will begin burrowing, seeking to take control.

Experience Level: N/A

Psionic Powers: None

Magic Powers: None

Combat: One hand to hand attack per melee round.

Damage: Burrowing process will tear through most clothing and begin to penetrate flesh and muscle within one melee round. Within two rounds (30 seconds) it has begun to seize control and within three total (45 seconds) will be in complete control of its victim. Its burrowing action will do 2D4 points of damage directly to its victim's hit points; damage is taken at the end of the melee round when it was able to touch skin. Killing or ripping the creature from the body before it can seize control inflicts 1D6 points of damage directly to hit points but will prevent the creature from taking biological possession.

The monster can be stopped by body armor even if the head is exposed (it cannot seize control through the head, it must attach to the stomach or spine in the back). However, it can bite and gnaw at armor, inflicting 1D6 points of damage per melee action. Solid metal armor (not chain mail) will completely stop the creature, synthetic fibers like Kevlar can eventually be gnawed through. To penetrate beings with *natural A.R.*, like many Nightbane and supernatural beings, the Flesh Lamprey's strike to attack must be higher than the A.R. number and it takes the thing three times as long to burrow in and seize control. **Rifts® Note:** The monster is an S.D.C. creature even on Rifts Earth and is powerless against mega-damage creatures like dragons, full conversion 'Borgs and M.D.C. armor.

Bonuses: +2 to strike, +4 to save vs horror factor. When controlling a human body, use the host body's attribute and skill bonuses instead.

Vulnerabilities/Penalties: None per se.

R.C.C. Skills: Can access about a third of all the skills the victim knows, including all language and daily behavior skills, and any skills the victim frequently uses, but at -20% proficiency.

Great Hound

Minion of the Nightlords

Great Hounds are giant versions of the most common minion of the Nightlords. They are very rare, usually found in the Honor Guard that protects the most powerful Ba'al. King Moloch has a regiment of over one thousand of these huge warriors, two hundred of whom follow him wherever he goes; at least four to six of the creatures are always within a few feet of their lord and master. Lady Lilith and Lord Magog also command a few hundred. Their large size (averaging 12 feet/3.6 m tall) makes them unsuitable for operations on Earth, so they have rarely been sent beyond the Nightlands.

In the lands of darkness, Great Hounds are often found in the front line of battle, spearheading charges against the troops of rival Nightlords. With the uneasy peace that has been maintained since the Dark Day invasion, these creatures are seldom used against other Ba'al and they can be found mostly guarding palaces and other important sites in the **City-States**. Unlike the real Hounds, these creatures have no supernatural tracking abilities. In some ways, they are the equivalent of humanoid attack dogs, except for their size and ferocity.

Note: Like the Hounds, these NPC villains are not intended for use as player characters.

Alignment: Diabolic (always)

Attributes: I.Q.: 2D4+2, M.E.: 3D4+1, M.A.: 3D4, P.S.: 3D6+24, P.P.: 3D6+8, P.E.: 3D6+10, P.B.: 1D6, Spd.: 1D6×10+12. Supernatural strength and endurance.

Size: Average 12 feet (3.6 m) tall. **Weight:** 1000 lbs.

Natural A.R.: 15 against normal weapons, zero against magical and supernatural attacks.

S.D.C.: 4D6×10+340

Hit Points: P.E. ×4

Average Life Span: Unknown; may live for centuries, but are often killed in combat or war.

Horror Factor: 14

P.P.E.: 1D6×10

Natural Abilities: Immune to all illusions and powers of concealment (can see through the Shroud Talent, normal invisibility spells, and any magical or psionic powers of disguise or camouflage), nightvision 2000 feet (610 m) range.

Self-healing (special): Will heal *all* damage taken if allowed to stand still for an entire hour (enters a regenerative trance). Or can heal 1D4×10 points once per hour while active.



Damage: As per supernatural strength, plus they typically use giant war hammers that inflict 5D6 plus supernatural P.S. damage or giant Darkblades (6D6 damage).

Bonuses (in addition to attributes): +1 on initiative, +1 to strike, +4 to save vs magic and psionics, +6 to save vs horror factor, and is immune to all illusions and concealment magic.

Vulnerabilities/Penalties: Suffers double damage from magic Artifacts, weapons, Talents and powers/spells.

R.C.C. Skills: Minimal skills. W.P. Blunt, W.P. Sword, hand to hand: assassin, climb 80%/70%, swimming 98%, and can magically understand (but not speak) all languages.

Alliances and Allies: Great Hounds serve the Nightlords and their avatars. Sometimes they are placed under the command of a Night Prince, but most often they receive orders directly from their masters.

Weapons: Darkmetal Warhammers (5D6 damage) and/or giant sword (6D6 damage).

Body Armor: None; their metallic exoskeleton is all the armor they need; see A.R. and S.D.C.

Living Chariots

Minion of the Nightlords

The belief that many if not most of the Nightlord minions used to be the mysterious shape-shifters known as the Formless Ones is reinforced by the fact that some Nightlords enjoy the services of a strange breed of creatures known as Living Chariots. These living beings can transform themselves into all manner of vehicles for their masters. They most typically assume the form of an ancient-style war chariot that pulls itself without need of any horses, but in recent times, they have also turned into cars, stretch limos, large motorcycles and flying platforms. Living Chariots also have the ability to cross in and out of the Nightlands at will, as well as transform themselves and their passengers into Astral beings and enter the Astral Plane, and can fly, drive or swim at astounding speeds. Living Chariots are not mindless constructs and have minds and personalities of their own, although generally of a low to average intelligence. Many of them hate and resent their masters and serve them out of fear. Others enjoy being party to the destruction of other life forms.

Only the most powerful Nightlords enjoy the services of these creatures. They are highly valued, because Living Chariots can protect their passengers from all kinds of harm, freeing the Ba'al to use their powers in entirely aggressive ways with little concern for self-defense. While defended by the magical forces generated by their Living Chariots, Nightlords can unleash their entire might on enemy armies and cities in relative safety. Living Chariots are also considered to be symbols of status among the Ba'al. Some legends suggest these strange living vehicles were once the most powerful and learned leaders of the Formless Ones, and that the Nightlords have stripped them of most of their powers and memories and have bound them into slavery. However, most scholars scoff at these legends and believe they are enchanted devices embodied with the life essence of a living being similar to the fabled rune weapons.

One of these creatures' limitations is that they cannot act of their own free will and are unable to move without a passenger or unless their owner/master gives them a verbal or mental command. This limitation also makes escape and rebellion impossible. If the Living Chariot is stolen by a third party, or its original master is slain, the control of the previous owner is broken and the Chariot falls under the control of his new master. The Attila Doppleganger's greatest blow against the Nightlords was his theft of five of these creatures. A couple of Nightbanes have also managed to steal Living Chariots.

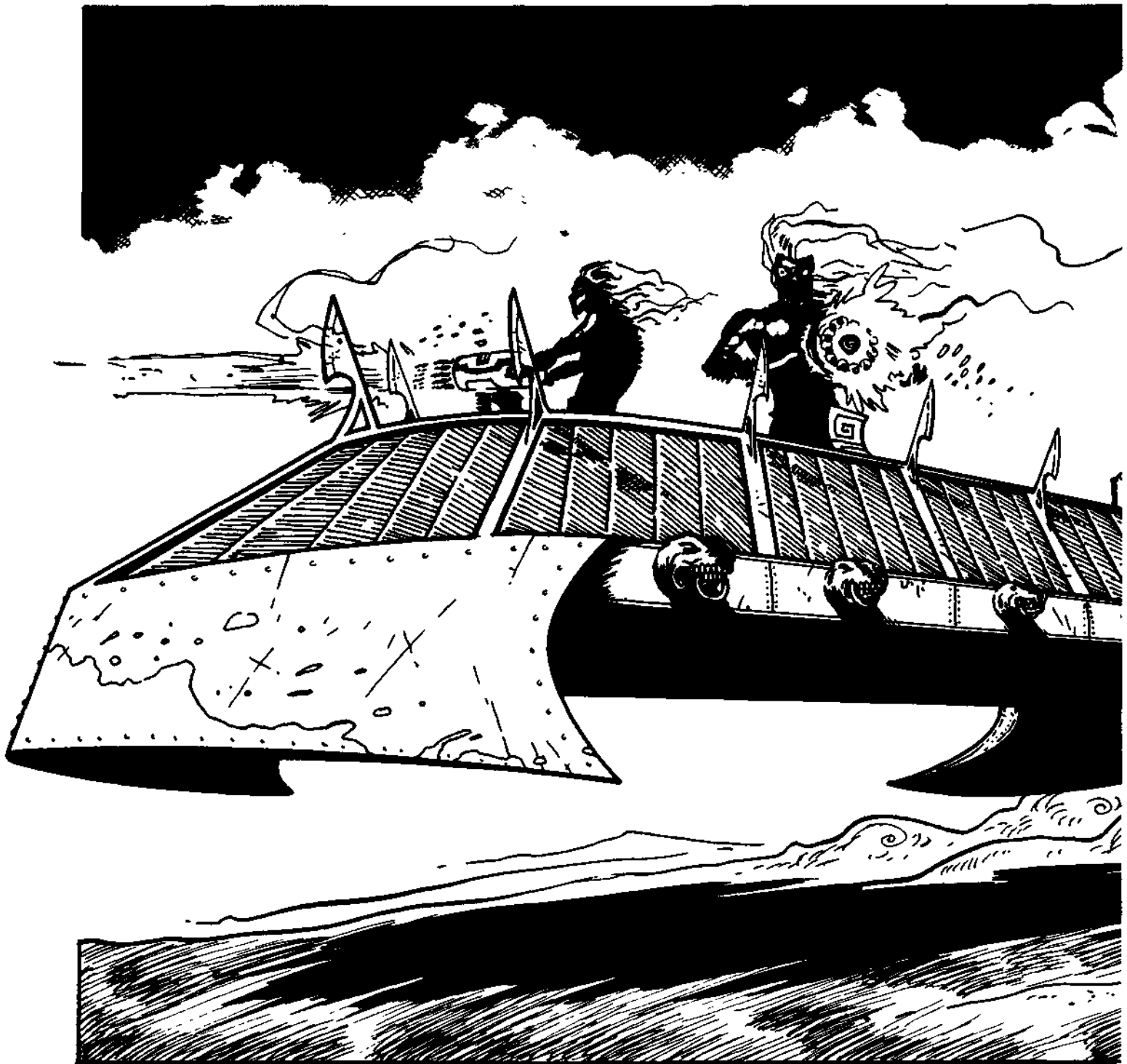
Partial Invulnerability (special): Takes half damage from all non-magical weapons or attacks.

Experience Level: 1D4+2; they seldom advance beyond 6th level.

Psionic Powers: None

Magic Powers: None

Combat: Equivalent to hand to hand: assassin, with one additional attack per melee round, starting at level one (typically has 3-5 attacks per melee round).



Note: Due to the fact that Living Chariots can only assume the shape of medium-sized or large vehicles, they can only accommodate four or five human-sized passengers at any given time. They are not appropriate as player characters.

Alignment: Any

Attributes: I.Q.: 2D4+3, M.E.: 1D6+3, M.A.: 1D6, P.S.: 4D6+10, P.P.: 4D6+2, P.E.: 4D6+6, P.B.: 1D6+6, Spd.: Maximum 100 mph (160 km) on the ground, 200 mph (320 km) flying, and 50 mph (80 km) in or on water.

Natural A.R.: 14

Size: Varies.

S.D.C.: 1D4×100+200 plus force field; **Rifts® Note:** The Living Chariot and its force fields are mega-damage structures on Rifts Earth.

Hit Points: P.E. ×10

Horror Factor: 12 when one realizes what it is.

P.P.E.: 1D6×10 plus 10 per level of experience.

Average Life Span: Unknown; the creatures appear to be very long-lived, perhaps immortal.

Natural Abilities:

1. **Shapeshift into Vehicles:** The Living Chariots can take the shape of almost any vehicle imaginable. Their most common shape is that of an ancient racing or war chariot or a ram-shaped chariot or wagon, but the creatures can assume any vehicular form, with a size range from a stretch limo or van to as small as a motorcycle. The shapeshifting process takes 1D4 melee rounds (15 to 60 minutes), during which the vehicle starts to mutate and reshape itself. The sight of the vehicle changing form can be disturbing to those unused to it (Horror Factor 12).

Regardless of the Living Chariot's shape, it can ride or propel itself over land of any terrain, travel on or in water (maximum depth is 400



feet/122 m), and fly (maximum altitude is 6000 feet/1828 m). However, shapes that are not aerodynamic or without wings fly at a -50% its maximum flying speed. Likewise, vehicles not ideally suitable for travel in any environment (like a car travelling on or under water) suffer the same penalty. The shape may not be critical to its travel modes but is important in order to get maximum speed and capabilities.

The vehicles will look and sound exactly like the real thing, but they do not require fuel or rest. Despite their shape, none of the other characteristics of the Living Chariot change. The S.D.C. of the creatures remains the same, be it shaped like an APC or a motorcycle. Furthermore, the vehicle drives itself at a base skill proficiency of 76% +3% per level of experience, so the driver and passengers need not know how to pilot it, nor can they usurp control of the vehicle. The Living Chariot responds to and follows the verbal and/or mental commands of its owner.

2. **Fast-Healing:** Living chariots heal damage at the astounding rate of 12 S.D.C./hit points per melee round, and they can survive even after being reduced to 20 points below zero. Greater damage will kill it and the creature vanishes, much like **Nightbane**.

3. **Defensive Shield:** Living Chariots can generate a force field of magical energy around themselves and their passengers. This force field protects with an S.D.C. of 100, plus 10 points per level of experience. The shield costs 15 P.P.E. to activate and lasts for two minutes per level of experience. Also, while the force field is on, the vehicle and its *passengers* cannot be affected by toxic gases or fumes, are provided a breathable atmosphere, and are +2 to save vs spells, talents or psionic powers that may be leveled against them. When the shields are depleted and vanish, so does the additional protection.

4. **Link with Owner:** The Living Chariot is magically and **telepathically** linked to its **owner/master** and will **obey** his commands. Likewise, the owner may designate a temporary "driver" who the creature is told to obey (verbal commands only and nothing contrary to its master's instructions). The link between the vehicle and its master allows the owner to summon the vehicle and even make it move or change shape from a distance. Maximum distance is 100 yards/meters per level of experience of the chariot and its master combined. If somebody else manages to keep the Living Chariot and its master apart and beyond the range of their telepathic link for 48 hours, the thief becomes the new owner. The old **link/bond** is broken and a new one is established with its new master. For this reason, most Nightlords will not allow anybody near their Living Chariots. Remember, the creature cannot act of its own free will, so it cannot take any action on its own to attempt escape or to fight. However, its master will instantly know it is in **danger/being** stolen via the telepathic link and can issue a command to escape or come to him; it can also indicate its present location until taken out of range. It will try to fulfill its last command until the 48 hours of separation have passed, at which point it falls into a stasis trance until it is claimed by a new owner.

Experience Level: Average 1D4+3

Psionic Powers: None, other than the ability to communicate telepathically with its owner.

Magic Powers: None, other than its natural abilities.

Combat: Three attacks per melee round or five dodges if it is taking only evasive action. In the right shape, it can ram targets.

Damage: For a low speed ram, the Living Chariot inflicts punch damage as per the supernatural P.S. table. A high speed ram does punch damage plus 1D6 S.D.C. for every 10 mph (16 km) over 30 the vehicle is traveling at. Ramming counts as two melee attacks.

Bonuses: +1 to strike with ram, +2 to dodge, +5 to save vs horror factor, impervious to possession. +6 to save vs mind control and empathic transmission, but breaks free within half the usual duration if it should succumb.

Vulnerabilities/Penalties: Magic spells and conventional weapons do full damage, magic weapons designed to destroy supernatural creatures usually do double damage (or whatever the **weapon's** powers are). The creature is also vulnerable to **empathic** transmission and bio-manipulation because it is a living being.

R.C.C. Skills: All driving and piloting skills at a base 76% plus 3% per level of experience (maximum 98%). Prowl 50% plus 2% per level of experience. It cannot climb or ride on walls or ceilings.

Alliances and Allies: As servants of the Nightlords, Living Chariots often ride with other minions such as Hounds and Hunters. For the most part, however, only Nightlords and their avatars have direct access to the shapeshifting vehicles.

Weapons: None as a result of its **shapechanging** powers, but conventional weapons can be mounted and tied to it.



Shadow Scorpion

Minion of the Nightlords

It is said that this gruesome creature is the result of an experiment one of the more sadistic Nightlords performed on some **Dopplegangers** (or perhaps humans). Shadow Scorpions are a bizarre hybrid of the Giant Scorpions that prowl the Waste (described elsewhere) and **humanoid** beings. The end result is a six-legged monstrosity with a human head stuck between the jaws, and two sets of arms, one equipped with sharp pincers, the other more **humanoid** and able to use weapons. The humanoid arms are slung below the scorpion pincer limbs and they usually hold spears or pole arms. The human face (male or female) is usually frozen in an expression of dumb terror, except when it is about to feed on the flesh of a victim, at which point its features twist into a sadistic grin.

Shadow Scorpions are primarily used by Lady Lilith, Lord Magog and a few other **Ba'al** in the **Nightlands'** equivalents of Asia and Russia. They are not commonly found among the minions of other Nightlords, except in small numbers. Lilith has used these creatures as shock troops; each Shadow Scorpion is worth two or three Hounds. They are almost never seen on Earth, since their large size and inhuman appearance make them very hard to disguise or explain away. The largest group of Shadow Scorpions on Earth can be found on the outskirts of Chicago in Magog's service, where they are used to guard a secret Nightlord installation.

Shadow Scorpions have human intelligence, but they have been permanently warped by their brutal transformation. According to the few psychics brave or foolish enough to make contact with the creatures, they are subject to continuous aches and pain and have the thoughts of a bloodthirsty killer. Their constant agony has been described as feeling similar to having a toothache or continuous aching arthritic joints twenty-four hours a day. The pain only stops when the creature is fol-

lowing the direct orders of its designated master. The pain increases to agonizing levels if the creature does anything it was not ordered to do, including attacking others without permission. This brutal but effective conditioning process makes the Shadow Scorpions very loyal slaves, and also makes them irritated and mean.

Note: Shadow Scorpions are predatory creatures who are sadistic and insane by any human standard. They cannot be player characters.

Alignment: Miscreant

Attributes: I.Q.: 1D6+3, M.E.: 1D6+3, M.A.: 1D6, P.S.: 3D6+20, P.P.: 3D6+6, P.E.: 3D6+12, P.B.: 1D4, Spd.: 1D6x10+10

Size: Six feet (1.8 m) tall at the shoulder, 8 feet (2.4 m) long without the tail, 16 feet (4.8 m) long counting the tail.

Weight: Approximately half a ton.

S.D.C.: 1D4x100+200; note that on Rifts Earth, the creature is a mega-damage supernatural being with M.D.C. and inflicts M.D. from its attacks.

Hit Points: P.E. x5

Horror Factor: 16

P.P.E.: 4D6

Average Life Span: 100 years.

Natural Abilities: **Nightvision** 2000 feet (610 m), magical regeneration 1D4x10 S.D.C./hit points per minute, and can climb on walls and ceilings but at half its normal speed.

Poisonous Stinger: The stab inflicts 3D6 plus P.S. bonus plus injects a lethal venom. A save versus lethal poison (14 or higher) is necessary or the character takes 6D6 points of additional damage and feels like his entire body is on fire (reduce speed, attacks per melee and all combat bonuses by half). A successful save means the victim takes 1D6 points

of damage and feels nauseous (no penalties). **Note:** This poison *will* affect supernatural beings in the same way.

Experience Level: Not applicable.

Psionic Powers: None

Magic Powers: None

Combat: Five attacks per melee round.

Damage: Normal Arms: As per supernatural P.S., or by weapon; commonly a **Darkblade** spear (3D6 damage) or pole arm (5D6 damage).

Pincer Arms: 3D6 plus supernatural P.S. damage dice.

Stinger: 4D6 plus P.S. bonuses, plus venom (see above).

Bonuses (not including attribute bonuses): +2 on initiative, +2 to strike and parry, +4 to dodge, +4 to save vs magic, +1 to save vs psionics, +6 to save vs poison and disease, +9 to save vs horror factor.

Vulnerabilities/Penalties: Magic weapons and Artifacts of the Lost Race inflict double damage. Cannot swim and will drown if kept underwater for more than 15 minutes.

R.C.C. Skills: Minimal skills, the equivalent of tracking (animals and humans) 69%, land navigation 69%, climb **88%/78%**, prowl 35% (due to large size), and two archaic W.P.s at 3rd level proficiency.

Allies of Note: Shadow Scorpions are the servants of the Nightlords and typically work alongside Hounds, Great Hounds, Hound Masters, Hunters, and Warlords. They rarely join forces with demons and other evil beings.

Shadow Warlock O.C.C.

Despite its alienness and magical separation from Earth, the Nightlands have managed to influence and alter the lives of many human beings. Some were unfortunates caught in a dimensional vortex and dropped into the **Nightlands**, and forced to eke out a meager existence. Others were slaves, while still others were practitioners of magic who dared to explore this strange world of shadows and found themselves victimized by the Nightlords. A small, select group of them are the Shadow Warlocks, *mystics* who have somehow forged a magical connection with the strange forces that flow through the Nightlands and which are found among the Nightbane, the Reshapers, and, legends say, the Formless Ones who once ruled this dimension.

These men and women are said to follow the "Path of Shadows," a school of thought as much as a mystical tradition. Followers of the Path of Shadows believe that Earth and the Nightlands are but two aspects of the same reality and that to achieve perfection they must one day be united as one. To some degree, this belief sounds dangerously similar to the dogma of the Cults of Eternal Night, who also work to "unite" Earth and the Nightlands — a union that has led to Dark Day and the Nightlords' invasion. However, the Shadow Warlocks are vehemently opposed to the **Ba'al**, whom they consider to be **perverters** and despoilers of the Nightlands. The true representatives of the Nightlands, the Warlocks claim, are the Nightbane and the Formless Ones!

How these mystics achieve a connection that has eluded not only all other sorcerers, Nightbane and the Nightlords themselves, is a mystery. Some believe that the mystical process requires an innate state of mind unique to certain people, and that the connection is beyond beings as depraved as the Nightlords. In any case, only a few of these Shadow Warlocks existed before Dark Day; the Nightlords made a special point of eliminating all practitioners of magic as soon as they found them. In recent years, more and more humans have felt the connection to the Nightlands and have followed the Path of Shadows.

Alignment: Any

Attribute Requirements: M.E. 11 and M.A. 12 or higher.

O.C.C. Abilities and Bonuses:

1. Magical Senses: The Shadow Warlock's senses are sharpened and enhanced due to his continuous contact with the energies that permeate the Nightlands. As a result, the character gains nightvision with a range of 500 feet (152 m).

2. Nightbane Talents: The Shadow Warlocks are the only human beings able to learn and use Nightbane Talents. These powers are learned from the spirit of the Nightlands much in the same way as a Mystic learns his spells. At level one, the character can learn one Nightbane talent. Every level after the first, the character will mystically acquire one additional Nightbane talent. Unlike **Nightbanes**, however, Shadow Warlocks cannot purchase Talents by permanently spending P.P.E. points. The only other limitation that applies is level limitations; in other words, talents that are only available at certain levels cannot be mystically acquired until the character reaches that level.

3. Spell Magic: In addition to Nightbane talents, the Shadow Warlock can learn spell magic through mystical inspiration. At level one, the mystic automatically knows shadow meld. At every level after the first, one additional spell from the same or lower level as the character can be selected — mystically known. Spells cannot be learned or purchased by any other means. These magical powers are not learned but come from within.

3. Mirror Walk: Shadow Warlocks are actually able to travel into the Nightlands through a mirror, just like the Nightbane. The process works exactly as described in the **Nightbane™ RPG**, page 87, except that it costs 6 P.P.E.

4. P.P.E.: 1D6×10+10 plus P.E. attribute. Add 2D6 P.P.E. per level of experience.

Experience: Use the same table as the Nightbane & Guardians.



O.C.C. Skills:

Read/Write/Speak Native Language 98%

Basic Math (+25%)

Holistic Medicine (+20%)

Lore: Nightlands (+25%)

Lore: Two of choice (+15%)

One Technical skill of choice (+10%)

Hand to hand: basic can be selected as an "other" skill. Hand to hand: expert at the cost of two "other" skills, and martial arts (or assassin if evil) at the cost of three "other" skills.

O.C.C. Related Skills: Select 8 other skills. Plus select one additional skill at levels three, six, nine, eleven and fourteen. All new skills start at the base skill level.

Communications: Any

Domestic: Any (+5%)

Electrical: Any

Espionage: Wilderness survival only.

Mechanical: Any

Medical: Any

Military: None

Physical: Any

Pilot: Any

Pilot Related: Any

Rogue: Any

Science: Any (+5%)

Technical: Any (+5%)

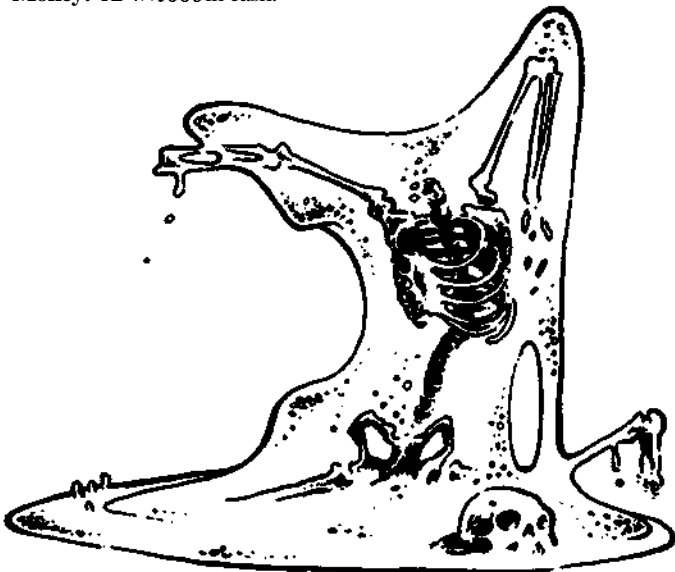
W.P.: Any

Wilderness: Any (+5%)

Secondary Skills: The character also gets to select two secondary skills at levels one, four, eight and twelve. These are additional areas of knowledge that do not get the benefit of the bonuses listed in parentheses. All secondary skills start at the base skill level. Also, skills are limited (any, only, none) as previously indicated on the list.

Standard Equipment: Traveling clothes and boots, and possessions not exceeding 3D6x1000 dollars in value.

Money: 1D4x1000 in cash.



Skinner

Minions of the Nightlords

By C.J. Carella & Kevin Siembieda

These bizarre beings look almost like a blob of semi-liquid, clear, gelatinous substance. They are utterly alien monsters who are used to temporarily animate the dead! When poured over a freshly killed corpse, the Skinner will completely spread over the body, until it evenly covers it with an almost invisible, very thin membrane. Part of the mon-

ster is absorbed through the **victim's** skin so it completely permeates the body. A few minutes later, the corpse will be able to move. Thankfully, the Skinner does not have access to the victim's memory, personality or skills. Skinners are invariably evil and dedicated to the service of their master (which isn't always the Nightlords).

Although the membrane lets air pass through, people looking at the victim may notice a number of strange things. First, the skin of the corpse will look unusually shiny (not pale, however, the Skinner magically gives it a nice, healthy color). This shine makes the body look sweaty or somewhat greasy. Also, the voice of the body acquires a nasal quality, similar to what a person with a bad cold might suffer. The corpse doesn't need to eat and cannot eat anything because the Skinner cannot tolerate having its integrity broken by opening a hole in the membrane. It can drink because the membrane is permeable to water. A Difficult Perception roll while staring into the creature's face, especially when the mouth is open, will reveal the membrane that is covering every body cavity.

A Skinner can keep a corpse activated and healthy looking for as long as six months. After that period, decomposition will start to set in and the corpse will rapidly liquefy, almost as if it had rotted in a tropical area. The creature can maintain the rotting corpse as an active body for an additional six months, but seeing a Skinner-possessed corpse requires a save against an H.F. of 14.

Nightlords and Night Princes sometimes use the creature to assume the identity of insignificant personnel like a guard who was killed but whose body is taken over to make it look as if he is still standing at his post. They are more often used to animate those slain in combat to use the corpses as fodder in future attacks. In addition, the psychological effects of sending the corpses of fallen soldiers against their living enemy can be terrifying and send the living running in terror.

What or where these creatures come from is a mystery even to the **Ba'al**. Skinners apparently feed on ambient P.P.E. and/or emotions of those around them. They are attracted to all sorts of evil, powerful, supernatural beings, including demons. King Moloch is said to command over 2000, while other Nightlords (not all) have only a few hundred in their service. They are extremely aggressive when in possession of a body and like to kill and torture.

Alignment: Diabolic

Attributes: I.Q.: 2D4+3, M.E.: 1D6+6, M.A.: 1D4, P.S.: 1D4, P.P.: 1D4, P.E.: 1D6, P.B.: 1, Spd.: 1D6. When animating a corpse, use the physical attributes of the victim, but not any skills or natural abilities.

Size: Varies. In its natural state it is roughly a gallon of gelatinous muck.

Hit Points: P.E. plus 1D6 in its natural state.

S.D.C.: 3D6 in its natural state; triple when occupying a corpse.

Rifts® Note: On Rifts Earth the creature remains an S.D.C. creature although it can animate M.D.C. beings who are not supernatural or magic in nature.

Horror Factor: 9 as gelatinous muck, 11 as a walking corpse.

P.P.E.: 6D6

Average Life Span: Unknown, believed to be hundreds of years but could be thousands; little is actually known about Skinners.

Natural Abilities: Understands all languages (**magical?**), bio-regenerates at a rate of 1D6 S.D.C. per hour, doesn't need to breathe air or eat, can survive in a vacuum and sustain pressure from depths of up to one mile (1.6 km). These apply to the creature in its blob form and when animating a corpse. Plus the following special abilities:

1. Resistant to Damage: The Skinner, whether in its natural form or while controlling a corpse, is somewhat resistant to damage. Blunt, physical damage, including punches, kicks, baseball bats, etc., is halved. Energy and magic attacks do normal damage. Sharp, cutting attacks (knives, claws, etc.) do double damage by slicing the creature's membrane.

2. Reanimate the Dead: The corpse cannot be more than an hour old, and cannot be a magical or supernatural being. The Skinner spreads

over the body, covering it with a transparent, very thin membrane. This membrane completely blocks every body cavity, but it allows air and liquids to travel in and out, making speech possible. Within 1D4 minutes the corpse is taken over by the Skinner and can be used like a robot with the monster in control. Use the corpse's former physical attributes, but not skills, memory or natural abilities; the body is simply a shell controlled by the Skinner. If the victim was killed through a wound, the membrane seals the wound, preventing any more blood and tissue loss, but does not heal it, and anybody seeing the wound will see a hole or tear in the skin and flesh, covered by some sort of transparent substance. Of course, such wounds can be hidden under clothing and bandages.

3. Maintain Corpse: Skinners can keep a corpse fresh and healthy looking for six months, but after the body deteriorates rapidly and is clearly an animated corpse. The rotting corpse can be maintained for another six months before it literally falls apart. When the body is gone, the Skinner will slither away.

If the animated corpse is attacked, and the membrane severely punctured, the Skinner will withdraw from the body, which will then suddenly decompose (the effects vary in level of grossness and shock value, depending on how long the Skinner has been inhabiting the body). Depleting the creature's S.D.C. means the membrane has been ruptured. Note: Body armor can be worn over the body to protect it.

Experience Level: Not applicable.

Psionic Powers: Object read, presence sense and mind block.

I.S.P.: M.E. x6

Magic Powers: None, other than its natural abilities.

Combat: Two melee actions (no attack) in its gelatinous form, but four attacks per melee when animating a corpse.

Damage: None in its gelatinous form, but when animating a corpse it has all the normal attributes and strength of the body it controls. It can also use weapons of all kinds without any special skill or proficiency.

Bonuses: +10 to save vs horror factor and impervious to disease, poison/drugs and toxic fumes/gases in its gelatinous form, but when animating a corpse it has all the previous things plus +2 on initiative and +3 to strike.

Vulnerabilities/Penalties: Slicing/cutting weapons do double damage to it.

R.C.C. Skills: A rudimentary understanding of humans, Nightbanes, Nightlords and most living creatures. It also can climb and swim at 80% proficiency, and has the skills: land navigation, prowl, escape artist and palming at 50%.

Allies of Note: They are attracted to all sorts of evil, powerful, supernatural beings, including demons, dragons and immortals. An estimated 4000-6000 are currently working with/under various Nightlords. It is interesting to note that Skinners always accept a position as an underling and servant; they never try to lead or rule.

Weapons: As suitable for the corpse.

Body Armor: Can wear any suit of body armor and/or clothing. Nightlords sometimes provide Skinners with the same armor used by Hounds.

Giant Scorpions

Giant Scorpions are large predatory creatures believed to be normal Earth Scorpions who were mutated by the magical energies released during their dimensional trip to the Nightlands. These monstrosities tend to hunt alone, attacking any moving object (animals and vehicles both) and striking without provocation. After stinging the victim, the Giant Scorpion regurgitates digestive fluids on the corpse and then sucks in the dissolving, disgusting mess. They can survive without eating or drinking for several weeks, which allow the monsters to travel great distances in search of food. Once it has found an available food source (such as an inhabited area), the creature will not be driven off and must be killed, or it will continue attacking and devouring passerby until it has wiped out all living things.

Giant Scorpions that approach the Nightlords' city-states are usually killed. A few of the most depraved Ba'al, such as Lord Magog, have captured the giant arachnids and use them as pets, guard animals or for gladiatorial contests.

Alignment: Considered a diabolic predator.

Attributes: I.Q.: 1D4+2, **M.E.:** 2D4, **M.A.:** 2D4, **P.S.:** 3D6+20, **P.P.:** 3D6+10, **P.E.:** 3D6+12, **P.B.:** 1D4, **Spd.:** 1D6×10+10. Supernatural attributes.

Average Size: Five feet (1.5 m) tall at the shoulder, 8 feet (2.4 m) long without the tail, 15 feet (4.6 m) long counting the tail.

Average Weight: 900 pounds (405 kg).

S.D.C.: 1D4×100

Hit Points: P.E. x5

Horror Factor: 14

P.P.E.: 4D6

Average Life Span: 50 years.

Natural Abilities: Nightvision 2000 feet (610 m), quick healing (1D4×10 points per 24 hours), and can climb on walls and ceilings but at half its normal speed.

Poisonous Stinger: The stab of the stinger inflicts 2D6 plus P.S. bonus plus injects a lethal venom. A save versus lethal poison (14 or higher) is necessary or the character takes 4D6 points of additional



damage and feels like his entire body is on fire (reduce speed, attacks per melee and all combat bonuses by half). A successful save means the victim takes 1D4 points of damage and feels nauseous (no penalties). **Note:** This poison does half damage to supernatural beings.

Combat: Three attacks per melee round.

Bonuses (not including attribute bonuses): +2 to strike and parry, and +1 to dodge.

Damage: Pincer Arms: 2D6 plus supernatural P.S. damage dice.

Stinger: 2D6 plus P.S. bonuses, plus venom (see above).

Magic: None

Psionics: None

Languages: No language skills; arachnid predator.

Value: None. A few primitive tribes make weapons out of the claws and stinger of the creature, but nobody else will pay anything for it.

Habitat: The Nightlands; prefers mountains and caves.

Enemies: Only intelligent beings bother these creatures; most other animals avoid them at all costs. Occasionally hunted by Gauntsteeds, Lizard Kings, and King Crabs.



Gauntsteeds

Also known as the Undead Horses, Gauntsteeds are strange creatures rumored to be the creation of a Nightlord mage, but are more likely to be the result of magical mutation or are indigenous to another dimension. The creatures look like emaciated horses, barely skin and bones. However, their appearance masks a ferocious, predatory monster, for Gauntsteeds feed on the living flesh of other beings.

Despite their ferocity and carnivorous habits, it is possible to tame a Gauntsteed and use it as a mount. Many members of the Hell Riders have one or more of these creatures instead of a motor vehicle. Although the creatures can be made to learn commands and follow orders, they are fierce, cantankerous and disloyal; always looking for the first sign of weakness to pounce on their riders. The only way to make a Gauntsteed obedient is if it is truly afraid of its owner. Thus, their riders constantly beat and abuse their mounts; those who treat them with kindness risk getting bitten, thrown off, or even attacked and killed!

Only a few Gauntsteeds have been captured and tamed by people other than the Hell Riders. Some of the poorer Nightlords, especially those who do not have Living Chariots available, will make do with an ordinary chariot driven by these creatures, or use the steed as his riding animal.

Alignment: Miscreant or diabolic predator.

Attributes: I.Q. 2D6, M.E. 2D6+4, M.A. 1D6, P.S. 4D6+10, P.P. 3D6+10, P.E. 3D6+6, P.B. 1D6, Spd. 2D6x10; supernatural P.S. and endurance, low human-like intelligence.

S.D.C.: 2D6x10 +30

Hit Points: P.E. x2

Rifts® Note: On Rifts Earth these creatures become mega-damage beings and inflict M.D. from their bites and kicks.

Horror Factor: 10

Size: Roughly the same as a riding or racing Earth horse.

P.P.E.: 5D6

Natural Abilities: **Nightvision** 1000 feet (305 m), fast healing (regains half of its hit points or S.D.C. after one hour of rest), resistant to magic and magical attacks (takes only half damage from magic, magic weapons, Artifacts, and hand to hand damage from creatures with supernatural strength).

Combat: Three attacks per melee.

Bonuses (in addition to any attribute bonuses): +3 on initiative, +2 to strike with hooves, +3 to strike with its bite, +4 to dodge, +4 to save animal.

versus magic, +10 to save vs horror factor, and is immune to illusions and illusionary effects.

Damage: Kick with front hooves: 1D6 plus supernatural P.S. damage, kick with hind legs: 2D6, or bite: 3D6 S.D.C.

Magic: None. Highly resistant to magical attacks and effects.

Psionics: None

Average Life Span: 45 years.

Languages: Understands simple commands with almost effortless ease, almost as if it was able to speak human languages; however, most of the time the animal does not care to follow commands.

Value: Among some **Nightlands** tribes, a trained Gauntsteed is worth twice its weight in food as a riding steed or watchdog.

Habitat: Seen only across the plains of the Nightlands. A typical small herd will have 3D4 steeds while the largest will have 2D4x10. Note that they often hunt in packs and herds will make coordinated attacks and feints.

Enemies: Gauntsteeds prey on all living creatures weaker than they and occasionally hunt (and are hunted by) Lizard Kings, Giant Scorpions and Emperor Crabs

Slitherers

In the wind swept deserts of the Waste, many strange creatures have been thrown into the Nightlands, but few are stranger than the Slitherers. Nobody is sure whether Slitherers are even animals or plants, and trying to study the creatures is more dangerous than it's worth. Purplish-black in color, the most one can say about them is that they look like a bunch of tentacles attached together at a central point. There is no hint of a body, head, or sensory organs; all one can see is the tentacles. The lack of a mouth does not seem to deter the creature from preying and feeding on other living things.

Although the creature's tentacles are formidable weapons, the most dangerous characteristic of the creature is its ability to **teleport** short distances. After spotting a band of travelers or a herd of animals, the monster's most common tactic consists of **teleporting** into the midst of the group, grabbing one or more victims (depending on the **Slitherer's** size), and then teleporting away and out of sight. After the prey has been carried to safety, the Slitherer crushes its victim to a pulp and then absorbs the disgusting result. Just before and after a Slitherer **teleports**, a strange noise permeates the area; a hissing, buzzing sound that experienced Nightlands travelers recognize as a signal of impending danger and their cue to spread out.

The main weaknesses of Slitherers are their low intelligence, slow speed (when not teleporting), and the limited range of their teleporting ability. Since they cannot teleport very far nor very often, a determined group can find the creature before it has finished killing the victim it's dragged away. Although hard to kill, Slitherers can be subdued by destroying over half of their tentacles, at which point it will try to flee and is not likely to bother the group again. They are most common in the Waste regions furthest away from the cities, usually in the seas of sand that correspond to Earth's oceans.

Alignment: Considered to be a diabolic predator.

Attributes: I.Q. 1D6, M.E. 2D4, M.A. 2D4, P.S. 1D6+30, P.P. 2D4+16, P.E. 2D6+10, P.B. 1D4, Spd. 2D4 on the ground (see Natural Abilities). Large Slitherers are at +5 P.S.; very Large Slitherers raise their P.S. by 10.

S.D.C. by Location & Size: Number of Tentacles: 3D4; S.D.C. for each (each may vary in size) is 1D4x10 for medium-sized Slitherers, 1D6x10 for large Slitherers, and 2D4x10 for very large ones. After cutting off half of the tentacles, any further damage inflicted does half damage to the tentacle and the other half is applied directly to the hit points of the main body. It can only be killed by damage to its tentacles.



Hit Points (main Body): 1D6x10 for medium, 2D4x10 for large, 3D6x10 for very large.

Horror Factor: 12

P.P.E.: 6D6+10

Size: Tentacle lengths vary from 4-20 feet (1.2 to 6.1 m).

Weight: 200 to 2,000 lbs (90 to 900 kg).

Natural Abilities: Radar-like senses allow it to see in total darkness and see the invisible. Heals damage and regrows tentacles at the rate of 10 S.D.C./hit points per hour of rest. **Teleportation:** Slitherers can teleport without error for short distances; maximum range is 300 feet (91 m). Each **teleportation** costs the creature 5 P.P.E. points. Once all P.P.E. is exhausted, the monster can no longer teleport until it has regained its psychic energy. P.P.E. is recovered at the rate of 10 points per hour of rest.

Combat: To determine the number of attacks, use the number of tentacles of the creature and add two. So, a **four-tentacled** monster will have six attacks per melee, and an **eight-tentacled** creature would have 10 attacks!

Bonuses: +2 on initiative, surprise attack (sudden teleport; automatically gains the initiative), +3 to strike and parry (no bonuses to dodge), 44 to resist magic and psionics, immune to pain and discomfort-inducing magic and psionic attacks (like the agony spell or the bio-manipulation psionic power), and +10 to save versus Horror Factor.

Damage: Grapple: Does no damage but the victim is trapped unless his strength exceeds the creature's (the victim can still fight but reduce his bonuses by 3 and lose one melee attack).

Crush/Squeeze: 2D6 plus P.S. bonus.

Tentacle Strike: Does punch damage as per the supernatural P.S. table.

Magic: None, other than its natural teleporting ability.

Psionics: None

Average Life Span: 60 years

Languages: None

Value: None

Habitat: Nightlands; prefers mostly uninhabited areas.

Enemies: Most other animals are regarded as prey.



Trappers

Occasionally, travelers in the Waste come across open pits in the sand or gravel, sometimes with the bones of animals and humans at the bottom. Such pits are signs of Trapper activity and the travelers should be very careful. Trappers are social, monkey-like creatures, with long sharp claws used for digging. They vaguely resemble Earth baboons, but their heads are completely different, with two boar-like tusks protruding from their mouth and a single, large **cyclops-like** central eye. They hunt live prey by digging sand traps and then attacking the victim when he sinks into the sand.

The first sign that something is wrong occurs when a traveler sinks to the waist, or disappears beneath the sand altogether. The helplessly trapped victim is then attacked from all sides with tooth and claw. A human being can be torn to shreds in minutes by these monsters. The best defense against the creatures is to travel in large groups, because Trappers don't like to attack them, and a comrade can help pull somebody in a pit trap to safety.

Trappers work in groups of 2-5 hunters (roll **1D4+1**). If desperate for food, a community of **3D4+6** may grow bold enough to attack an encampment or community, but even then they are likely to attack the most helpless in the group. In this case, the creatures are likely to tunnel beneath any defenses and emerge from the ground to attack and carry

off as many victims as they can. Trappers are not afraid of men, but fire and firearms usually scare and keep them at bay (H.F. 12).

For all their strength and digging abilities, Trappers are *not* supernatural creatures, and their biggest worry in the Nightlands is starvation. It is also their desperate hunger that drives them to attack humanoids, for they are one of the few animals that exist in abundance in the Land of Eternal Night. They may originate from a desert environment, since they need very little water to survive, can drink salt water without ill effects and have adapted well to the arid Nightlands. In a pinch, they will feed on the fish found in sinkholes, but they are very poor fishermen and even worse swimmers. Besides, they much prefer the flesh of land animals. There are tales about a magician who managed to "domesticate" a large family of Trappers and used them as servants and warriors. However, the creatures do not survive long in captivity, refusing to eat and lapsing into a state of melancholy until they die. It might be possible that young Trappers could be raised by humans, but nobody has successfully done so.

Alignment: Considered to be anarchist.

Attributes: I.Q. 2D4+3, M.E. 2D6, M.A. 3D6, P.S. 3D6+8, P.P. 3D6+4, P.E. 3D6+4, P.B. 2D6, Spd. 3D6. Not a supernatural creature. S.D.C.: 3D6+30

Hit Points: P.E. +10

Horror Factor: 8

P.P.E.: 4D6

Size: 3 to 4 feet tall (0.9 to 1.2m)

Weight: 30 to 60 lbs. (13.6 to 27 kg).

Natural Abilities: Excellent diggers and tunnel makers, **nightvision** 100 feet (30.5 m), climb **80/75%**, swim 35%, fish 45%, land navigation 80%, prowl 35%, and create sand traps (unless a detect ambush roll is made, the victim is sucked into the sand, where he loses two hand to hand attacks and half of his combat bonuses).

Combat: Three attacks per melee.

Bonuses: +1 to strike, +3 to dodge, +3 to roll with impact. All these in addition to attribute bonuses.

Damage: Claws: 3D6 plus P.S. bonus (do not have supernatural strength). Bite: 2D4 S.D.C.

Magic: None

Psionics: None

Average Life Span: 20 years.

Languages: May have a primitive language, but so far, nobody has learned to decipher it.

Habitat: Deserts or plains. Survives but does not thrive in the Nightlands.

Enemies: Large predators like the Giant Scorpion, Lizard King and Emperor Crab prey on them, although a large band of Trappers will scare off a Lizard King.

Emperor Crabs

Emperor Crabs stand over six feet (1.8 m) tall, weigh a ton and resemble giant Earth Crabs with eight legs and two pincer-tipped arms. One arm has a much larger pincer than the other. Four eyes mounted on retractable stalks protrude from the front of the armored creature. Its carapace is extremely hardy and resistant to damage. Most Emperor Crabs have red and white exoskeletons.

At first glance, they seem to be yet another big, dumb predator the likes of which is not uncommon in the **Nightlands**, but there is more to the Emperor Crabs than meets the eye. Beneath their armored hide is an intelligent and inquiring mind.

The few Emperor Crabs who have been willing to talk to other intelligent beings claim to have been worshipped as gods by a race of tiny humanoids in another world, until some strange catastrophe scattered the creatures across the Megaverse. In the **Nightlands**, they were met with fear or violence from most inhabitants they encountered, and the long-lived and arrogant creatures have for the most part, come to hate and distrust humans, **Doppelgangers**, the **Nightlords** and their minions. Forced to hunt to eat, these inhuman giants will kill and devour any living creature they can find, including humans and other intelligent creatures.

In a few instances, Emperor Crabs have managed to be accepted in human communities. In most cases, the creatures will lord over humans who worship them as gods and live to serve the giant crabs. These communities often engage in banditry and can be found in various regions of the **Nightlands**. In the kingdom of **Mu-Talan**, several Emperor Crabs have become valuable citizens and work with their fellow sentient beings, but this is unusual. The most savage misanthropes become lone hunters, preying on everyone and avoiding contact with civilization.

Note: Emperor Crabs are not well suited for use as a player character, but can make interesting villains and NPCs.

Alignment: Any; most are selfish or evil.

Attributes: I.Q. 3D6+4, M.E. 3D6, M.A. 3D6, P.S. 4D6+20, P.P. 3D6+2, P.E. 3D6+10, P.B. 2D4, Spd. 1D4×10+10. Supernatural strength and endurance.

A.R.: 14 versus non-magical weapons and attacks; 7 versus magical attacks, including the hand to hand attacks of supernatural beings.

S.D.C. by Location:

Legs (8) — 70 each

Eye Stalks (4) — 25 each (small targets; require a called shot at -5 to strike).

Smaller Pincer Arm — 100

Large Pincer Arm — 180

Carapace — 1D4×100+200

Hit Points: P.E. +100. The creature only starts taking Hit Point damage after the S.D.C. of the carapace has been depleted, or on a critical hit on the torso.

Rifts® Note: On Rifts Earth they become mega-damage creatures of magic and inflict M.D. with their supernatural strength.

Horror Factor: 13

P.P.E.: 1D4×100+200

Size: 6 to 7 feet tall (1.8 to 2.1 m), 8 to 10 feet long (2.4 to 3 m) and 5 to 7 feet wide (1.5 to 2.1 m), not counting the pincer arms, which can extend another 4 to 7 feet (1.2 to 2.1 m).

Weight: 1-2 tons.

Natural Abilities: See the invisible, nightvision 200 feet (61 m; can see in total darkness), climb 40/10%, swim 80%, land navigation 90%, regenerates 10 S.D.C./hit points per hour, and can regrow lost limbs, including the eye stalks, in 1D4 days.

Combat: Four hand to hand or magic attacks!

Bonuses: +1 to strike, parry and dodge, +2 to save versus magic, +5 to save vs horror factor.

Damage: Pincers: small one does 1D6 plus supernatural P.S. damage. Large one does 3D6 plus supernatural P.S. damage. Stomp: 3D6 damage.

Magic: Equivalent to a sorcerer; average level of experience is 1D4+4; some exceptional individuals can be as high as 10th level. Knows all spells from levels 1-4, three spells each from levels 5-7 and one spell each from levels 8-10.

Psionics: None

Average Life Span: 600 years.



Languages: Emperor Crabs know over a dozen languages at 98%, although many of them are useless in the **Nightlands**.

Value: The body parts of the Emperor Crabs are said to have strong magical capabilities; some organizations would pay a fortune for them:

Habitat: Originally, jungles, forests and coastlines. Now, forced to survive in the Waste.

Enemies: Due to their size and magical abilities, most predators do not bother these creatures. Hunters and Hounds will attack Emperor Crabs on sight, however. The crabs' aggressive nature and hunting of intelligent beings has earned them many enemies among the communities in the Nightlands.

Hell Riders

Population: About 25,000 warriors (60% **Dopplegangers**, 16% humans, 10% **Nightbanes**, 14% assorted humanoid creatures, including the odd renegade minion of the Nightlords, **Nightbane**, **wampyr** or other supernatural beings). An additional 20,000 to 40,000 people also live in the stretch of territory Attila claims as his own.

The minions of the Nightlords are not the only creatures that often prowl the Waste looking for victims. The sight of mounted men in the distance often indicates that the Hell Riders are on the prowl again. This huge nation of semi-nomadic warriors and bandits has secured for itself a stretch of territory in the **Nightlands'** equivalent to the North Atlantic Ocean. Gangs, tribes and clans of misanthropes as small as half a dozen riders to as large as an army travel its expanse in search of booty and a good fight. Although they claim the area of the North Atlantic for themselves, they do not limit their activities to any one place. Some Hell Riders bands have ridden almost halfway around the world before setting back to their disputed homeland.

These raiders will attack any gathering of Nightlord minions as long as the odds are in their favor, but they will also pillage and despoil anybody else they meet. While not as evil and cruel as the **Ba'al**, the Hell Riders often kill without pity, and many are not above torturing victims if they need information, or even for fun. However, these warriors might be useful in the war against the Ba'al — if they can be convinced to fight for something other than loot.

Origins

In 453 A.D., Attila, King of the Huns, known as the Scourge of God, died in his nomadic war camp. In the **Nightlands**, a **Doppleganger** in the shadowy counterpart to the city of Rome was Awakened by this death, and found himself with the memories and savagery of Attila himself. His ferocity and taste for slaughter quickly led to his becoming a **Doppleganger Warlord**.

In 465 A.D., a band of renegade **Dopplegangers** and a handful of human slaves led by Attila, escaped from the **Nightlands'** version of Rome, and fled into the surrounding wilderness. Among other things they had several Living Chariots that they had stolen and tamed for their own use. Hotly pursued by a small army of Hounds and Hunters, the fugitives vanished into the Waste. Only a few stragglers were taken by the pursuers.

For over a decade, the fugitives seemed to simply vanish. The Nightlord in charge of their capture (a servant of King Moloch) presumed them dead and all but forgot about them. Then the raids started. Numerous Hounds and Hunters outside the city were killed. The raiders took weapons, magical items and several other valuables right under the noses of the Ba'al. The rogues were so daring that they struck right in the palace of the Nightlord in charge, killing a Night Prince and liberating nearly two hundred slaves.

This defiance was too much for the Nightlords to tolerate. King Moloch sent one of his avatars to the **Nightlands'** Rome to take charge and dispatch the bungler (there are many tales about the fate of the fumbling Nightlord, each more terrible than the last). The avatar organized a large army of several thousand supernatural creatures and **Doppleganger** cannon fodder. The huge host set out looking for Attila and his raiders. The cunning warrior did not make them wait long.

As the avatar's bloated army was trying to cross through a narrow passage, Attila's warriors ambushed them with avalanches, spears and makeshift arrows. The flying minions in the army tried to beat off the ambush, but Attila's followers stood their ground and destroyed them. The so-called *Battle of the Gorge* was more like a massacre than a battle. Less than half the army was able to escape the onslaught and the avatar was destroyed.

After this stunning victory, Attila disappeared once again, heading West into desolate lands where the Nightlords would rarely venture. King Moloch did not take defeat kindly nor well, but there was precious little even he could do at the time; he had other, more pressing problems to deal with. Besides, the brigands seemed to be fleeing into the worst hell-hole on the planet (Moloch told himself Attila did so to escape his terrible wrath).

The Hell Riders, as Attila called his band of warriors, traveled west until they found a suitable place to settle, somewhere along the **Nightlands'** equivalent of Greenland. There, they absorbed a number of smaller communities and, in time, grew in numbers, accepting escaped slaves, refugees, and anybody who was willing and able to fight.

Politics

The Hell Riders are under the absolute rule of Attila and his chieftains. There are nearly a hundred chieftains, each chosen for their skill and intelligence as much as for their courage and physical strength. To Attila, brains are a lot more valuable (being more scarce) than brawn. From among the chieftains, he has chosen six war chiefs, who advise him on matters of strategy and policy. However, although the war chiefs provide counsel, it is Attila who ultimately makes *all* decisions, for good or ill. So far, he has been right more often than not.

The Attila of Earth was not an ignorant barbarian, and neither is his **Doppleganger**. Granted immortality and the powers of a warlord as a reward for his services, Attila has had centuries to sharpen his cunning and strategy. He and the other leaders of the Hell Riders want to expand their growing kingdom, and realize they must do so at the expense of the Nightlords. In preparation for this ultimate battle, they have spent the last century accumulating a formidable arsenal of magical and technological weapons. The latter have been difficult to acquire, but the band has managed to travel to remote and war-torn parts of Earth and bought or stole all manner of weapons and vehicles, including a small



fleet of tanks, combat jeeps and even a few combat helicopters! So far, these weapons have been kept carefully hidden. Attila knows that if he advertises his presence or his plan, he will be destroyed before he can become strong enough to oppose King Moloch. It is rumored that Attila is trying to find a way to get his hands on the ultimate weapon against the Nightlords — nuclear bombs.

Relations

The Nightlords: The Hell Riders and the Nightlords are mortal enemies. Attila considers them to be the only thing standing between him and his conquest of the Nightlands. For now the Nightlords consider him little more than an ancient nuisance, to be destroyed as soon as it is convenient. After the Battle at the Gorge, Attila decided to hide from the Ba'al until he could build an army large enough to challenge them. Recently, however, it looks as if the Ba'al will become stronger than he had imagined possible. Attila knew nothing about the Dark Day invasion plans and now understands why King Moloch hasn't found the time to attack him.

The Dark Day invasion has also given the other leaders of the Hell Riders food for thought. Some believe challenging the Ba'al is insane and want to abandon such foolish plans. Most are divided as to what to do. Some propose starting a guerrilla campaign against the Ba'al rather than an all out-war. Others contend that it is too soon, that they are not ready to march as an army in any capacity, and that attacking in small numbers will only anger the Nightlords and bring about lethal retribution. Others have suggested forgetting the Nightlords entirely and turning their attentions toward other, less powerful denizens of the Nightlands. After all, the Hell Riders are feared throughout the land and they dominate a huge region of land; perhaps the Nightlords will ignore them. A few have even suggested joining the Ba'al in their conquest of Earth and who knows what other worlds to follow. For the first time in a millennium, Attila has no voice. He sits in moody deliberation, his thoughts his own. Nobody dares to disturb him.

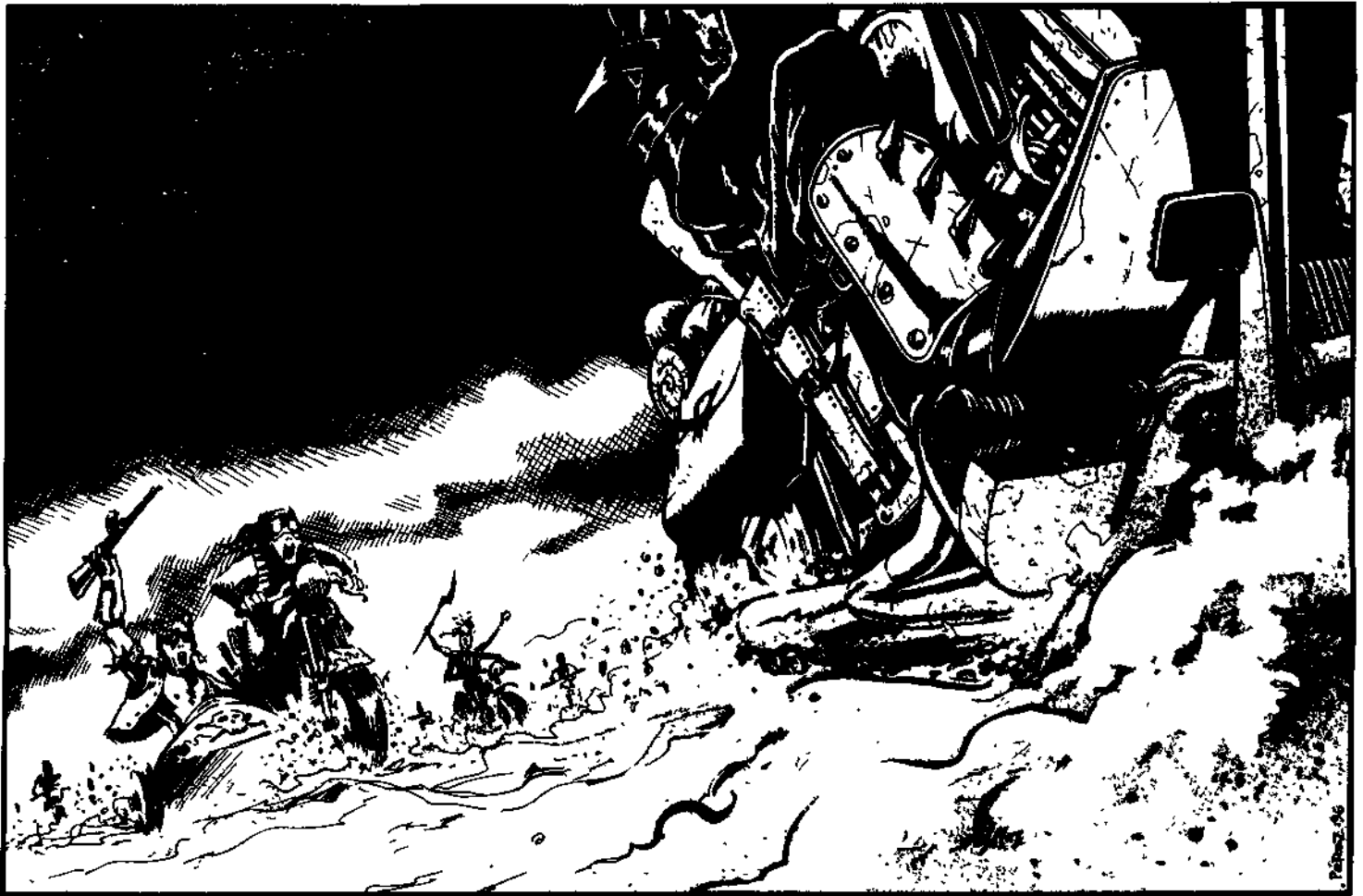
The Nightbanes and the Factions: Thousands of Nightbanes are members of the Hell Riders. They are welcomed and respected among the Riders for their strength, powers and savagery. Several are even counted among Attila's War Chiefs. After Dark Day, the number of Nightbanes on both Earth and the Nightlands has been on the rise and the Hell Riders are always eager to bring more of these powerful beings into their ranks.

There have been no direct contacts between the Hell Riders and the various factions that oppose the Ba'al on Earth or in the Nightlands. In many cases, the smaller bands of Hell Riders have no interest in talking or "joining" anybody, and they often attack first and ask questions later. Furthermore, Attila and his minions are seen as murdering barbarians who don't care about anybody or any cause other than their own. To most inhabitants of the Nightlands, the Hell Riders are as bad as the Nightlords. So far, the few faction members who have tried to reach Attila's stronghold, a castle situated on the plains in the Nightlands' equivalent of the North Atlantic, have never returned.

Even when/if a delegation from the Resistance, Spook Squad or other organization gets to talk with the warlord, it is not certain that an alliance could be formed. Attila would be unwilling to give up any of his leadership and would insist on being able to command his army independently from everyone else. If an agreement could be reached, Attila would be a formidable ally. He has a large and powerful army that could seize one or more city-states. However, unless he had help, he could not stand long against the combined might of the Nightlords.

Demons: A few dozen demons and other supernatural beings can be found among the Hell Riders. However, Attila would never consider an alliance with these treacherous beings, and recognizes them to be as evil and dangerous as the Nightlords.

Humans: To most human beings (and many Nightbane and Guardians), the Hell Riders are just another monster.



Hell Rider O.C.C.

The Hell Riders are nomadic warriors, comprised mostly of Awakened Dopplegangers. Humans and Nightbanes are the next two most abundant races. These barbarians are the descendants of escaped slaves from the Ba'al's city-states, and misfits from Earth and other dimensions. They survive by preying on those weaker than themselves; stealing, pillaging and murdering whomever they please. In the harsh world of the Nightlands, there is precious little room for morality or compassion, and most Hell Riders are tough, merciless despoilers.

Typical Alignment: Anarchist or evil.

Typical Races: Dopplegangers, humans, Nightbanes, or Flint People.

Attribute Requirements: None, however, the life of a Hell Rider is extremely tough and demanding, resulting in a number of attribute bonuses — the strong and the cruel are best suited for this O.C.C.

Typical Level of Experience: 1D4+3 level for NPCs; typical player characters start at first level. Human and Doppleganger Hell Riders use the Nemtar/Hollow Men experience table. Nightbanes use their own experience table, as do Flint People, regardless of the Hell Rider O.C.C.

O.C.C. Abilities and Bonuses: Due to the harsh conditions of life in the Nightlands, Hell Riders gain the following physical bonuses: +1D4 to P.S., +1 to P.E. and +4D6 to S.D.C.

O.C.C. Skills:

Native language (98%; 80% speak English)
 Horsemanship (+20%)
 Piloting: two of choice (+15%)
 Land Navigation (+10%)
 Lore: Nightlands (+10%)
 Prowl (+5%)
 W.P.: three of choice.

Hand to Hand: Expert

Hand to hand: expert can be changed to martial arts or assassin at the cost of one "other" skill.

O.C.C. Related Skills: Select seven other skills. Plus select two skills at level three, two at level six, and one at levels nine, eleven and fourteen. All new skills start at level one proficiency.

Communications: None, unless from a technological background.

Domestic: Any (+10%)

Electrical: None, unless from a technological background.

Espionage: Any

Mechanical: None, unless from a technological background.

Medical: First aid only.

Military: None, unless from a technological background.

Physical: Any (+5% where applicable)

Pilot: Any (+10%)

Pilot Related: Any (+5%)

Rogue: Any (+5%)

Science: Any

Technical: Any

W.P.: Any

Wilderness: Any (+10%)

Secondary Skills: The character also gets to select one secondary skill at levels 1, 2, 3, 5, 7, 10 and 13. These are additional areas of knowledge that do not get the benefit of the bonuses listed in parentheses. All secondary skills start at the base skill level. Also, skills are limited (any, only, none) as previously indicated on the list.

Standard Equipment: A Gauntsteed or motorcycle or dune buggy/Jeep, two ancient weapons of choice, one firearm of choice

and 1D6 reloads, survival knife, set of riding clothes, riding boots, ~~cloak, hat, goggles, bedroll, saddle and backpack.~~

High level warriors are likely to have a **Darkblade** of some kind, 1D6 hand grenades, assault rifle and body armor (often stolen from the **minions** of the **Nightlords**), and 2D4×1000 in valuables.

Warlords may have the same extra items as a high level warrior plus a magic item or Artifact or heavy weapon, and a Living Chariot or souped-up, armored vehicle and 3D6×1,000 in valuables.

Money: Cash or valuables worth 3D6×100 dollars for the average Rider.

Typical Hell Rider War Party: This is a small group of raiders. Larger bands can have as many as two to three times this number. War Parties can be found almost anywhere in the Waste. The raiders will attack any group smaller or the same size as their own. If confronted with tough odds (i.e., enemies armed with heavy weapons or magic, or a large group of **Nightbanes**), they will beat a hasty retreat.

- 1 leader (either a **Nightbane**, **Doppelganger** Warlord, Hound Master or similar medium to high-powered being) mounted on a Gauntsteed or a motorcycle.
- 1D4+1 **Doppelgangers** on Gauntsteeds armed with short bows (1D6 S.D.C.), and swords (2D4 S.D.C. plus supernatural P.S. damage, typically 2D6 S.D.C.).
- 1D4+1 Humans on Gauntsteeds or motorcycles armed with assorted rifles (mostly old-style bolt-action weapons) or pistols.

Note: One sorcerer, mystic, psychic, vampire, **wampyr**, lesser demon or similar being *may* also be present.

Disposition: Although the historical Attila has acquired a reputation as an **insane barbarian**, he was **not** the frothing, maniac that popular culture usually paints him. He was a fairly educated man by the standards of the time and he knew a great deal about strategy, tactics and leadership. He was undoubtedly cruel, and could commit atrocities when he considered them necessary. His Doppelganger is no exception. He will do what it takes to win, no matter who gets hurt in the process.

Psionic Powers: Sixth sense and presence sense; minor psionic.

I.S.P.: 42

Magical Knowledge: None, lore only.

Combat abilities: Hand to hand: martial arts and boxing.

Attacks Per Melee Round: Seven

Damage: 2D4 S.D.C. on a restrained punch, 3D6 S.D.C. on a full strength punch and 6D6 S.D.C. on a power punch (counts as two attacks).

Bonuses: +1 on initiative, +5 to strike, +5 to parry, +5 to dodge, +3 to roll/pull punch, critical strike on an unmodified 18-20, +3 save vs magic, +3 save vs poison and disease, +20% **coma/death**, +6 to save vs horror factor.

Vulnerabilities/Penalties: Magic artifacts and weapons inflict double damage to Doppelgangers.

O.C.C. Skills of Note: Horsemanship 98%, motorcycle 98%, languages: Chinese, Mongolian and English 98%, basic math 98%, intelligence 90%, detect ambush 90%, running, tracking 75%, wilderness survival 80%, lore: **Nightlands** 75%, W.P. archery & targeting, W.P. blunt, W.P. sword, W.P. pole arm, and W.P. bolt-action rifle.

Allies of Note: Attila's fellow chieftains include a wide variety of rogues, warriors, magicians and supernatural creatures, some of them of great power. He also has agents and contacts on Earth and

Characters of Note

Attila, Doppelganger Warlord

The Attila Doppelganger is just as ferocious, cold-blooded and intelligent as the Earth original. Like the historical Attila, this indomitable warrior accepts no man, demon or god as his equal. He knows that he must crush the **Nightlords** or be crushed himself. Not only is he not scared of the odds, but he relishes the challenge. After all, his Earth counterpart brought an entire Empire to its knees with only a few warriors on horseback. This new, improved Attila has at his disposal supernatural warriors, sorcerers, motorcycles, modern weapons and an army of enormous power and ferocity. When the Doppelganger Warlord feels his people are ready, he is certain he will lead them to victory.

Despite his delusions of grandeur (even now, **Attila's** army is still hopelessly outnumbered), the ancient Warlord is taking it slow, building up his power base. Barring a miracle, he will never be powerful enough to take on King Moloch or the combined might of the **Nightlords** and win, but he is powerful enough to take 1-4 average city-states and destroy a few **Nightlords** and thousands of their **minions**.

Attila — Doppelganger Warlord, Leader of the Riders

Alignment: Aberrant

Attributes: I.Q.: 16, M.E.: 17, M.A.: 15, P.S.: 24, P.P.: 19, P.E.: 25,

P.B.: 13, Spd.: 34

Hit Points: 124

S.D.C.: 183

Horror Factor: 10, due to his heritage and reputation.

P.P.E.: 3

R.C.C.: Doppelganger Warlord

Level of Experience: 11th

Natural Abilities: Does not need to eat or drink to survive, heals six hit points/S.D.C. per minute, immune to the vampire's slow kill bite, and extremely long-lived due to the **Nightlords'** manipulations.



the Astral Plane trying to find more mercenaries, more weapons, and more allies. So far, he has not made any formal contacts with the Nightbane Resistance or other factions, but such an alliance might not be as out of the question as some may think.

Minions: His army numbers over 25,000 warriors and growing.

Transportation: Has a 7th level Living Chariot as his personal steed and bodyguard, he also has access to any weapon or vehicle in his army.

Weapons: Owns a variety of modern and ancient weapons, and a number of magic weapons. His favorites are a Mauser Model 98 rifle, and a crimson sword that is a Greater Artifact that has the following powers: Anti-Magic (150 points), supernatural strength and endurance, and healing.

Body Armor: A suit of modified black plate armor taken from a Night Prince slain by his hands (A R 16, 150 S D C)

Death Harley, War Chief

When he was a child, all Harvey Brown wanted to be when he grew up was a biker. He was fascinated by the sight of big, mean "hogs" (motorcycles) and the men who rode 'em. He would daydream about one day getting on his own mean-machine and driving off into the sunset.

Harvey grew up and reality caught up with him. He stopped thinking about being a biker and started dreaming of things that were more appropriate for the suburbanite teenager he was — things like scoring at the next football game or with the next cheerleader. Not even his wildest dreams could prepare him for Dark Day and his sudden, terrifying transformation into a bizarre mechanical centaur, his torso fused into the body of a Harley Davidson!

Harvey's first impulse was to run away. And run he did, speeding down the main street of his suburban neighborhood at full throttle and then darting into the interstate, weaving through the traffic that had stalled in the chaos. Harvey rode for hours, freaking out countless motorists. After traveling hundreds of miles, he came to a dead end, lost control of himself and rushed headlong into a plate glass window. In sheer panic, he wished to be — elsewhere. The desire unconsciously triggered the Mirror Walk power, and Harvey vanished into the reflective surface of the window to reappear in the Nightlands.

Left alone in the Nightlands, it is dubious that even Harvey's Nightbane powers could have kept him alive for long. As fate would have it, he landed right in the middle of a Hell Rider camp. Although startled and angered by the sudden apparition, the Hell Riders would have reacted violently if it hadn't been for their leader, who happened to be another Nightbane, an early bio-mechanical creature who went by the nickname Rivets. He helped the terrified teenager pull himself together and gave him a somewhat twisted version of the "facts of life." Rivet's philosophy was very similar to the philosophy of most Hell Riders: they were better than anybody else, and thus were above the law. While Harvey did not completely buy into this creed of racial superiority, a part of him was convinced by it. He gladly joined the Hell Riders, where his mechanical body made him a hero.

In only three years, Harvey had risen high in the Hell Riders' ranks to become a War Chief, one of Attila's trusted commanders and advisors. Along with his body and his Nightbane instincts, the youth discovered a good measure of courage and boldness that he might have never needed had he stayed in his suburban world. During several violent clashes with the minions of the Ba'al, Harvey proved himself a tough and resourceful fighter. He also seemed to have a knack for strategy and tactics. It is even said that Harvey (or, as he prefers to call himself, Death Harley) is on the fast track to becoming Attila's second in command — something the other War Chiefs resent.



Death Harley

Note: All attributes and stats in brackets are available to the character only in his Nightbane *morphus* form.

Alignment: Anarchist

Attributes: I Q 11, ME 17, MA 10, PS 15 (29), P P 13 (19), PE 14 (26), P B 12, Spd 13 (83)

Hit Points: 26 (77)

S.D.C.: 40 (245)

Horror Factor: None (11)

P.P.E.: 152

R.C.C.: Nightbane

Level of Experience: 4th

Natural Abilities: All the basic powers, abilities and bonuses of the Nightbane R.C.C.; see **Nightbane™ RPG**, pages 85-114, for details.

1. The Becoming: Harvey can transform from his *facade* (human form) to his *morphus* (bio-mechanical monster form) in one full melee round or by making an M.E. roll at +2.

2. Supernatural Senses: Harvey has **nightvision** in both facade (200 feet/61 m) and morphus form (500 feet/152 m), and can sense the presence of other Nightbane at a range of up to 360 feet (109.7 m), as well as recognizing another Nightbane when face to face.

3. Supernatural Attributes: Nightbane have supernatural strength and endurance, in addition they regenerate from damage at a rate of 10 hit points/S.D.C. per melee round.

4. Mirror Walk: Nightbane can cross over to the Nightlands by spending two P.P.E. in their morphus form and using a mirror of any size. Can carry up to 100 lbs. (45 kg) of inanimate matter or can carry people at a cost of one P.P.E. per two pounds.

5. Immunities: Nightbane are immune to all forms of mind control (magic or otherwise), immune to a vampire's slow kill bite, and cannot be physically transformed by any means (magical or otherwise).

Morphus: Bike **centauroid** with glowing yellow eyes.

Disposition: Harvey is not necessarily an evil guy, but he is enjoying his experiences too much to worry about the people that often get hurt during the raids by the Hell Riders. Even if nobody gets injured, people who lose their food and possessions may die without them, but Harvey hasn't realized that. He believes that **Nightbanes** are inherently superior to other creatures, and Attila has assured him that he was born to rule over others. However, Harvey is still young and malleable, if someone pointed out the error of his ways, he might change them.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None

Talents: Doorway, **darkwhip**, see truth, and shadow blast.

Combat abilities: Facade: Hand to hand: martial arts.

Morphus: Hand to hand: martial arts.

Attacks Per Melee Round: Facade: Four physical attacks per melee.

Morphus: Five attacks per melee.

Damage: Facade: 1D4 S.D.C. punch, 2D6 S.D.C. kick.

Morphus: 2D4 S.D.C. on a restrained punch, 3D6 S.D.C. on a full strength punch and 6D6 S.D.C. on a power punch (counts as two attacks).

Bonuses (Facade): +2 to strike, +3 to parry, +3 to dodge, +3 to roll/pull punch, +2 to save vs magic, +2 to save vs disease, +1 to save vs horror factor.

Bonuses (Morphus): +1 on initiative, +6 to strike, +7 to parry, +7 to dodge, +6 to roll/pull punch, +13 to damage, +3 to save vs psionics, +22% **coma/death**, +10 save vs magic, +6 vs poison, +3 to save vs disease, +3 to save vs horror factor.

Vulnerabilities/Penalties: None per se.

O.C.C. Skills of Note: Motorcycle 82%, automobile 82%, basic mechanics 45%, basic math 70%, streetwise 32%, literate and speaks only English 90%, land navigation 58%, W.P. chain, and W.P. Heavy/machinegun.

Allies of Note: Harvey's best friends among the Hell Riders include his mentor Rivets (8th level Nightbane bio-mechanical), Skull-face (7th level renegade Hound Master), and Blades (5th level **Doppleganger**), in addition to the favor of Attila.

Minions: As a War Chief, Death Harley commands a band of as many as 500 warriors. In times of war, he would be in charge of an even larger army.

Transportation: Harvey is his own transportation.

Weapons: A light machinegun and a **Darkblade** pole arm (5D6 damage), although he prefers to use his fists.

Geomantic Immortals

Optional O.C.C.

Powerful magicians and dimensional travelers, the Geomantic Immortals (also known as **Geo-Immortals**, or even plain Immortals) are a small but very influential group of magicians. For the most part Asian (particularly Chinese), these magicians have used their power to stave off death and sometimes to increase their power and wealth at the expense of others.

A number of these ancient sorcerers have crossed paths with the **Nightlords** and have even established their own petty kingdoms in the Nightlands. One of them, the insidious *Wong Chi* (see the **Devil's City** section for more information) has forged an unholy alliance with Lady Lilith, the **Ba'al** that rules Los Angeles.

Note: These Geomantic Immortals should not be confused with the different varieties of Immortals found in the **Mystic China™** sourcebook for **Ninjas and Superspies™**, they use different rules and cosmic principles. Game Masters wishing to include concepts and ideas from **Mystic China™ in a Nightbane™** campaign can do so by making a few conversions and adding the concept of Chi energy (which in **Nightbane** is replaced altogether by P.P.E. and I.S.P.). In the **Mystic China** milieu, Geo-Immortals have followed yet another path to immortality.

Further Note: Geo-Immortals are powerful beings, but in the Nightbane universe they are not unbalancing when played side by side with unaging shape-shifters, sun-powered pseudo-angels, vampires, and similar supernatural creatures. Game Masters may or may not allow these magicians to be used as player characters. If allowed, Geo-Immortals should start at first or second level of experience; this would indicate a young Immortal, who, having finished his basic studies, is setting off to learn and experience new things or, more likely has been forced to choose a side in the conflict against the Ba'al.

Origins

During ancient times, a few sorcerers from Asia discovered the secrets of ley lines. These pathways of magical energy were also known to the ancient British peoples, and to dozens of other magical cultures. In times immemorial, the sorcerers who would become the Nightlords had also discovered and mapped these magical sources of power. The ancient Chinese called them *Dragon Tracks* or Dragon Roads, and developed an entire art, known as *feng-shui*, for dealing with them.

A small group of Chinese mystics discovered an even bigger secret, that by linking their life force to the network of ley lines, they could gain a number of incredible powers, including the ability to arrest or even stop the aging process. This link had its drawbacks, however. After a while, the sorcerer grew dependent on ley lines for nourishment and strength, and if kept away from them, would eventually weaken and die.

This path of immortality was jealously guarded by the few who had discovered it. In time, Chinese culture would place a great deal of importance on ley lines, but most people would remain ignorant about the true power to be had from them. Only a handful of magicians knew the secrets of forging the link with the Dragon Tracks and becoming immortal.

Becoming a Geomantic Immortal: The path towards immortality is not an easy one. In the years before Dark Day, before magic on Earth became strong again, it was even more difficult, for ley lines gave their energy sparingly and unwillingly. Negative energy was far more com-

mon in those days, to the point that psychics would feel discomfort and even pain from being too close to ley lines. After Dark Day, most of those problems are a thing of the past —perhaps the only good thing to result from the invasion.

In any case, the process, then as now, required that the candidate first master the rudiments of magic and meditation to gain an understanding of the energies involved in forging the link, and also to increase one's inner strength. The higher the psychic energy (P.P.E.) levels of the candidate, the greater the chances of forging the connection, just like a more powerful magnet attracts iron fillings from a greater distance. This time of initiation has, traditionally, lasted at least five years; some teachers claimed a student was not ready to attempt forging the link until after ten years of arduous study. Their detractors claim that was just a ploy to limit the number of **Geo-Immortals** in the world. After all, few people would spend five years (let alone ten) studying just for the *chance* that something might or might not happen.

At the end of his training, the student would come to the most powerful Dragon Track he could find (or, if possible, a ley line nexus). There he would meditate for two days and two nights before releasing *all* his P.P.E. while reciting the words of power his instructor had given him. There were three possible outcomes from this ritual. First, the candidate could fail and permanently bum off most of his P.P.E. energy in the process (only a mere 2D6 P.P.E. points remain). Failure also meant losing any chance of ever working magic again. A second, even worse fate resulted in the initiate losing all his life energy, dying instantly, his very soul sucked into the ley line. The third outcome was the forging of a link and becoming irredeemably connected with the network of ley lines crisscrossing the Megaverse. **Note:** Random determination can be done by rolling 1D4. A roll of 1 or 2 is the first outcome, a 3 is death and 4 is success.

Links to the Nightlands

Ley lines are not just mystical "power lines." If used properly, they can also be gateways to other worlds. The **Geomancers'** deep connection to those lines led them to the discovery that there were other worlds beyond our own, and that ley lines and, more importantly, nexus points, are the key to opening the doors to those worlds. While all sorcerers and mystics can learn spells to open gateways into other dimensions, **Geomantic Immortals** are among the few who can do it with relative ease.

As a result, in the millennia between the exile of the **Ba'al** into the Nightlands and the Dark Day invasion, **Geo-Immortals** have had occasion to visit and observe this dark world. The Nightlands, in transdimensional terms, are "closer" to Earth than any other world, except the Astral Plane. Despite the magical barriers sealing the two worlds apart, **Geo-Immortals** crossed over and studied the Nightlands. Often their visits ended up tragically, for most of those discovered by the Nightlords or their servants were destroyed.

Geomantic Immortals After Dark Day. Only a couple of dozen of practitioners of magic, worldwide, knew the secret of Geomantic Immortality in the times before Dark Day. Since then, about half of these magicians have died (mostly at the hands of the Nightlords) or fled to other worlds. The survivors have taken to training a number of pupils in the ways of spell casting to use as bodyguards and assistants. The most gifted are given a shot at immortality, provided they are willing to risk everything to get it.

Currently, there are seven major centers of learning in the arts of High **Geomancy**. Two are in mainland China, small schools where hermit sorcerers hide from the brutality of the Nightlords and their Communist puppets. One is in Japan, on a sacred mountain top. One is in the U.S. mainland, in Los Angeles, but it is controlled by the evil *Mystic Tongs*, who only train would-be criminals. Another is in Hawaii and one is in England, brought there by an Immortal fleeing the fall of Hong Kong. The last one is in the Astral Plane, the result of a collaboration between a **Geo-Immortal** and an Astral Mage. **Note:** A **Geo-Immortal** player character (if allowed) would have to come from one of these schools. More information about those schools *may* be provided in future **Nightbane** sourcebooks.



Geo-Immortal O.C.C.

Geomantic Immortals come from all walks of life. Before Dark Day, most of them were Chinese, Japanese or Korean. In the last few years, a few non-Asians have been selected for training. These magicians need not be good or evil; Immortals of both persuasions can, and do, exist. One of the evil ones is the nefarious Wong Chi, leader of the Mystic Tongues. The power of the ley lines is impartial and neutral, just as a steel sword will cut as deeply when wielded by a sinner as by a righteous man.

All immortals are experienced in the ways of magic, dimensional travel, and the knowledge and power of ley lines. As long as they stand on or near one of the Dragon Roads, they are very powerful and never age. When away from them, they remain powerful magicians but begin to age at a normal rate.

Alignment: Any, but many are anarchist or evil.

Attribute Requirements: I.Q. 13 and M.E. 12.

O.C.C. Abilities and Bonuses: All powers dealing with ley lines work equally well on Earth, the Nightlands, Rifts Earth, or any world in the Megaverse where ley lines exist. This O.C.C. is based, in part, on the Rifts® Ley Line Walker created by Kevin Siembieda.

1. Sense ley lines: The Geo-Immortal can sense the presence of a ley line, whether it is near or far, and can try to follow his feeling to the source. Degree of success is 25% plus 5% per additional level of experience. **Range:** 10 miles (1.6 km) per level of experience.

2. Read Ley Lines: With but a glance, the **geomancer** can gain a great deal of information about a ley line. The Geo-Immortal will know the following data: how long the ley line runs, whether there are nexus points and in what direction they are located, and whether or not there are any Rifts presently open along the line.

3. Ley Line Phasing: The Geo-Immortal also has the power to instantly **teleport** from one place along a ley line to a specific place alongside the same line. This process takes a great deal of concentration, and cannot be used in combat. After 1D4 melee rounds of concentration, the character can teleport anywhere along the entire length of the ley line. This power can only be used a limited number of times, however; once per level every 24 hour period.

4. Ley Line Vitality: While standing on or along a ley line, the Geo-Immortal can spend 10 P.P.E. to open a connection between the line and his body. This connection lasts one minute (four melee rounds) per level of experience. While it is on, the character will be at +5 P.S., +30 S.D.C., and will regenerate damage at the rate of **five S.D.C./hit** points per melee round! After the connection is over, however, the mage will feel tired and dizzy. **Penalties:** Loses one melee attack per round, has no initiative, all combat and perception rolls are at a -2 penalty, speed is reduced by half, all skill rolls are at -10% and spell casting is *not* possible! This period of exhaustion lasts 1D4×10 minutes. Spending another 10 P.P.E. staves off the inevitable collapse for two hours, but when the mage finally "crashes" it will be even worse, all the penalties above will last 2D4 hours! This power cannot be used again until after the dizzying weakness has passed.

5. Ley Line Healing & Longevity: By simply staying on or near a ley line, the Geo-Immortal can double his healing rate! Furthermore, as long as the character lives near a ley line, the aging process will be arrested, and will not start again until the magician spends more than a full day away from any ley lines (ley lines have a thickness of about half a mile; a width of 2700 feet/823 m). Some truly ancient **Geo-Immortals** have been known to become obsessed with staying at a ley line to the point of being afraid to leave their enchanted area. The mentally unstable characters will leave most of their dirty work to their minions and have their enemies brought to them rather than confront them away from the life-giving lines of energy.

6. Open Dimensional Portal: While on a ley line nexus, the Geo-Immortal can open a portal between dimensions. This power takes 1D4 hours of concentration, costs 100 P.P.E. (the character CANNOT draw

energy from the nexus points to fuel this ability) and has a base chance of 40% plus 3% per level of experience. If the skill roll is successful, a portal opens to a dimension known to the character. If he does not know of any other dimensions, the attempt fails. Most sorcerers only know of the Nightlands and the Astral Plane.

7. Initial Spell Knowledge: Geo-Immortals learn the basic principles of magic in a manner similar to the sorcerer and any **arcanist/mage**. However, after forging the link to the ley lines he spends less time than his counterpart in the mastery of spell casting and other forms of magic, instead concentrating on expanding his mystic link and view of the Megaverse.

At level one, the Geo-Immortal may select two spells from each magic level one to four, for a total of eight spells. Each additional level of experience, the character will **learn/select** one new spell equal to his own level of **achievement/experience**.

8. Learning New Spells: Additional spells and rituals of any magic level can be learned or purchased at any time, regardless of the **Geo-Immortal's** experience level, but most rarely do so, distracted by the power of ley lines and dimensional travel.

9. Magic Bonuses: +2 to save vs magic (44 when standing on or near a ley line or nexus point), +3 to save versus possession and mind control, +5 to save vs horror factor.

10. P.P.E.: Their link with the ley line network gives the character more inner P.P.E. than most other practitioners of magic. Base **P.P.E.:** 2D4×10 in addition to the P.E. attribute. Add 3D4 P.P.E. per each additional level of experience. Additionally, the mage may draw energy from ley lines, nexus points, and other people when available.

O.C.C. Skills:

Read/Write/Speak Native Language 98%

Basic Math (+25%)

Research (+20%)

Lore: Geomancy (+25%)

Lore: Two of choice (+15%)

One Technical skill of choice (+10%)

Hand to Hand: Basic can be selected as an "other" skill, hand to hand: expert at the cost of two "other" skills, and martial arts (or assassin if evil) at the cost of three "other" skills.

O.C.C. Related Skills: Select ten other skills, but two must come from the technical or science category. Plus select one additional skill at levels three, six, nine, eleven and fourteen. All new skills start at the base skill level.

Communications: Any

Domestic: Any (+5%)

Electrical: Any

Espionage: Wilderness survival only.

Mechanical: Any

Medical: Any

Military: None

Physical: Any

Pilot: Any

Technical: Any (+10%)

Pilot Related: Any

W.P.: Any

Rogue: Any

Wilderness: Any (+5%)

Science: Any (+5%)

Secondary Skills: The character also gets to select six secondary skills.

These are additional areas of knowledge that do not get the benefit of the bonuses listed in parentheses. All secondary skills start at the base skill level. Also, skills are limited (any, only, none) as previously indicated on the list.

Standard Equipment: Map-making utensils, set of ceremonial robes, and equipment and possessions worth no more than 4D6 x 1000 dollars. Most Geo-Immortals strive to possess as many books, scrolls, weapons and items of magic as they can acquire. Some become obsessed with the acquisition of magic and/or power.

Money: Starts with 2D4×1000 in cash, ancient ones usually acquire a fortune.



Demons of the Netherworld

The Ba'al are not above using transdimensional creatures as minions and servants. Although their slaves of choice are the creatures of the Nightlands, which include Hounds, Hunters, Night Princes, **Doppelgangers** and Shadow Scorpions, they also have used beings like the Hollow Men, Ashmedai, Necrophim, **Morpheomoths** and Skinners as their servants. To some degree, demons can be regarded as the equivalent of supernatural mercenaries — they will serve any powerful being who meets their price.

However, many Nightlords distrust demons, and although such creatures are not as widely hated as vampires (who are attacked and destroyed on sight), their motives and loyalty are always suspect. After all, demons as a whole, owe their existence and some degree their loyalty to the Lords of Hades, Dyval, and other parts of the Netherworld. Thus, one never knows if one's demonic servants are loyal or actually following the orders of a devious demon lord.

The Demon Invasion

In 1895 (Earth's time), a horde of demons poured into the Nightlands, in the region corresponding to Eastern Europe. The monsters, who numbered in the hundreds of thousands, seized and destroyed several city-states in that region. All the Doppelgangers and minions in those cities were destroyed, along with no less than three Nightlords. King Moloch had to command his personal armies, reinforced with those of Lord Magog's, to stop the relentless onslaught. For all their numbers and ferocity, however, the demons were no match for the combined powers of the Ba'al and their armies. The horde was pushed back to the dimensional gateway they had come from. After defeating the creatures, Moloch and Magog led a magical ritual that combined all the powers of the surviving Nightlords. Using this unimaginable energy level, Moloch caused the entire dimension that had spawned those demons to collapse into itself, causing the obliteration of all things within. An entire "level" of the Netherworld, easily as big and powerful as Dy-

val or Hades, ceased to exist. Since then, no demon lord has dared attack the Ba'al directly.

The invasion taught the Nightlords never to trust demons. The Ba'al were no longer afraid of demons, however, and some Nightlords, like **Lilith**, secretly keep a handful of demons as servants or minions. This lack of fear and respect may be very dangerous to the Nightlords, because demons are famous for using trickery and deceit where brute force fails to do the job.

The Demon Netherworld

The term "Netherworld" refers not to a single dimension but rather a number of worlds that straddle several dimensions and whose description and appearance seems to be similar or related to popular conceptions of Hell; places of suffering peopled by inhuman monsters. These strange worlds are said to be the abodes of the Demon Lords and the Gods of Darkness.

Among the worlds or dimensional planes said to be part of the Netherworld are:

Hades: This place of eternal twilight has a number of similarities to the **Nightlands**, including dark skies (although Hades' sky is covered in swirling clouds of gray and black), desolate rocky terrain, and forbidding mountains. Hades is even more inhospitable than the Nightlands. There is no water or food to be found, and any unfortunate character stranded in this world would soon perish. Hades is the abode of several gods of darkness, including the deity of the same name (see **Rifts® Pantheons of the Megaverse®** and the **Palladium Fantasy RPG's Dragons & Gods**).

Dyval: This dimension is said to be covered by forests that surround citadels and fortresses where these demonic lords and their minions dwell. Although at first sight, this world would appear to be less forbidding than the Nightlands, it is plagued by hordes of monsters who roam

across its entire length, sparing no one. These supernatural creatures of darkness prefer not to be related to the demons of Hades and prefer to be known as Dyvals or Deevils.

Demons & Nightbane Factions

The Lightbringers: The Lightbringer faction is aware of the existence of these foul creatures and consider them to be evil creatures of darkness just as deserving of destruction as the Nightlords. Currently, the Guardians consider them to be a lesser concern, but they will find and destroy the creatures at the first opportunity. They will *never* associate or make a deal with demons.

The Nocturnes: Although less well acquainted with demons, the Nocturnes believe these fiends to be no better than vampires, and treat them accordingly.

The Resistance/The Underground Railroad: Most Nightbanes have had little contact with demons. Some of the older Nightbanes, who have had more experience in the supernatural world, warn that they are the epitome of evil and have plagued mankind for centuries. A few Resistance members are fanatical enough to consider making a "deal with the deevil" if doing so will rid the world of the Nightlords, but that avenue of revenge can only lead to trouble.

The Seekers: Some mages linked with this organization can tell many horror stories about men of magic who were led into corruption and damnation by trafficking with demonic beings. However, there are always sorcerers who think they can outsmart or control demons and associate with them freely. A few Seekers are extremely curious about the demon dimension and will do almost anything to learn more about it; demons will take advantage of that.

Spook Squad: To many members of Spook Squad, there is no difference between demons and the Nightlords — or between demons and Nightbanes, for that matter. They are inhuman monsters who have no place among humankind.

Humans & Nightbane: Humans in general will recognize these evil beings for the terrible monsters they are. However, evil and selfish people, as well as those consumed by vengeance, power, hate or grief will freely work with these despicable creatures regardless of the consequences.

Demons & Deevils from other Palladium Titles

Several Palladium Books depict a number of demonic, demon and demon-like supernatural creatures that can be used with **Nightbane™**. The inclusion of other supernatural fiends from other titles is left entirely to the discretion of the Game Master.

The Palladium Fantasy RPG® and the Rifts® Conversion Book One: These books have a number of demons and deevils, including the **Baal-rog**, **Alu**, **Shedim**, **Mares**, etc., as well as a number of the greater demon lords, alien intelligences, entities, elementals and other supernatural monsters. These beings of power could easily rival some of the Nightlords in power, even after converting them down into S.D.C. terms.

Rifts® Conversion Book Two: Pantheons of the Megaverse®: This book depicts a number of "gods," demonic beings and supernatural minions which can also be adapted to a **Nightbane™** campaign dealing with the Netherworlds or for use as NPC villains.

Dragons & Gods™ (for use with the Palladium Fantasy RPG and compatible with Rifts®): More gods, demon lords and supernatural beings easily adaptable to **Nightbane™** or any RPG setting.

Beyond the Supernatural™: A number of monsters and supernatural creatures with a demonic bent are described.

Mystic China™: Chinese demons are described in some detail in this book, and can be used as examples to create other types of supernatural creatures. Easily adapted.

Using Demons in a Nightbane™ Campaign By C.J. Carella

The supernatural beings that are introduced in these pages are provided to give Game Masters an alternative to the two-sided struggle between the Nightlords on one side and the Nightbane and the defenders of Humankind on the other. For the most part, the war against the Ba'al should be the main focus of most Nightbane campaigns. Making it the only element may eventually wear down the interest and enthusiasm of the gaming group. After a while, the minions, methods and limitations of the Nightlords will become apparent to the players. Also, always knowing who your enemy is reduces the element of surprise. A creative G.M. can do all kinds of things with the Ba'al and their minions, of course, but some variety can bring new life and mystery to any campaign.

Remember, the Ba'al were once human beings, and although terrible and certainly the greatest threat faced by the world of **Nightbane**, have their limits. Demons and supernatural monstrosities, with their dark fantasy elements and treacherous ways, can add a greater dimension of horror into the game. By adding a second (or, with the vampire threat, a third) element of uncertainty and evil to the campaign, the G.M. and the players will have a number of new dangers and opportunities available.

Demons and supernatural evil can be used to throw a curve to the player characters. After a few adventures, many Nightbane characters (and their players) will grow used to the Nightlords and their minions, and will expect those beings to be involved in most of the problems and situations that attract their attention. Demons can provide an unexpected twist (so can evil humans, sorcerers, Nightbanes, etc.). As the actions and powers of the creatures prove to be different from the usual Ba'al activities, the characters will be less comfortable and will once again find themselves confronting an unknown enemy.

Also, the existence of beings like demons and vampires, who have no allegiance towards the Nightlords or humankind, presents new opportunities and subplots. If the player characters use skillful planning instead of **hack-and-slash** tactics, they might be able to turn demons against the Nightlords, and vice versa. While an alliance against these irredeemably evil beings is very unlikely, quick-thinking players can come up with ways for their characters to have the two evils battle each other, weakening both of them. Also, the conflict can be used by the Game Master to bring unexpected aid (or trouble) to the characters. Maybe as the Nightbanes are about to be destroyed by a powerful band of demons, a team of Hounds suddenly arrives on the scene, alerted to the demons' presence by the fight with the heroes, leading to a three-way conflict where the Nightbanes could escape or even win a victory.

At the same time, demons, just like vampires and other supernatural monsters, should be introduced to a Nightbane campaign with care and in judicious amounts. Too many monsters will end up making the game turn into a contemporary version of dungeon crawling.



Red Flames Demons

Not all demons are lurking near Devil's City in the Nightlands. Mindful of the disastrous results of the Demon Invasion, most of these evil supernatural beings are careful about attracting the attention of the Ba'al. A few of them are more daring than others, and a major demon lord has dispatched a number of small scouting and raiding parties into the Nightlands. These raiding parties are known as *Red Flames* teams. Their mission, to observe the Nightlords, undermine their efforts whenever possible and attack them and their minions when the opportunity avails itself. Unlike the original Demon Invasion, there is no open dimensional portal leading back to their dimension of origin, so even if a Red Flames team is discovered, the Nightlords cannot follow them back to the demons' homeworld. These advanced scouts and hit squads are on their own.

The Red Flames were inserted into the Nightlands shortly before the Dark Day Invasion. It seems likely that their master had some advance notice of what the Ba'al were planning and wanted to gather information. Of the original twenty raiding parties dispatched, only a dozen or so remain. The rest were destroyed by roving patrols of the Nightlords' minions, the Hell Riders (a name the demons hate, considering it very presumptuous), and the myriad other dangers of the Nightlands. A Red Flames band was even spotted and destroyed by Spook Squad soldiers operating out of the Beachhead!

The rest of the scout parties have managed to gather a great deal of information. Some demons have snuck into the city-states of a number of Nightlords and learned the strength of their defenses, how many troops they have left in the Nightlands, and other pertinent information. In some cases, the demons have also learned a great deal about the enemies of the Nightlords, including the size and strength of various Nightbane Resistance cells, vampire nests, and similar.

While doing their job, the creatures also prey on anybody else they happen to find; a few human settlements have been obliterated by these fiends. If they find a band of Nightbanes or humans they may attack or cause trouble if they think the odds favor them. A band of demons can be formidable foes for any group. Each Red Flames band has from 5 to 10 demonic members (roll 1D6+4), including at least one demon lord.

Key Red Flames Characters

Described below are the members of one battered and frustrated Red Flames team, as a possible group to encounter. The demons' appearance could have all manner of effects and intrigue. **Note:** On Rifts Earth most demons and supernatural beings are mega-damage creatures and inflict M.D. from their attacks. For use in the *Palladium Fantasy RPG*,[®] the G.M. may want to reduce their S.D.C. and hit points by 20% and not allow high-tech weaponry, but otherwise they can be dropped right in.

Flame Fist, Demon Lord

The leader of a much reduced band is furious at the defeats he has suffered. First, his group was attacked by a patrol of Hounds and Shadow Scorpions. The demons won the fight but lost two of their own. Then, they encountered a wandering Reshaper and the damnable creature had the temerity to fight back when attacked, destroying another of his minions and escaping unharmed. Now, licking their wounds, the group is on the outside of Typhoon, working up the courage to make an exploratory and raiding foray.

Flame Fist is quite willing to take out his frustration on any likely target he encounters. He would prefer minions of the Nightlords, but a team of Nightbanes, or even better yet, Guardians, would do just as

well. Although enraged, Flame Fist is not crazy, and he will not order an attack against overwhelming odds.

Alignment: Diabolic

Attributes: I.Q.: 23, M.E.: 24, M.A.: 22, P.S.: 40, P.P.: 20, P.E.: 30, P.B.: 11, Spd.: 70 running or 120 flying.

Hit Points: 190

S.D.C.: 400

Horror Factor: 15

P.P.E.: 800

R.C.C.: Demon Lord

Level of Experience: 5th



Natural Abilities: Nightvision 500 feet (152 m), see the invisible, turn invisible at will, fly, dimensional teleport 70%, but only back to the Netherworld, bio-regeneration 1D6x10 S.D.C./hit points per minute, impervious to fire (normal fire does no damage, but he takes half damage from magical fire and heat), and magically knows all languages.

Shapeshifting: Demon lords can assume the form of a humanoid for short periods of time (one hour per day per level of experience). While in humanoid form, the demon cannot fly, but his supernatural strength and magical abilities remain unchanged. **Astral Form:** Demon Lords can become astral creatures and enter and travel through the Astral Plane at will; requires one minute of concentration. They have an Astral Navigation skill of 80% plus 2% per level of experience.

Disposition: Flame Fist is a fierce, dedicated demon warrior who loves the carnage of warfare for its own sake. He is growing increasingly

frustrated with the **Nightlands** and considers this place to be even more inhospitable than Hades itself.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: Knows all spells from levels 1-4 plus calling, horrific illusion, call lightning, **teleport:** lesser, agony, wind rush, minor curse and negation.

Combat abilities: Supernatural

Attacks Per Melee Round: Six hand to hand attacks or three by magic, or any combination thereof.

Damage: Restrained punch does 2D6 S.D.C., full strength punch does 6D6 S.D.C., and power punch inflicts 2D4x10 S.D.C. (counts as two hand to hand attacks per melee).

Bonuses: +3 on initiative, +6 to strike, +7 to parry and dodge, +3 to roll/pull punch, +4 to save vs magic, +8 to save vs horror factor, +25 to damage.

Vulnerabilities/Penalties: Takes triple damage from holy weapons, Artifacts of the Lost Race and Guardian powers. Holy water does 3D6 S.D.C. per splash.

R.C.C. Skills of Note: Demon and monster lore 98%, magically knows all languages, plus detect ambush 58%, detect concealment 55%, prowl 88%.

Allies of Note: None, other than his fellow Red Flames.

Weapons of Note: Armed with an enchanted sword that inflicts 4D6 S.D.C. in addition to supernatural hand to hand damage (has no other properties, does 4D6 M.D. on Rifts Earth).

him. During the fight with the Shadow Scorpion, **Arrak** actually hung back from the battle, which caused the deaths of two fellow demongoyles. Luckily for him, Flame Fist did not spot his act of cowardice. If the Red Flames get into a fight, Arrak may try to run away, abandoning his companions, or even surrender and turn against his friends.

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None

Combat abilities: Supernatural

Attacks Per Melee Round: Four attacks per melee.

Damage: 2D6 S.D.C. on a restrained punch, 4D6 S.D.C. on a full strength punch, or 1D4 x 10 on a power punch (counts as two attacks)

Bonuses: +2 on initiative, +5 to strike, parry, and dodge, +5 to roll/pull punch, +7 to save vs magic, -2 to save versus horror factor (cowardice).

Vulnerabilities/Penalties: Silver, holy and magic weapons inflict double damage, as do the Guardians' energy attacks. Holy water will do 3D6 points of damage per splash.

R.C.C. Skills of Note: Prowl 80%, detect ambush 60%, land navigation 88%, swim and climb 84%.

Allies of Note: Only his fellow demons.

Arrak, Demongoyle

Arrak is possibly the smartest demongoyle that ever lived, and he is smart enough to know that he signed up for the wrong war. Afraid that Flame Fist is leading them to their doom, but too afraid to do anything about it (yet), Arrak is biding his time. He is considering betraying his companions and throwing himself to the mercy of the Nightlords, **Nightbanes**, humans or anybody strong enough to defeat his companions. He will also sing like a bird if questioned, and reveal everything he knows about the other Red Flames, their strength last time his band met them, and their last known plans and headings. If Arrak falls into the hands of the **Ba'al**, he will spell doom for the entire demonic reconnaissance force. If he is taken by a band of Nightbanes or humans, his information might be useful and a smart team might be able to lead a Hound patrol right into a Red Flames band, let them fight it out, and then attack the winner, getting rid of two evils for the price of one.

Alignment: Miscreant

Attributes: I.Q.: 14, M.E.: 4, M.A.: 5, P.S.: 27, P.P.: 18, P.E.: 23, P.B.: 3, Spd.: 30 running or 80 flying

Hit Points: 73

S.D.C.: 150

Horror Factor: 12

P.P.E.: 23

R.C.C.: Demongoyle

Level of Experience: 4th

Natural Abilities: Nightvision 120 feet (36.6 m), see the invisible, turn invisible at will, fly, dimensional teleport 35%, but only to the Netherworld, magical regeneration 2D6 S.D.C./hit points per minute, and magically knows all languages.

Disposition: Arrak is a coward, and demons have a dim view of the likes of him (cowardice is one of the few defects they actually do not consider a virtue). For the two centuries of his existence, the creature has managed to use his brains to avoid hazardous duties. Arrak has no compunctions about beating on somebody who is weaker than himself; it's facing up to creatures that can fight back that worries

Jekasta, Necrophim

The Necrophim (also known as Dark Angels) are most commonly found in the Astral Plane, sometimes in the service of a **Nightlord**, sometimes acting on their own. Occasionally, however, these creatures will wander into the physical world. Jekasta is one of them. Most Necrophim do not serve demon lords, but Jekasta apparently has no such compunctions. The creature was hand-picked for this mission because she is one of the demonic beings that can wander through the city-states of most Nightlords without being challenged. On a number of missions, this has allowed her to explore many a city-state from the inside.

The creature frequently stays in her astral form (see **Natural Abilities**) until she is needed. She likes to attack enemies by surprise, flying through the ground or walls, emerging behind the target, materializing and then attacking. Her magical spells have also come in handy in recent fights. In fact, it was Jekasta's magical firepower that saved the day in the battle against the Shadow Scorpions.

The Necrophim is fiercely loyal once she has pledged her services to somebody. Her current master is Flame Fist the demon lord, and she will fight for him until he falls. Should Flame Fist die before her, the Necrophim might offer her loyalty to whomever vanquished her former master. However, having a Necrophim servant is a dangerous proposition for both parties of the agreement. The Necrophim will act in what she considers to be the best interest and defense of her master; even if this means that somebody who was rude might get his neck broken or subjected to torture.

Alignment: Aberrant

Attributes: I.Q.: 17, M.E.: 12, M.A.: 14, P.S.: 28, P.P.: 14, P.E.: 17, P.B.: 17, Spd.: 17, 90 when flying or immaterial

S.D.C.: None in astral form; 50 in physical form.

Hit Points: 115 in the astral plane; 110 in physical form.

Horror Factor: 13 while in her true form

P.P.E.: 47

Natural Abilities: See the astral form on all planes of existence, **nightvision** 200 feet (61 m), fly, plus the following (see **Between the Shadows™**, pages 73-76, for complete details).

1. **Astral Form:** The Necrophim's natural form is astral, with the same limitations and advantages of other astral forms, including the ability to fly, move through solid objects, invisibility to normal humans



(but not psychics, children under 13 and supernatural creatures), and invulnerable to all form of attack except magic, psionic and supernatural attacks.

2. Materialization/Shape Shifting: Jekasta can materialize in the real world at the cost of 10 P.P.E. per four hours. While materialized, the creature can assume human form at the cost of an additional 15 P.P.E. (same duration). However, she cannot fly in human form and her magical abilities work at half power (in this case, at second level power and strength)

3. Dreamstream Powers: Can enter the dreamstream and has a +2 bonus to resist dream manipulation attacks.

Experience Level: 4th

Psionic Powers: Mind block, presence sense, see aura, see invisible and astral navigation.

I.S.P.: 49

Magic Powers/Spells: Cloud of smoke, thunderclap, sense Nightbane, befuddle, detect concealment, fear, energy bolt, impervious to fire, impression, energy field, fire bolt, and shadow meld

Combat: Four attacks per melee round.

Vulnerabilities/Penalties: None.

R.C.C. Skills of Note: Astral lore 50%, Dreamstream lore 50%, Nightlands lore 50%, hand to hand: martial arts, W.P. chain and W.P. sword

Allies of Note: Currently, the other members of the Red Flames.

Weapons: Chains. these chains are attached to Jekasta, and look like broken restraints. She can use them to entangle targets up to 60 feet (18.3 m) away, the chains also inflict 2D6 S.D.C. plus P.S. bonuses.

Pithell the Betrayer

The last surviving member of the band is the psychic scout of the team, a *Soul Tracker* known as Pithell the Betrayer. The creature earned this nickname when it switched sides during a savage fight between two demon lords. As the story goes, Pithell's former master had always treated it worse than a dog. In the middle of the battle, Pithell leaped upon his demonic master's back and ripped his throat out. Impressed by his savagery, the victorious demon lord spared Pithell and assigned him to his service — although the demon lord took care to neither mistreat the demon nor to turn his back on him.

Pithell, Soul Tracker

Alignment: Diabolic

Attributes: I.Q.: 14, M.E.: 11, M.A.: 12, P.S.: 22, P.P.: 22, P.E.: 19,

P.B.: 6, Spd.: 31

S.D.C.: 90

Hit Points: 79

Horror Factor: 11

P.P.E.: 23

R.C.C.: Soul Tracker

Level of Experience: 5th

Natural Abilities: Sense Psychic and magic energy, sense the use of supernatural powers, and sense ley lines, which are all described in detail under the Soul Tracker description a few pages down. In addition, the creature has **nightvision** 500 feet (152 m), see the invisible, turn invisible at will, dimensional **teleport** 67%, but only to the Netherworld, magical regeneration 4D6 S.D.C./hit points per minute, and magically knows all languages

Disposition: Pithell only feels fulfilled when it is on the hunt, pursuing prey that is a challenge. For him, the thrill of pursuit, climaxing in the final kill, is all that matters

Psionic Powers: None

I.S.P.: N/A

Magical Knowledge: None

Combat abilities: Supernatural

Attacks Per Melee Round: Five

Damage: Restrained punch does 2D4 S.D.C., full strength punch inflicts 3D6 S.D.C., and power punch does 6D6 S.D.C. (counts as two attacks). Claws add 2D6 to supernatural P.S. damage; bite does 5D6 S.D.C.

Bonuses: +2 on initiative, +6 to strike, parry and dodge, +2 to roll/pull punch, +6 to save vs magic, +2 to save versus psionics, +6 to save vs horror factor.

Vulnerabilities/Penalties: Takes double damage from holy weapons and Guardian powers.

R.C.C. Skills of Note: Track animals and humans 60% +5% per level of experience, swimming 87%, climbing 87%/77%, prowl 60% +5% per level of experience. W.P. sword, blunt and archery and targeting.

Allies of Note: None, except for his fellow Red Flames.

Minions: None

Transportation: None; travels on foot.

Weapons of Note: Has a metal sword that does 3D6 S.D.C. in addition to his hand to hand damage.

The Demon Hordes

Note: On Rifts Earth most demons and supernatural beings are mega-damage creatures and inflict M.D. from their attacks. For use in the *Palladium Fantasy RPG®*, the G.M. may want to reduce their S.D.C. and hit points by 20% and not allow high-tech weaponry, but otherwise they can be dropped right in.

Demonlings

These tiny monsters are no bigger than human toddlers, and some are even smaller. Despite their short size, they are extremely dangerous, especially in groups. Like many demons, the monsters can change shapes, but are limited to the forms of small children, babies, or children's dolls and toys. While thus transformed, they can torment their victims or use their shape to lure careless humans into a trap or ambush. The Lords of Hades also use these monsters as spies, scouts, or, in great numbers, as cannon fodder.

Demonlings are not common in the *Nightlands*, although a few are used by Lilith as servants. Some other Nightlords like their shape-changing abilities and have added them to their stable of minions. Demonlings on Earth include Nightlord minions, independent demons who wander the world on their own, spreading misery and death, and those in the service of evil sorcerers, cults and greater demons.

Alignment: Diabolic

Attributes: I.Q.: 3D6+4, M.E.: 3D6, M.A.: 3D6+6, P.S.: 3D6+10, P.P.: 3D6+8, P.E.: 2D6+10, P.B.: 1D4 in natural form or any range between 3-22 in human/doll form, Spd.: 4D6 running, 2D4x10 flying.

Size: 3 to 4 feet (0.9 to 1.2 m).

Hit Points: 2D4x10

S.D.C.: 1D6x10+20

Horror Factor: 11 when their true supernatural nature is revealed.

P.P.E.: 1D4x10+P.E. attribute number.

Average Life Span: Unknown; presumed to be centuries or millennia.

Natural Abilities: Nightvision 200 feet (61 m), see the invisible, turn invisible at will, fly, dimensional **teleport** 25% plus 5% per level of experience, but only to the Netherworld, magical regeneration 3D6 S.D.C./hit points per minute, and magically knows all languages.

Shapeshifting: Demonlings can assume the form of a small human child, or baby or child's toy. This ability costs no P.P.E., can be performed as often as once per minute, and can be maintained indefinitely. While in the altered form, the demon retains its strength, S.D.C., hit points and supernatural attributes, but lacks its claws and fangs unless it intentionally keeps them to be frightening or to fight.

Experience Level: Average 1D4+1; use the same table as the Nemtar/Hollow Men.

Psionic Powers: None

Magic Powers: None

Combat: Four attacks per melee round.

Damage: As per supernatural P.S.; claws add 1D4 damage; bite inflicts 2D4 S.D.C.

Bonuses (in addition to attribute bonuses): +2 on initiative, +2 to strike, +3 to dodge, +2 to roll with punch/impact, +4 to pull punch, +2 to save vs magic, and +6 to save vs horror factor.

Vulnerabilities/Penalties: Holy weapons and the energy attacks of the Guardians inflict double damage.

R.C.C. Skills: Prowl 89%, climbing 76%, swim 86%, palming 80%.

Alliances and Allies: Sometimes work alongside other demons, devils or Nightlord minions.





Soul Trackers

Soul trackers are humanoid demons with the head of a fierce dog or wolf, twisting horns, and leathery, dark brown or red body, with fur growing near the wrists, ankles and back. The creature's arms are longer than a human's and it tends to stand and move in a stooped, almost simian fashion

These demons are excellent trackers, able to find victims through conventional tracking and, more importantly, finding supernatural creatures (including Nightbanes) and practitioners of magic by sensing their psychic energy levels. Soul trackers are employed by the Lords of Hades as scouts and assassins; only a few are on Earth at the moment, but small bands of these creatures wander in the Nightlands. A few Nightlords employ them to supplement their Hounds' tracking abilities. Naturally, soul trackers and Hounds do not get along well

Alignment: Anarchist or evil.

Attributes: I Q.: 3D6+4, M.E.: 3D6, M.A.: 3D6, P.S.: 2D6+20, P.P 2D6+10, P.E.: 3D6+10, P.B.: 2D6, Spd.: 5D6+10

Size: 6 to 8 feet tall (1.8 to 2.4 m)

Hit Points: P.E. +1D6x10

S.D.C.: 2D6x10 +60

Horror Factor: 12

P.P.E.: 6D6 +P E. attribute number

Average Life Span: Unknown; presumed to be centuries or millennia.

Natural Abilities:

1 Sense Psychic and Magic Energy: Like a bloodhound following a familiar scent, soul trackers can sense the presence of psychic energy. This enables the demon to locate ongoing magic spells/rituals/runes/circles, and P.P.E. reservoirs. This includes psychics, practitioners of magic, Nightbanes, creatures of magic, and other supernatural beings. Furthermore, the soul tracker has a chance of recognizing a specific person or creature's "psychic scent." This enables the demon to

track down specific supernatural creatures and people **Base Chance:** 30% +4% per additional level of experience. If the soul tracker has a bit of blood, hair, nail clippings or an article of clothing worn in the past four hours, add a +10% to the skill roll **Range:** 100 feet (30 m) +20 feet (6 m) per level of experience

2 Sense the Use of Supernatural Powers: If a psychic power, magic, or Talent is used nearby, the soul tracker can sense it at an even greater range. The demon will also get a general sense of the direction, distance and power level of the ability **Base Chance:** 60% +2% per level of experience. The creature may also recognize whoever used that power should it encounter them again. Base chance of recognition is 20% +2% per level of experience **Range:** 600 feet (180 m) + 100 feet (30.5 m) per level of experience.

3 Sense Ley Line and Ley Line Energy: The soul tracker can detect and sense the presence of ley lines, nexus points, ley line storms, and dimensional portals **Range:** One mile (1.6 km) per level of experience

4 Supernatural Abilities: Nightvision 500 feet (152 m), see the invisible, turn invisible at will, fly, dimensional teleport 67%, but only to the Netherworld, magical regeneration 4D6 S D C./hit points per minute, and magically knows all languages

Experience Level: Average 2D4+1, same table as the Hounds.

Psionic Powers: None

Magic Powers: None

Combat: Five attacks per melee round

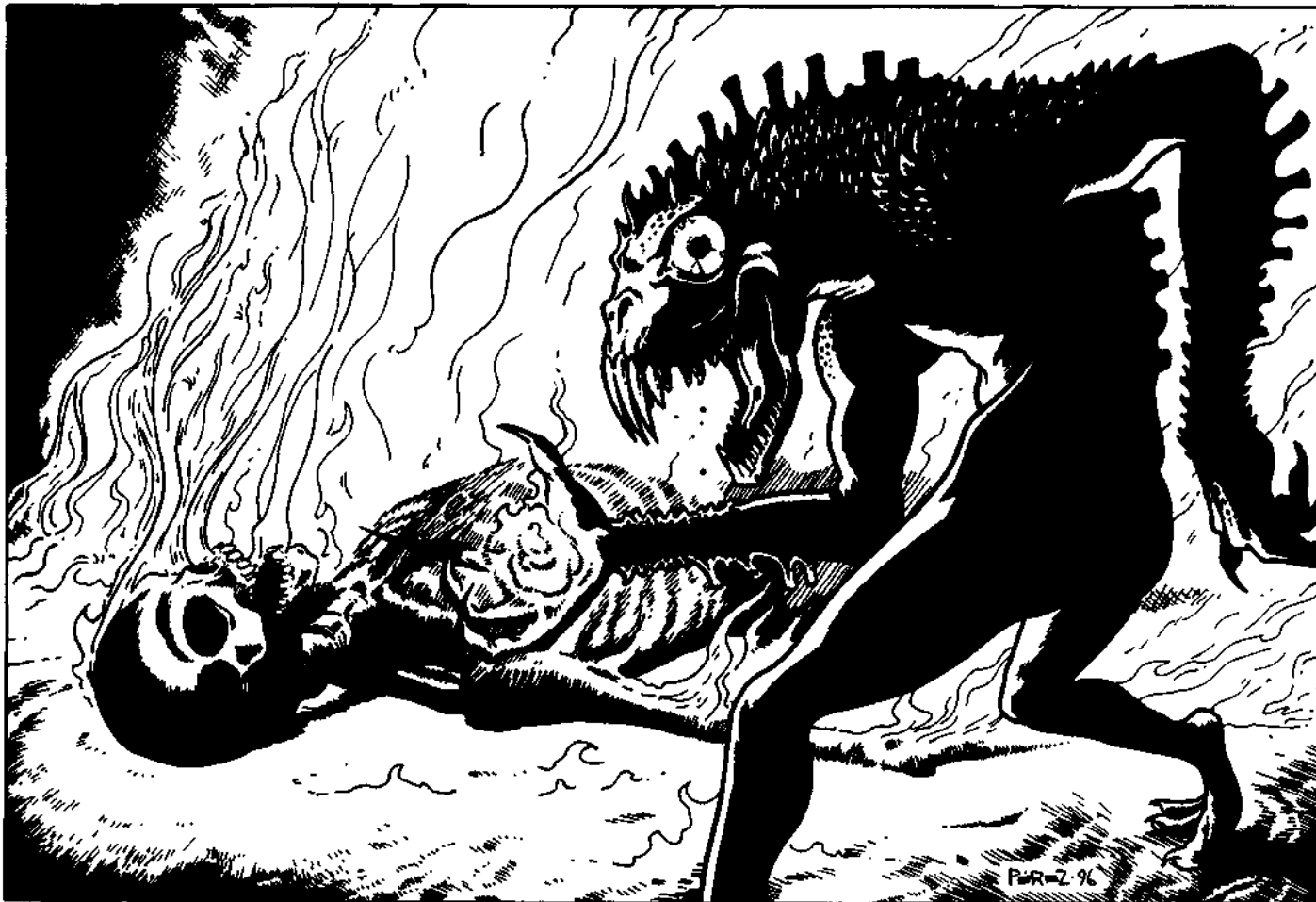
Damage: As per supernatural P.S

Bonuses (in addition to attribute bonuses): +3 on initiative, +2 to strike, parry and dodge, +2 to roll with punch/impact, +4 to pull punch, +1 to save vs magic, +1 to save vs psionics, +6 to save vs horror factor

Vulnerabilities/Penalties: Takes double damage from holy weapons, Artifacts, magic weapons and Guardian powers.

R.C.C. Skills: Track animals and humans 60% +5% per level of experience, swimming 87%, climbing 87%/77%, prowl 60% +5% per level of experience. W.P. sword, blunt, archery and targeting and two of choice from espionage or wilderness (+10%).

Alliances and Allies: Soul Trackers typically blaze the trail in pursuit of prey for other demons, including Demongoyles and Asurk-Demonians.



Asurk-Demonians

These hideous monsters are dwarf-like creatures with long fangs coming out of their mouths and numerous spines and spikes protruding from their heads, back and arms. These creatures can only be found in remote parts of the **Nightlands**, hiding from the **Ba'al** and their minions, or in a few places on Earth, usually summoned by evil sorcerers, or serving a Demon Lord as a minor gofer, agent or bodyguard. Despite their small size, they are surprisingly strong, but the greatest danger they pose lies in their powers over magic, especially **illusionary** and fire magic. The creatures are believed to be some sort of elemental beings who were corrupted and enslaved by the Lords of Hades.

Alignment: Any evil or anarchist.

Attributes: I.Q.: 2D4+4, M.E.: 3D4+4, M.A.: 3D4, P.S.: 3D6+10, P.P.: 3D4+10, P.E.: 3D4+10, P.B.: 1D4, Spd.: 4D6+10 (double flying).

Size: 4 feet (1.2 m). **Weight:** 200 lbs (90 kg)

Hit Points: 2D4x10

S.D.C.: 3D6x10

Horror Factor: 12

P.P.E.: 3D4x10 +P.E. attribute number.

Average Life Span: Unknown, presumably hundreds of years.

Natural Abilities: Nightvision 200 feet (61 m), see the invisible, turn invisible at will, fly, leap 30 feet (9 m) high or 60 feet (18 m) lengthwise, bio-regeneration 3D6 S.D.C./hit points per minute, **teleport** self 54% (any direction; maximum range: 500 feet/152 m), and dimensional teleport 38% (Hades and home dimension only). They can also create an aura of flame as often as once per hour. The aura makes them impervious to heat and fire, resistant to energy attacks (half damage) and adds 30 S.D.C. The aura can be maintained for about four minutes.

Experience Level: Equal to a sorcerer, level 1D4+6.

Psionic Powers: None.

Magic Powers/Spells: See aura, sense magic, sense evil, concealment, detect concealment, chameleon, fuel flames, fire bolt, fire ball, blinding flash, fool's gold, mask of deceit, horrific illusion and apparition.

Combat: Four physical attacks per melee round or two by magic.

Damage: As per supernatural P.S. Claws add 1D4 to damage; attacking while wrapped by the fire aura adds 2D6 S.D.C. to all hand to hand damage.

Bonuses (in addition to attribute bonuses): +1 on initiative, +1 to strike and parry, +2 to dodge, +2 vs poison and disease, and +4 to save vs horror factor.

Vulnerabilities/Penalties: Takes double damage from weapons made of silver, holy weapons, Artifacts, magic weapons and Guardian

powers. Holy water will do 3D6 points of damage per splash.
R.C.C. Skills: All wilderness and rogue skills, all at 52% (excluding computer hacking). Magically knows all languages.
Allies of Note: Fellow demons and supernatural evil.



Demongoyles

These creatures are winged, horned monsters that bear some resemblance to the gargoyles that decorate Gothic buildings on Earth and the **Nightlands**. In fact, the monsters can stand very still for hours at a time and sometimes hide in plain sight on a building's ledge, pretending to be a simple decoration. Used as cannon fodder by the Demon Lords of the Netherworld, these monsters are the equivalent of the Nightlord's Hounds and Hunters. They are neither very intelligent nor imaginative, but they follow orders to the letter and will fight to the death at the command of their masters.

Currently, the largest known concentration of Demongoyles is in the outskirts of the city-state of Devil's City, where small bands of these monsters sometimes prowl the streets. Hounds and Hunters will attack them on sight. On Earth, they are extremely rare, but can be occasionally found in the service of a greater demon or evil sorcerer.

Alignment: Diabolic or aberrant.

Attributes: I.Q.: 2D6+1, M.E.: 2D6, M.A.: 2D6, P.S.: 2D6+20, P.P.: 1D6+16, P.E.: 2D6+14, P.B.: 1D6, Spd.: 1D6x10running, or 2D6x10 flying.

Size: 5 to 7 feet (1.5 to 2.1 m).

Weight: 300 to 500 lbs (135 to 225 kg).

Hit Points: P.E. +1D4x10; add 5 hit points per level of experience after the first.

S.D.C.: 4D6x10 +30

Horror Factor: 12

P.P.E.: 5D6+P.E. attribute number.

Average Life Span: Unknown; may be extremely long-lived.

Natural Abilities: Nightvision 120 feet (36.6. m), see the invisible, turn invisible at will, fly, dimensional **teleport** 15% plus 5% per level of experience, but only to the Netherworld, magical regeneration 2D6 S.D.C./hitpoints per minute, and magically know's all languages.

Experience Level: 1D4+1 average. The most experienced and charged with leading others average 1D6+5.

Psionic Powers: None

Magic Powers: None

Combat: Five attacks per melee round.

Damage: Claws inflict 1D6 plus supernatural P.S. damage and bonuses, bite does 3D4.

Bonuses: +2 on initiative, +3 to strike, parry, and dodge, +3 to roll/pull punch, +2 to save vs magic, +6 to save vs horror factor. All these in addition to attribute bonuses. Add +1 to parry and dodge at levels four, seven and ten. Add +1 to strike at levels five and nine.

Vulnerabilities/Penalties: Takes double damage from weapons made of silver, holy weapons, Artifacts, magic weapons and Guardian powers. Holy water will do 3D6 points of damage per splash.

R.C.C. Skills: Prowl 60% plus 2% per level of experience, detect ambush 40% plus 5% per level of experience, land navigation 88%

(does not improve), swim and climb 78% plus 1% per level of experience.

Allies of Note: Fellow demons and supernatural evil.

Weapons and Equipment: Does not use weapons or wear armor.



Dakini Demon Women

These creatures are identified with the demon-women said to serve a number of Goddesses of Darkness. They are primarily used as assassins, although occasionally, one of these creatures will wander the land on her own. Like most demons, they love to terrorize and victimize humans. Their favorite tactic is to assume the form of a beautiful woman, luring lustful males into secluded areas where they can be disposed of at leisure. When attacking, their true forms come to the fore (see their description, below). Fortunately, the creatures' minds are so alien that they cannot maintain their human masquerade for long. At the first sign of suspicion or fear, the creature will strike without warning and either flee (if facing a superior enemy) or fight to the death.

A number of Dakini serve the Demon Lords in and around Devil's City and Los Angeles. A couple of the creatures work as exotic dancers at the *Hades Club* (see the **Devil's City** section for more information). An above average Dakini is actually a fashion model working at one of Janice Hotchkiss' agencies! A few lone hunters can be found in many Earth cities, especially now that the police are less zealous about investigating strange murders.

Alignment: Any evil.

Attributes: I.Q.: 2D6+2, M.E.: 3D6, M.A.: 2D6+4, P.S.: 4D6+10,

P.P.: 4D6, P.E.: 5D6, P.B.: 4D6 (minimum 16), Spd.: 6D6

Size: Average 6 feet (1.8 m) tall.

S.D.C.: 3D6x10

Hit Points: 2D6x10

Horror Factor: 14 when their true nature is revealed.

P.P.E.: 1D6x10

Average Life Span: Unknown; presumably thousands of years.

Natural Abilities: Nightvision 200 feet (61 m), see the invisible, turn invisible at will, bio-regeneration 2D6 S.D.C./hit points per minute, regenerate severed limbs in 24 hours, resistant to fire (takes half damage from normal fire, full from magic), and magically knows all languages. Retractable claws that magically grow from the fingertips to five inches long! **Shapechange** to look like an attractive human woman.

Experience Level: Average 1D4+5 level; use the same experience table as the Wampyr.

Psionic Powers: None

Magic Powers: None, other than their natural abilities.

Combat: Four attacks per melee round.

Damage: Claw does 3D6 plus supernatural P.S. damage, bite inflicts 4D6 S.D.C.

Bonuses (in addition to attribute bonuses): +3 on initiative, +1 to strike, +2 to parry, +3 to dodge, +5 to pull punch, +2 save vs magic, +6 to save vs horror factor.

Vulnerabilities/Penalties: Takes triple damage from holy weapons and Guardian powers. Holy water does 3D6 S.D.C. per splash. Magic weapons do their full normal damage. Silver has no effect.

R.C.C. Skills: Wilderness survival 80%, tracking (humanoids) 75%, detect ambush 50%, swim 85%, climb 85%/75%, prowl 60%, street-wise 60%, palming 50%, hunting, W.P. knife (claw/fingernail), W.P. sword, plus two skills of choice from espionage or rogue.

Allies of Note: Serves the Demon Lords, and often works with other powerful evil beings, including dark gods and sorcerers.

Appearance: The true shape of the Dakini is that of beautiful women, but their teeth are huge and sharp, and their fingers sport five inch long, blade-like nails. The body is covered in a tough hide like a natural plate armor. When they are overwhelmed by bloodlust, their eyes become red, irisless orbs, and the demon can no longer communicate, only hiss and growl.

Blood Dancers

These strange demons can weave illusions around themselves to make them look like attractive men or women. In reality, they are slender, sexless creatures covered in a thin reddish slime. Their eyes are big and have no pupils, and they have no mouths, noses, ears or other facial organs. Their **illusionary** powers can fool most creatures, except other illusionists, Night Princes (themselves masters of illusions), **Nightbane** using the See Truth talent, and some creatures, like the Hounds, who are immune to all illusions.

The main goal of the Blood Dancers is to seduce and corrupt humans. Their weapons are their apparently beautiful bodies and a hypnotic dance known as the Blood Dance. The Blood Dancers can sap the will of the target (it can be made to affect an entire roomful of people, but with diluted effects), making the process of seduction much easier. Additionally, the creatures can magically lower the defenses of the victim until he or she is unable to refuse any request. While under the influence of these devilish creatures, many an unfortunate victim has ended up committing crimes, murdering innocents and doing even worse deeds.

Currently, an entire strip joint in Los Angeles, the **Hades Club**, is staffed by Blood Dancers, **Dar'ota** demons (another type of seducing monster, described in *Beyond the Supernatural*), and other supernatural monsters. Lilith knows of the existence of this establishment but condones it, as long as the creatures running it realize that they owe her a favor (The Hades Club is described in more detail in the *Devil's City*



section). Other Blood Dancers travel alone or in small groups; they have to hide both from **Nightbanes**, **Lightbringers** and other defenders of humankind, as well as from the minions of the **Nightlords** who will destroy all supernatural beings without mercy.

Alignment: Diabolic or miscreant.

Attributes: I.Q.: 2D6+6, M.E.: 2D6+6, M.A.: 2D6+16, P.S.: 2D6+16, P.P.: 2D6+12, P.E.: 3D6+6, P.B.: 1D6+20 (in **illusionary** form) or 2D6 in their real form, Spd.: 4D6.

Size: Human sized, averaging 5 to 6 feet in height (1.5 to 1.8 m).

Hit Points: P.E. plus 1D4x10. Add 2D6 hit points per level of experience.

S.D.C.: 3D6x10

Horror Factor: 16 when their true form is revealed, or when transforming from human to monster.

P.P.E.: 1D6x10 plus P.E. attribute. Add 12 P.P.E. per additional level of experience.

Average Life Span: At least centuries, if not millennia.

Natural Abilities: Nightvision 200 feet (61 m), magical regeneration 2D6 S.D.C./hit points per minute, supernatural attributes, plus the following:

Illusionary disguise (Special): This magical illusion gives the Blood Dancer the appearance and charisma of an incredible beauty. It fools all the senses, giving people the impression that they are seeing or touching a beautiful human being. Duration: Indefinite; the disguise may be dropped when the creature becomes angry or inebriated.

Magical Slime: In their real form, the Blood Dancers are covered in a thin slimy substance that is blood-red in color. When in contact with a victim, the slime rubs off on him or her, and is absorbed by the skin. The slime has the effect of making the victim more pliable and willing to be seduced; among other things it produces hallucinogenic visions and dreams about the Blood Dancers, usually of an erotic nature.

Hypnotic Dance: The demon has the ability to produce a magical hypnotic effect while dancing. The hypnotic dance will seduce the victim unless he or she makes a save versus ritual magic (16 or higher). Several people (an entire room or auditorium) can also be seduced, but in that case, every person present gets to save versus normal magic (12 or higher); those unable to save will find themselves entranced by the dance, very attracted towards the dancer, and unable to take their eyes off her or him (-5 on initiative and -2 melee attacks for the first melee round that anything occurs. Furthermore, the bewitched characters will be most concerned about the safety of the dancer). This powerful charm magic is often the first step towards seduction. Duration: The hypnotic charm and infatuation lasts throughout the dance and for 3D4 minutes afterward. It will last the entire time the Blood Dancer remains with the character or even within line of vision.

Experience Level: Average 1D6+1; use the same experience table as the **Night Prince & Vampire**.

Psionic Powers: All Blood Dancers have the equivalent of the **Mind Block Auto-Defense** power but no other powers (works as a regular mind block, but costs no **I.S.P.** to activate). No **I.S.P.**

Magic Powers: In addition to their natural abilities, the demons know six spells selected from spell levels 1-4. They learn no new spells as they rise in experience, however, nor can they learn or purchase spells like a human sorcerer.

Combat: Three attacks per melee plus those gained from the hand to hand: assassin combat skill per level of expertise and experience.

Damage: As per supernatural P.S. or weapon.

Bonuses: +2 on initiative, +1 to parry and dodge, +2 to roll with punch or impact, +2 to pull punch, +2 save vs magic, +9 to save vs horror factor. All these are in addition to hand to hand and attribute bonuses.

Vulnerabilities/Penalties: Takes double damage from weapons made of silver, holy weapons, Artifacts, magic weapons and Guardian powers. Holy water has no effect.

R.C.C. Skills: Dancing 98%, **demon/monster** lore 98%, prowl, climbing and swimming 70% plus 2% per level of experience. Plus select three skills from the Espionage or Rogue category at +10%, four physical skills (+10% if applicable), and three W.P. skills.

Allies of Note: Blood Dancers work with other demons and supernatural monsters. The minions of the **Nightlords** are considered to be mortal enemies, however.

Weapons and Equipment: Since they masquerade as humans, Blood Dancers can have a number of normal objects, pieces of clothing, handguns, and vehicles.

Dream Sellers, Illusionists

These demons look like the traditional **devils** of legend, with long twisted horns, tail, goat's feet and legs, and red, leathery skin. Very few humans ever get to see their shape, however, because the **Dream Sellers** are master illusionists and dream travelers. These monsters can haunt the dreams and nightmares of their victims and delude them in the physical world with their magical illusions. The demons have powers that are very similar to those of the **Night Princes**, which has prompted some occultists to suggest some connection between the two creatures, or at least a common origin to their powers. Whatever the truth is, **Night Princes** and **Dream Sellers** hate each other with a passion. Each views the other as poaching on their exclusive territory. The fact that each type of creature is totally immune to the illusions of the other does not help matters. The additional fact that **Dream Sellers** can operate in the **Dreamstream** only makes the **Nightlords** hate the creatures all the more intensely (see **Nightbane™ World Book One: Between the Shad-ows™** about the **Dreamstream™**).

Like the **Night Princes**, **Dream Sellers** love to fool and deceive humans. Among their most common victims are sorcerers and would-be



cultists, whom they often trick into performing horrible deeds in return for (false) promises of power and wealth. Notorious liars and con-men, Dream Sellers prefer to use indirect methods to get things done, but in a pinch they will not hesitate to kill annoying or suspicious humans, or to drive them insane via dream manipulation.

Only a few Dream Sellers exist on Earth at this time. During the Dark Day invasion, a team of Night Princes and other Nightlord minions cleaned out several nests of demons worldwide, killing or driving off several hundred, and inadvertently doing the world a big favor. Only a dozen or so still operate on Earth. Two of the bartenders and four bouncers at the Hades Club (see the Devil's City section) are Dream Sellers. In the **Nightlands**, the creatures can only be found in the neighborhoods of Devil's City, where Lilith allows their presence. In addition to those creatures, several dozen, or even a hundred Dream Sellers operate exclusively in the **Dreamstream**, preying on the minds of sleeping humans and the occasional dream traveler.

Alignment: Diabolic or Miscreant.

Attributes: I.Q.: 2D6+10, M.E.: 2D6+10, M.A.: 2D6+12, P.S.:

3D6+10, P.P.: 3D6+6, P.E.: 2D6+10, P.B.: 1D6 normal, but can use illusions to alter its appearance at will, up to a P.B. 28, Spd.: 1D4x10

Size: 5 to 7 feet (1.5 to 2.1 m) tall.

Hit Points: 2D4 x10 plus 4 per level of experience.

S.D.C.: 4D6x10

Horror Factor: 13 in their real form; can create illusions with an H.F. of up to 18.

P.P.E.: 4D6x10 plus P.E. attribute, plus 10 P.P.E. per level of experience.

Average Life Span: Unknown, presumably thousands of years.

Natural Abilities: **Nightvision** 200 feet (61 m), bio-regeneration 1D4x10 S.D.C./hit points every minute, see the invisible and see **through/impervious** to all illusions, including illusions created by other Dream Sellers and Night Princes.

1. Illusionary Powers: These powers are identical to the Night Prince abilities, and go the whole range from minor visual effects to death by illusion, with a greater P.P.E. cost the more complex and powerful the illusion is (see **Nightbane RPG**, p. 176).

2. Dream Manipulation Powers: The demons have the power to enter the Dreamstream physically and naturally navigate in this strange dimension. Additionally, they have the following Dream Maker powers (same range and effects as that O.C.C.): Dream manipulation, dream attacks, create dream objects and **dreamkill**, but cannot create Dream Domains. These powers are fully described in **Nightbane™ World Book One: Between the Shadows™**, pages 93-95.

Experience Level: Average 1D4+3; use the same experience table as the Dream Maker.

Psionic Powers: In addition to their dream manipulation powers, Dream Sellers have four powers of choice from the sensitive category.

I.S.P.: 2D4x10 plus 8 I.S.P. per level of experience.

Magic Powers: None besides their **illusionary** powers.

Combat: Five physical or psionic attacks per melee round.

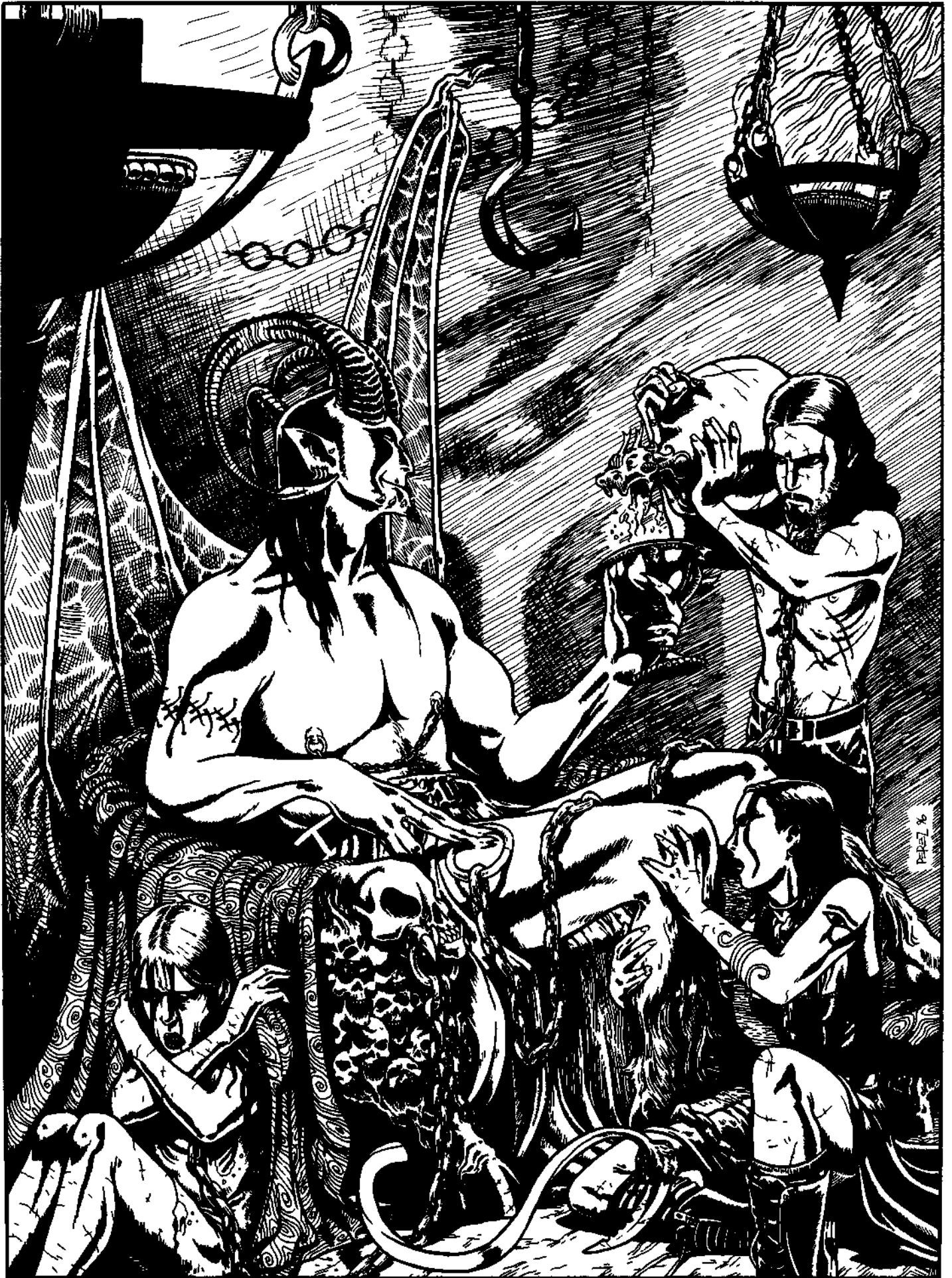
Damage: As per supernatural P.S. or by weapon.

Bonuses (in addition to attribute bonuses): +2 to save vs magic, +3 to dream **manipulation/combat** (add +1 to dream combat rolls at levels 4 and 7), impervious to possession and +6 to save vs horror factor.

Vulnerabilities/Penalties: Takes triple damage from holy weapons and Guardian powers. Holy water does 3D6 S.D.C. per splash. Magic weapons do their full normal damage. Silver has no effect.

R.C.C. Skills: Streetwise, demon and monster lore and **dreamstream** lore at 98%, and select five espionage or rogue skills at +15%, and six skills from any category at +10% (if applicable).

Aliases of Note: Other demons and denizens of the Dreamstream and evil beings of great power.



Demon Lords

By C.J. Carella & Kevin Siembieda

These powerful monsters are the leaders of the hordes of the Netherworld. Some rule over small independent kingdoms in the Netherworld, but most are the loyal servants of the Great Lords of that hellish dimension. These imposing monsters look like heavily muscled **humanoids** with large bat wings, 1D4+1 horns and long, prehensile, serpentine tails. Their eyes glow an unearthly yellow color and their leathery skin is reddish **brown**, the color of dried blood. The monsters can hide their shape for short periods by assuming the form of a normal human or one of the lesser demons previously described (their natural forms only). They also have powerful magical abilities, easily the match of most human sorcerers.

A few demon lords have entered into the service of the Nightlords, where they are accorded a rank similar to the Night Princes or even an avatar. Most **Ba'al** would never accept the services of such a creature. Furthermore, King Moloch only allows his Nightlords and Princes to *use* demons of any kind as servants, slaves and submissive underlings, *never* are these creatures to be trusted, treated as an equal or ally, or given a free hand. Any Nightlord who does so (as **Lilith** secretly does) is considered a traitor and will be destroyed along with his/her demon allies.

Alignment: Diabolic

Attributes: I.Q.: 2D6+12, M.E.: 2D6+12, M.A.: 2D6+12, P.S.: 3D6+30, P.P.: 2D6+12, P.E.: 2D6+18, P.B.: 2D6+12, Spd.: 2D4x10 running or 1D6x10+60 flying.

Size: 61s and the following special powers.

1. **Shapeshifting:** Demon lords can assume the form of a human or any lesser demon in its natural form at will; requires one melee round (15 seconds). He can remain in a disguised state for a total of one hour per level of experience, regardless of what form he selects. While in disguise, the Demon Lord cannot fly, but all other abilities remain unchanged.

2. **Astral Form:** Demon Lords can become astral creatures and enter and travel through the Astral Plane at will; requires one minute of concentration. They have an Astral Navigation skill of 80% plus 2% per level of experience (see **Between the Shadows™** for more information about astral travel and the Astral Plane).

Experience Level: Average is 2D4+2; use the same experience table as the Night Prince & Vampire.

Psionic Powers: None

Magic Powers: Knows *all* spells from levels 1-4 plus an additional two spells each from levels 5-8.

Combat: Seven physical attacks or two by magic, or one magic and four physical.

Damage: As per supernatural P.S. or weapon.

Bonuses (in addition to attribute bonuses): +4 on initiative, +2 to strike, +1 to parry and dodge, +3 to roll with punch/impact, +2 to pull punch, +1 save vs magic, impervious to poison and disease, impervious to possession, and +8 to save vs horror factor.

Vulnerabilities/Penalties: Takes triple damage from holy weapons and Guardian powers. Holy water does 4D6 S.D.C. per splash. Magic weapons and weapons made of silver do double damage.

R.C.C. Skills: Demon and monster lore 98%, magically knows all languages, plus select six espionage skills at +15%, four rogue skills at +10%, three W.P.s, and ten skills from any category at +10%, if applicable.

Minions: All the lesser demon races described in this section defer to Demon Lords as their masters. Many other lesser demons, Dyvals and Deevils will also defer to them and sometimes become their minions. Likewise, evil human cultists and sorcerers may call them master.

Allies of Note: Other Demon Lords, Great Demon Lords, dark gods and other powerful evil beings.

The Nightbane

New Morphus Tables

By C.J. Carella & Kevin Siembieda

Mineral Table

Although *rare*, some Nightbanes have shapes that appear to be made from inorganic materials such as solid stone, metals or minerals; either crudely fashioned or life-like as if carefully sculpted. In other cases, the mineral aspects are only part of the body and can include large crystal formations, stone, crystal or metal spikes and/or horns, or limbs made of stone or metal.

01-20% Rough Metal Body: The Nightbane looks as if he was made from lumps/clusters of metal or molten metal that cooled in lumps and streams like the surface of a partially melted candle. Or he may look like crude, unprocessed metal ore with a rough surface dotted with tiny crystals and discoloration. The body is roughly human shaped, but large and heavy-set. Add 4D6x10 to S.D.C. and +6 to P.S. and P.E., but reduce speed by 6 points. Weight is increased by 400 lbs. (180 kg). Add 1D4 to horror factor. Impervious to cold (no damage) but takes double damage from fire.

21-35% Metal Statue: The Nightbane is shaped like a well-sculpted metallic humanoid (this form, unless marred with a deformity, will mark the Nightbane as a "Ken or Barbie"). The form is not unattractive, but **unsettlingly** inhuman. Since the Nightbane (unless other characteristics change this) has a basically humanoid size and shape, he can hide his appearance under clothing and a hood or hat. Add 3D6x10 to S.D.C., +3 to P.S. and P.E., and reduce speed by 4. Weight is increased by 300 lbs. (135 kg) and +1 to horror factor. Impervious to cold (no damage) but takes double damage from fire.

36-50% Rough Stone Body: As above, but the Nightbane looks like he is made of roughly hewn blocks of stone. Add 3D6x10 to S.D.C., +4 to P.S. and P.E. and reduce speed by 4. Weight is increased by 300 lbs. (135 kg) and add 1D4 to horror factor. Resistant to fire and cold (takes half damage).

51-65% Living Statue: A finely sculpted and detailed humanoid figure that looks normal except it's made of inorganic material (crystal, marble, ebony or stone). Since the Nightbane (unless other characteristics change this) has a basically humanoid size and shape, he can hide his appearance under clothing with a hood or a hat. Weight is increased by 200 pounds (90 kg). Add 2D6x10 to S.D.C., +2 to P.S. and P.E., reduce speed by 2, and +1 to the horror factor. Resistant to fire and cold (takes half damage).

66-75% Part Inorganic: The character has the hands and arms or chest and head of stone, crystal or metal, rough or highly polished. In the alternative, large patches all over the body are made of crystals, stone or metal and look as if they are protruding through a thin covering of skin. Adds +2 to P.S., 4D6x2 to S.D.C. and +1 to horror factor.

76-85% Part Inorganic with Weapons: The Nightbane's forearms and hands turn into stone, crystal or metal with a hand that is a sword or axe-like weapon or a hand that has long inorganic claws or knuckle spikes. Adds 2D6 to damage and +1 to horror factor. In addition, the hands are resistant to cold, heat and fire (take half damage).

86-90% Horns, Spines or Spikes: The character's spine is covered in thick spines or spikes made of inorganic material, or has a crown of inorganic horns/spikes, or has 3D4 small spikes or spines all over. Adds 5D6 to S.D.C., +1 to horror factor and an additional 1D6 damage when used as a weapon/in combat.



31-40% Thorn Skin: The character's skin is dark brown and his body encased in brown vines covered with thorns! Add +5D6x3 to S.D.C., 1D6 to hand to hand damage, and attackers cannot grab or wrestle with the character without taking 3D6 damage per each **attack/grab**. +3 to horror factor.

41-60% Living Mannequin: The Nightbane looks as if he is a giant, unfinished puppet or mannequin with a body made of polished wood but with the wood grain still showing. Add 2D4x10 to S.D.C., 1D4 to hand to hand damage and +1 to horror factor.

61-70% Tree Features: The character's hair is replaced with green vines, or leaves or a cluster of tiny, thin branches; his fingers and nose are long and gnarled (branch-like in appearance), body hair becomes a fine light green moss, and his skin a bit wrinkled (not like bark exactly, more like a 90 year old) and has a grayish green color. Add 4D6 to S.D.C. and +2 to horror factor.

71-80% Flower Child: The character seems radiant, with a bright smile, sparkling eyes and a pleasant, fresh, clean, light flower aroma. The hair is long and flowing and literally filled with flowers of all kind. Likewise, the skin is healthy but seems to have dozens of small colorful flowers glued to it. **Insects**, even monstrous ones, will not attack this character (note that spiders and scorpions are not insects, they are arachnids and will attack). Plus 1D6 to S.D.C., +1D6 to M.A. and +3D4 to P.B., strangely attractive and alluring!

81-90% Bark Skin: The character's skin is hard and looks and feels like rough tree bark. Add 4D6x2 to S.D.C. and +2 to H.F.

91-00% Stink Weed: The character's skin is a pale green and he is covered by fine vines with small, 1D4x10 bulb-like clusters covering his body. One or two clusters can be opened at will (counts as one melee attack). Opening one cluster releases a repugnant, sweet odor. Anybody within 10 feet (3 m) must roll to save vs non-lethal poison (16 or higher). A failed roll means the person gags, feels nauseous and is -3 on initiative, -1 to strike, parry and dodge, and -10% on skill performance; distracted by the terrible smell. Opening two will double the range and penalties. The smell lasts for one minute per level of the character and radiates around him like a flower, so it goes where he goes. Once a cluster has been used/opened it cannot be used again for 24 hours. A successful save means the character is only -1 on initiative and -5% on skill performance. Smashing or cutting open a cluster will have the same effect.

Also add 3D6 to S.D.C. and +1 to horror factor.

91-00% Crystalline Body: The body looks like it is made of crystal. The shape is not unattractive but very inhuman. The crystalline body has many sharp edges, and will tear through clothing after a few hours of wear and tear. Add 2D4x10 to S.D.C., +1 to horror factor, laser resistant (half damage), and the crystalline hands and fingers act like claws, inflicting an additional 1D6 points of damage on punches. However, the hands are not as articulated and have trouble holding on to things; -10% on all skills that require the use of hands.

Plant Life Table

Note: In all cases, fire does double damage, but the **Nightbane** is resistant to cold (does half damage).

01-20% Humanoid Tree: The Nightbane looks like a tree that has come to life. The strength and resilience of the character is incredible, but he is very slow and cumbersome. He has a tree trunk instead of a torso and two long branches with leaves instead of arms (if an Unnatural Limbs characteristic, adding extra limbs is also taken, the tree shape would have additional branches). His head is sunken at the top of the trunk and between the two **arms/branches**. It is leaf-covered and misshapened. Instead of legs, several root-like limbs allow some very slow movement. The character could pass for a strangely-shaped tree if he does not move; he can even make his "roots" sink into the ground, completing the illusion.

Add 3D4x10 to S.D.C., +6 to P.S., +1D4 to horror factor, can heal 2D6 S.D.C./hit points every 24 hours, but reduce speed by half, and reduce skill performance by 75%.

21-30% Cactus Skin: The character looks normal except his skin is green and covered with long, white, needle-like cactus spines six inches (0.15 m) long. Add +4D6x2 to S.D.C., 1D4 to hand to hand damage, attackers cannot grab or wrestle with the character without taking 2D6 damage per each **attack/grab**. +2 to horror factor.

New Nightbane Talents

Animate Shadow	Remove Facade
Darkbonds	Shadows of Fear
Mark of the Nightbane	Shadow Storm

A Note on Talents: Unless otherwise indicated, all Talents have a duration of one minute per level of experience, except certain combat-oriented Talents where the P.P.E. spent powers one attack or effect each time it is used.

Animate Shadow

This talent causes the shadow of the **Nightbane's Morpheus** form to come to life. This shadowy creature looks like a solid ink-black version of the Nightbane, although without any distinguishing features beyond its outline. The shape will follow mental commands given by its creator, and can fight and follow most complex orders competently. The shadow has half the **Nightbane's S.D.C.**, but no hit points and does not regenerate damage. It also has all its creator's skills at -20% (the hand to hand skill is reduced by one level), and attacks per melee round, but not Nightbane Talents.

Limitations: Usable in **Morphus** form only; not available until the third level. The Animated Shadow exists for one minute per level of experience or until destroyed or dismissed by its creator. Only one shadow can be animated at a time.

Cost: 15 P.P.E. for permanent acquisition; 12 to activate.

Darkbonds

The **Nightbane** creates black bonds of some sort (they could be tendrils of energy, or chains, ropes, etc.) and controls them to hold captives. The bonds do no damage other than restrain the character just like real rope or chains. To break free, the opponent must roll one 20 sided die and add his P.S. bonuses, if any. The total roll must be equal or exceed the P.S. number of the bonds (minimum 18). The P.S. of the Darkbonds is equal to 18 at the base P.P.E. cost. One additional point can be added to the Darkbonds for every extra 2 P.P.E. spent on it. The Darkbonds last one minute per level of experience.

Limitations: Usable by the **Morphus** form only.

Cost: 8 P.P.E. for permanent acquisition; 6 P.P.E. to activate with a P.S. 18; each additional +2 P.P.E. adds one P.S. point to the bonds. There is no limit other than the character's P.P.E. reserve.

Mark of the Nightbane (Elite Talent)

Nightbanes with **Stigmata** characteristics can temporarily curse others by inflicting their gruesome deformities upon them. If the victim fails to save vs magic, the **Nightbane's** characteristic stigmata suddenly appears on his flesh and skin! Regardless of the type of stigmata, the victim suffers 3D6 points of damage when they first appear and is racked with pain (no initiative, -3 to all combat actions, -20% on all skills). Humans and other non-supernatural targets must also save versus a horror factor of 15. Duration is one minute per level of experience and can be cast on an opponent up to 200 feet (61 m) away.

Limitations: Usable in **Morphus** form only. Not available until third level. Can only be used by **Nightbanes** with one or more **Stigmata** characteristics. The "mark" can only be cast on one person at a time and only one "mark" attack per individual.

Cost: 10 P.P.E. to acquire permanently. Using it against human and non-supernatural creatures costs 10 P.P.E.; using it against supernatural beings costs 20 P.P.E.

Remove Facade

This Talent affects not only **Nightbanes**, but all other shape-changing creatures and metamorphosis magic. The **Nightbane** can force a creature to assume its real form; in the case of **Nightbanes**, they are forced to assume their **Morphus** form. The target can resist by making a save versus magic of 14 or higher. Any creature who is hiding its true shape through magic, shape-shifting, etc., will revert to its original form.

Limitations: Not available until 5th level. Can be used by both the **Facade** and the **Morphus**. This power does not affect illusions or physical disguises, including the **Hollow Men's** artificial constructs, or the **Skinner's** control of a corpse.

Cost: 15 permanent to acquire; 20 to activate.

Shadows of Fear

This Talents must be used in a shadowy or dark area. Throughout the area of effect, the shadows seem to move (can only be seen from the corner of one's eye) and strange and frightening noises can be heard coming from every shadow. Some are like the rustling sounds of small animals, while others sound like deep growls and the shuffling steps of some large creature. While the power is on, Perception rolls are at -4, as everyone in the area is distracted by the noises. Also, some people or creatures (especially normal humans) may need to save versus a horror factor of 12 (at the GM's discretion).

Limitations: Usable in **Morphus** form only. The base area affected has a 20 foot (6 m) radius; for every additional 2 P.P.E. spent, add another 10 feet (3 m) to the radius.

Cost: 5 for permanent acquisition. 4 to activate plus 2 for each additional 10 feet (3 m) in radius.

Shadow Storm

This Talent creates a swirling cloud of dark energy that fills an area equal to one **yard/meter** radius per 4 P.P.E. spent. This cloud can be sent forward at a Speed of 30; maximum distance away from the creator is 500 feet (152 m). The dark energies of the cloud inflict damage on anything or anybody in its path, doing 3D6 points of damage three times per melee round. Dodging the storm requires a 16 or higher. Each time it hits, the sound of thunder is heard overhead.

Limitations: Usable in **Morphus** form only. Not available until third level.

Cost: 10 P.P.E. to acquire it permanently. 4 P.P.E. per yard/meter of radius.

More Scenario Ideas

The Typhoon Rebellion — Optional

Could the **Nightbane** take over a city in the **Nightlands**? **Typhoon** is a hot-bed of **Nightbane** activity; if a rebellion could happen anywhere, it would be here. What role the characters play in the victory or defeat, or any of the consequences, is up to the Game Master and the players' creativity.

Scenario #1: The Taking of Typhoon: The Resistance is ready, and for the first time ever, is actually working alongside other factions in a concerted way. The **Nocturnes** and the **Lightbringers** have agreed to join forces with the **Nightbanes** to help liberate the city. **Spook Squad** is not officially helping, but a deal is worked out "under the table" between local **Beachhead** commanders and the Resistance. The deal is humans will stage a number of raids outside the city to distract the **Nightlord's** minions. As each faction moves dozens or even hundred of troops in or near **Typhoon**, a number of operations must be conducted to guarantee victory.

What can the player characters do? Obviously, running the entire battle is out of the question: too many things would be happening at the same time for anybody to keep track of it all. Instead, the G.M. can assign specific missions to the player characters: seize a particular villain or Artifact, assault a guard tower, blow up a barracks full of **Hounds** and then attack any survivors, hit the dungeons and free any slaves — any of those missions could make an important contribution to the battle. If the characters do their jobs, it should have an impact on the overall situation.

The Game Master should outline what else happens in the battle, if only to report to the player characters what they hear/see happening. A concerted attack by hundreds of **Nightbanes**, sorcerers, **Guardians** and others, especially with many **Hounds** away from the city, might be enough to destroy the local forces and take control of **Typhoon**! If this happens, our heroes will be needed to keep the city and fight any infiltration or raids by minions. There is a chance that **Lord Magog** might **teleport** into the city to try to rally his troops; if the player characters are aching for a major challenge, this might be their chance to take on a **Nightlord**! This is not recommended unless the characters are very high-level, or they have some avenue of escape.

Scenario #2: The Failed Revolution: This scenario assumes that the Resistance makes a grab for the city and fails miserably. There



could be many reasons for this. Lord Magog has a spy in the ranks of the Nightbane (see the **Lord Magog** section) who might alert his creator. Or maybe the Nightbanes have underestimated the power of the enemy (very likely). The end result is the same: the Resistance fights valiantly in a hopeless battle and suffers severe losses before having to retreat.

Typhoon remains in the hands of the Nightlords, but what happens next? Here are some possibilities. 1. The Nightlords send their minions to hunt down and destroy the retreating and scattering Resistance forces — perhaps they can crush their enemy completely. The player characters could be on the run for weeks.

2. Emboldened by their resounding defeat of the attackers, the Nightlords decide to launch an assault against Beachhead or other Resistance or freedom fighters' stronghold.

3. The player characters escape back to Chicago — only to find a city-wide hunt for "terrorists" being conducted by the NSB and local authorities. It looks like the entire region is too hot for the characters right now and they will need all their wits to survive. Game Masters should think of movies like *The Fugitive* when developing this scenario.

4. Our heroes are hiding in Typhoon, cut-off from their retreating comrades. As they make their way through the city of shadows, they find something of value: a breach in the palace wall, a secret complex, an injured Night Prince (at half) with an artifact or captive freedom

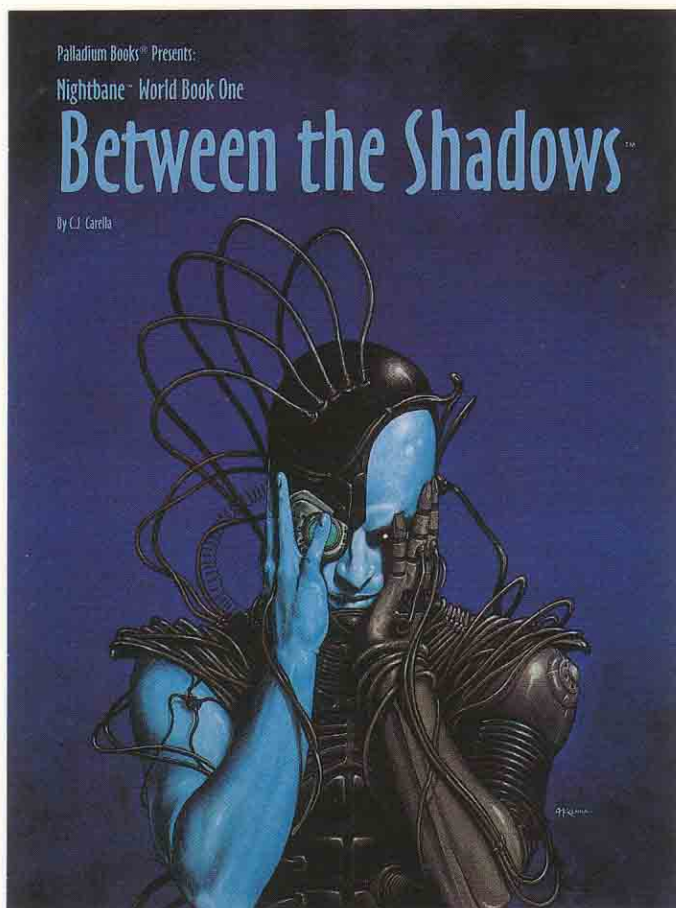
fighters (do our heroes attack?), and so on. Can they take advantage of the situation?

Scenario #3: The Price of Victory: If the Resistance wins, this marks a turning point in the war. For the first time in history, a Nightlord City-State has been seized by an outside force. Lord Magog's reputation will be utterly destroyed. Even if allowed to live, he will lose most or all of his dominion. The Nightlords will be severely shaken by this occurrence.

However, taking Typhoon does not mean the Nightbanes get to keep it. The Nightlords will amass a huge army and send it to surround and attack. The most likely outcome is that the Resistance will Awaken and release most of the **Doppelgangers** in the city, burn or destroy most important buildings, and then withdraw from the city.

Winning this battle will have consequences for the player characters, especially if they played a major role. The Nightlords will make a special point to go after those they consider responsible for this affront. Assassins, Hounds and monsters will be sent on the trail of the characters, who will need all their wits and powers to elude their pursuers.

Scenario #4: What about Chicago? Even if Typhoon should fall, Lord Magog and a large number of his minions remain in control of Earth's Chicago. Do the player characters and their allies go there next to free it too?



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