

MIDNIGHT CARETS



A WORLD OF DARKNESS SOURCEBOOK

MIDNIGHT CARETS

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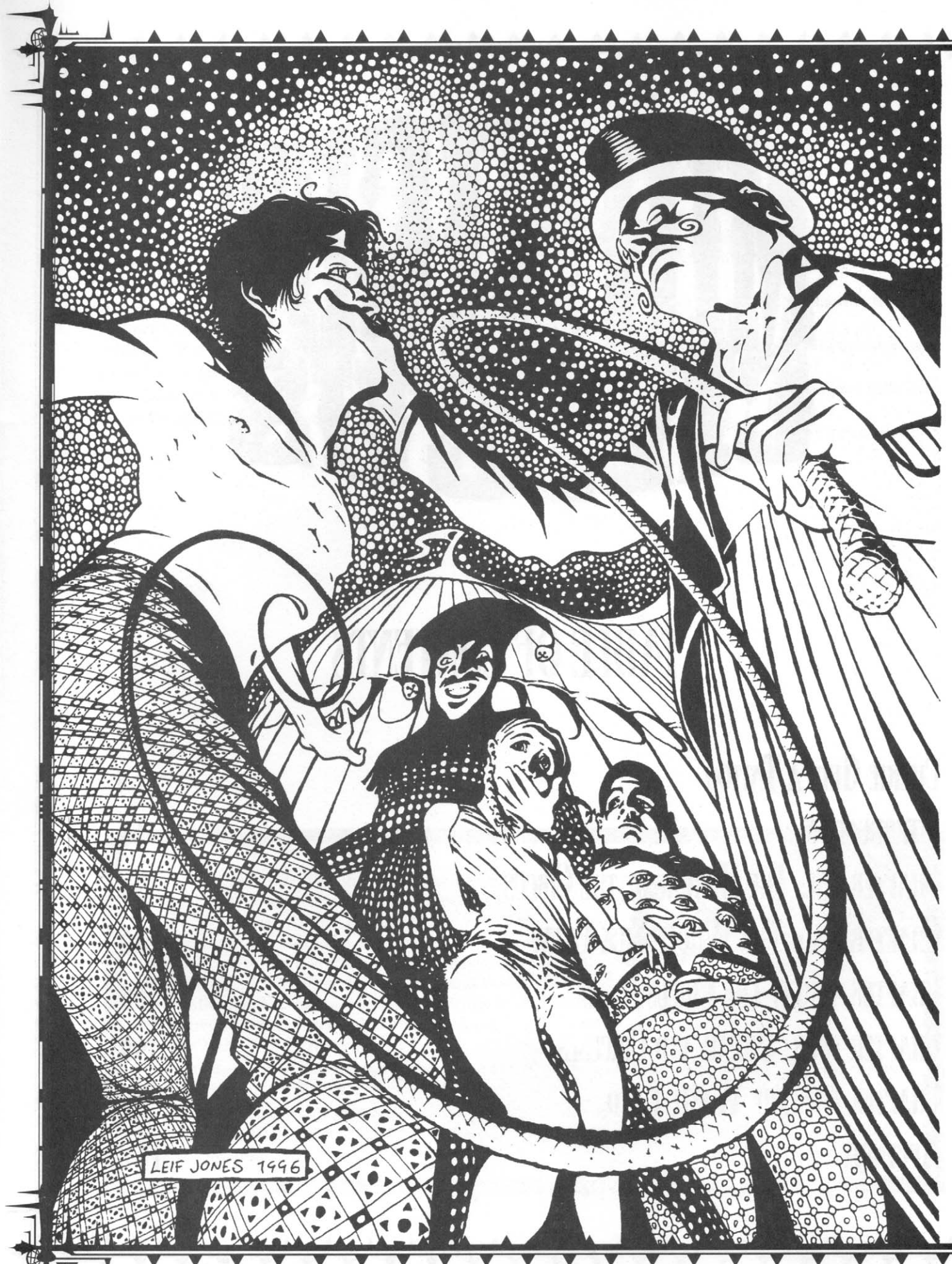
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MIDNIGHT CIRCUS

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LEIF JONES 1996



CHERIE GETS A TATTOO

Cherie Leblanc snapped colored plastic bands about the wrists of the carnival-goers, sweating even in her tank top and cut-offs. She was pushing a lank piece of hair from her eyes, when she noticed Alexander. He was a tall youth, slender and exotic, with dark curls and an olive complexion. It was a sight that overpowered the heady combination of tourists' sweat and the strains of Bonnie Raitt on the radio. She watched him work in his dark turtleneck (odd for this heat), fascinated with his wild brown eyes which drank in the world, casting the fair and the surroundings into a fathomless calm.

Alexander didn't notice her. He was engaged in conversation with two boys, juggling red rubber bands in one hand with swift grace while he spoke. Cherie's friend Denise saw her staring and laughed. "He just joined three days ago. Make a grab for him."

Cherie blushed. She pulled her brown-blond hair back and tucked it under a purple scarf, glaring at her friend. She hit Denise playfully, then thought, *Why not? I finally got rid of Michael. The sun's hot and I need some fun.* She looked in Alexander's direction again, but he was gone, vanished between the ice cream and cotton candy stands.

The men in black caps and T-shirts continued to line up at the stand. The more conservatively dressed women (save for the two in Jack Daniels T-shirts), lanky blue jeans-clad teenage boys with their dates, cigarettes dangling from their mouths: all came to Cherie's booth to throw down their crumpled dollar bills and tarnished coins. In return, she strapped on the plastic bands, admitting them to unlimited rides at the Fairfax County Summer Fair. Here Bealle and Son ("Fifty Years of Quality Family Entertainment") provided the mechanical rides from the Ferris wheel to the Snow Blizzard.

Cherie was 17, but had an ID that said she was 21. She was beautiful. The boys and men would drink the sight of her in, as if her image were ice water in a desert. It was something she had gotten used to. She was merely there to strap on red, yellow or orange (four years old and under) bands, allowing them to enter the gateway to the bumper cars, merry-go-rounds and mechanical octopuses that kept them entertained well into the summer night.

The thought of the new worker played across her mind. Why hadn't she noticed Alexander before? Probably because Michael was always skulking around, getting plastered and

crying all over her. He was a ride operator; he was also 24 and took their breakup hard. Michael was falling apart, and she had to comfort him, prop up his shattered ego. All the while she wondered, *Why do I have to be the mature one? I'm younger.* Denise understood. She was Cherie's age and had gone through "the older man thing" too.

Alexander, now, he looked young and approachable. She saw herself with him, talking and laughing. She enjoyed the pleasant fantasy until Denise shook her arm. Reality crashed over her like a wave at high tide. Suddenly the fair was incredibly loud and bright; even the faint buzzing of a fly in her booth sounded sharp and harsh.

"What time you off?" Denise asked.

"10:30 tonight, but I got a half-hour for lunch. Meet me in 20 minutes."

The trailer where she lived with Patrick Delany, her foster father, was empty when they arrived for lunch. The two girls grabbed some barbecued chicken and soft drinks that were set aside for the carnival employees. Her mother had vanished last December with a professional card shark (John or Jake?) to Mexico ("just a couple of weeks, hon"). There she met Jorge Domingo, owner of a radio chain in Baja, CA. She never came back. After wiring all her family and friends for money, she simply vanished into that unaccountable realm of distance and silence. Cherie didn't really mind. Patrick was easygoing and didn't ask for favors.

At the end of a workday, after Cherie made dinner, Patrick would break out a small bottle of Jim Beam and regale her with tales about his life on the streets. He was all the family she had. Her father (colonel, US Army) left when she was eight for a Korean woman. She received occasional checks from him, but unlike Patrick, he wasn't there for her.

Patrick was handsome in an unkempt kind of way — blond hair going gray, a quick smile and a face reddened by the sun. There was a charm in him like a light prism in an old 7up bottle, sparkling and leaping to life at odd moments.

Patrick's job as head mechanic and accountant for Bealle and Son kept him out a lot, even at night. She would wake up in her room and know he was gone, prowling somewhere. Cherie imagined him as something half-wild, a roamer of cities, a beast-dog with predator eyes who protected her.

And then there was that humid, murky night when the chirping of crickets and a broken air conditioning unit drove her crazy. At 3:17 a.m., she walked into the kitchen for a glass of water. She recoiled when she saw the massive figure in the shadows, but for some reason, she didn't run. A huge wolf looked back at her with understanding sad eyes, panting from the heat. "Patrick," she whispered. Even now it was hard to tell if it was a dream; the realistic touches of oily hair, rubbing dirt balls off her hot skin and the disorientation upon seeing the reclining wolf seemed real. A restless dream, but not at all scary.

It was a strange life, but uniquely hers. When Cherie thought about it, everything fit together like a bright glass mosaic. There was decay all around her, but she survived. Cherie was adaptable.

Patrick showed up as they dug into the chicken. "Hey, girls," he waved, lighting up a cigarette. Patrick was a jack-of-all-trades with no point of origin. The list of street people and hoboes he had known was endless. At some point, his life had intersected with the carnival. "Best thing that happened to me," he'd say, eyes distant and melancholy.

"You see that new kid, Alexander?" Denise asked.

"Who's askin'?" Patrick returned.

"We are."

"Yeah. Chatted with him. Smart guy. Seemed nice. Only..."

"Only what?" Denise asked.

"His scent. Couldn't place it... you live in some areas I have, you get to know tastes and odors intimately. Like Cherie's mom. There was a suggestion in her, more so in Cherie, which this shnoz can pick up on. Almost like you're kinfolk. But Alexander..."

"Pat-rick," Cherie laughed. Patrick was always muttering that they were 'kinfolk.'"

"Hey, he's all right. The old man's just giving you a hard time." He opened a can of beer, squinting in the harsh noon sunlight.

"Anyway," Denise said to Cherie, "a bunch of us were thinking of going driving about midnight. You coming?"

"Sure," Cherie answered. "Where are we going?"

"Skyline Drive, up in the Appalachians. Scott, Jason — Jason's driving — Scott's new girlfriend, Andra. You and me. And that new guy, Alexander."

"He's killer cute," Cherie said. She thought about the hint of innocence and wildness.

"I'll have him stand inspection for you," Denise said. They giggled together.

Cherie looked at her watch. "Look, if you want him... Michael's kind of spoiled romance for me the moment."

"No, I'm into Jason right now. He's normal after Greg."

Cherie nodded her head. "Catch you about 10:45," she said, and sprinted back to her booth.

Patrick swallowed a lukewarm mouthful of beer. "Keep an eye on her," he told Denise. She smiled, and was gone.

Patrick sighed. In some way he realized he was among people without a world view, or one that clutched at the odd ends of Americana: soap operas and sports events, rock shows and bad advertising. All these people lived in a kind of prolonged eternal present where things just happened, victims and passive observers of their own lives. At some point you have to take charge or just drift away into nothingness. Patrick had learned that lesson all too well. And the fair? It just gathered all these drifters under one banner, kept them out of everyday invisibility.

After 10:30 they counted out the money, and Cherie walked back to the trailer section. The lights of the Ferris wheel, spiraling cages and carousel made the night ethereal, not quite real. She slipped into her trailer, changing into a T-shirt and a pair of blue jeans. Denise soon showed up, sweaty from helping her father shut down the kids' rides. Johnny was with her, ready for a friendly card game with Patrick. Johnny was the "Son" in "Bealle and Son" and a recovered alcoholic. He was in his early 40s with dark hair and carried himself in an easygoing, friendly fashion. He plotted the seasonal travels of their operation. After Fairfax County, they'd make their way for the Shenandoah region.

The girls hurriedly applied their make-up in the cramped bathroom, then ran out between the trailers and the parking lot to meet Jason and Scott. Andra was there as well, waiting with Alexander. He still had on his long-sleeved black turtleneck and jeans, with heavy hiking boots.

"Hey Alex, this is Cherie," Denise said, shoving Cherie slightly toward him.

"Hi, Alex," Cherie said shyly, and extended her hand.

"A pleasure," he said, taking her hand. His accent was exotic, but she couldn't place it.

"I work over at the entrance," she said. "I saw you juggle today...."

"I'm over at the Ring Toss booth," he offered, smiling. Jason pulled up, and they all piled into his old Duster. The wheels spun and they tore out, kicking up clouds of dust in the midnight summer air.

Cherie and Alexander held on, cramped and perspiring, while the car radio blasted Soul Asylum's "Runaway Train." All the while, they sped down Route 7 against a panorama of strip malls and lights.

They found a late-night diner and ordered food. Cherie and Andra sat on either side of Alexander in a crowded booth. She hadn't noticed how thick his curls were before. His scent was strange and powerful; autumn, mulch and clove cigarettes all came to mind.

Two hours later they'd driven out of the suburbs of Washington, DC and to the feet of the Appalachian Mountains off Front Royal. The ancient hills loomed dark before them as they plunged up Skyline Drive toward Big Meadows, halting off an overpass that looked down onto the Appalachian Valley. Down below glimmered the isolated lights of the separated farmsteads. Above them the fierce canopy of a thousand stars glowed and twinkled in the deep heavens.

The couples paired off, walking about the scenic overlook. Cherie and Alexander looked off the stone wall embankment into the valley. Shyly, she asked Alexander about the night. "I've always liked night in the mountains," he replied.

"You see, people look up at the stars and they no longer see wonder," he said. "It's as if the curiosity of people, all that desire to know and feel, has gotten caught up in television



and mundane life. Once a man could look up at the Big Dipper, say, and see gods in the heavens, a fine symmetry to the universe. Now that security is gone. Science removes the comforting mask and is busy with expanding energies, black matter and I don't know what all. The end result is that it makes people smaller. They ignore the night now. 'Let us go to the lit places, let us make day longer,' because people are afraid of the dark. At least ancient men and women could look up and tell stories about various gods; the night was beautiful and full of magic."

"I used to like to take walks at night when I was younger," Cherie said. "I would hear my mother snoring, and then I would sneak out. And I thought, the night is so familiar."

"The night can be many things," Alexander said. "I feel free in this night...it is hard to express."

"It's good up here."

Alex fell silent for a long moment. "In the Other Carnival, it was hard to see the stars," he murmured, as if talking to himself, then he looked into her eyes and laughed. His hand gripped hers briefly. Then suddenly, he leaped silent and dolphin-graceful over some rocks near the precipice. She scrambled after him, only to find him dancing joyfully on the rocks, breathing in the scent of sap and pine. He stopped, then, and smiled hesitantly at her.

Every break and every night after, they were in each other's company. Before long, their coworkers considered them a couple. Patrick approved; he and Alexander got along well, discussing everything under the sun together. Patrick had visited more than his share of museums in his wanderings, and could wax poetic on painters and their styles, both of which fascinated Alexander. Michael stopped coming around, too. He confronted Alexander once one night. Alexander talked with him alone, and Michael declared him "a hell of a guy," and that was that.

Everyone seemed to like him. He had an easygoing manner and a calming presence. When asked where he was from, he said Greece, but he had traveled all over. However, Cherie also had a nagging question. She still couldn't tell if they were a couple or "just friends." After three weeks of this, she complained to Denise, and the girls plotted to get her and Alexander alone. Bealle and Son had moved on to the Loudon County fair; the next day it would reassemble in Woodbridge, VA, for a summer carnival on the race grounds.

On the day after the assembly in Woodbridge, Cherie and Alexander found themselves walking alone through the empty fair grounds. The carnival would open on Friday. The wind flapped through festive flags; a few lone birds cried out into the summer sky. Signs above empty tents beckoned to future crowds. "Madame O'Donnel's Palm & Tarot Reading." "Fool the Guesser." "Killer Man-Eating Crocodile Inside!" "Creep Show Featuring the Ugandan Mummy!" "Girls! Girls! Girls! Dancing Paris Show!"

The rides were also still. A lone Ferris wheel, the Ice Express, the Spinning Octopus, the carousels — all were abandoned as if humanity had disappeared that quiet Thursday morning. They walked through a ghost town before they arrived at the Poultry House, a small wooden building where the local valley farmers displayed their prize-winning fowl. Corrugated tin covered the roof, contrasting the red, blue and yellow banners of the carnival.

They stepped inside. Rows and rows of cages filled with Japanese Black chickens, Plymouth Rock roosters and hens, Rhode Island Reds and others stared at them from behind mesh wire. The silence was deafening.

"Oh, look," Cherie whispered, pointing to a white feathered bird that looked as downy as a chick. Alexander shifted uneasily among so many cages. He pressed her hand to leave.

Suddenly, all the birds cried out at once. The roosters crowed, the hens clucked, the turkeys warbled — a pandemonium of sounds suddenly assaulted the two at high volume from all sides. They ran out and fell to the earth laughing, surprised to hear the sound of their own voices against the tumult of the birds.

"It's me," Alexander said, gulping for air.

Cherie's eyes filled with tears. She fell onto him and kissed him, her hands running through his dark curls. Her fingers touched two knobs beneath his thick hair. Gently parting his hair, she saw two goat's horns sprouting from his scalp.

"Cherie..." he whispered.

"It's okay," she found herself saying. "I think I guessed all along."

"Later," he said.

That night they drove up Highway 81 toward Front Royal, then abruptly turned down a dirt road that led to a swift river. Alexander had become more bold, holding her and running before her into the damp night, laughing. She followed, shafts of moonlight touching the tips of pines and illuminating the waters. The sound of frogs croaking filled the night.

Alexander shed his clothes and dove into the cold water while she waited on a rock. When he emerged, she could see by the pale moonlight that his lower body resembled a goat's, dark fur ending in hooves which left tracks in the mud. Cherie scrambled down the rock, taking his hand.

"You mustn't tell anybody," he pleaded in a soft voice.

"I won't. Ever."

They walked hand in hand, lost in their thoughts. Alexander finally broke the quiet sounds of the night.

"I used to work...well, no. The Other Circus, the Old Circus took me. From where I do not know or remember, a place of mountains and small pines, shepherds and wild places. They caught me in a trap, mimicking the distress call

of my kind, although I have seen few others like me. The Ringmaster and his woman — she was young and old — they crafted a spell which held me. I was displayed with the other old ones, an iron collar about my neck.” He drew with his fingers where the collar used to be; it had bitten deep into his flesh, leaving a shadowy scar around his neck.

“Oh, God...How long ago?”

He didn’t answer immediately; the only noise for a space was the rising sound of distant frogs. “You cannot measure time in the Old Circus, Cherie. It defies time, it slides before it, a graceful matador; it cheats time and goes its own course with phantom lights, luring many moths. A year? Centuries? The old doctor who was my keeper read Goethe and Schopenhauer to me. From him I began to understand new things, transcendental notions. My mind awoke while I wore that collar. It began to breathe for itself. How odd it all was. The doctor considered me an abnormality, a freak, so he thought little of discussing Plato or Schiller with me. The Ringmaster and some of the others knew I was a rarity. They treated me with some deference. It was a sad place. You could feel that the very air was heavy and full of corrupt things. Even the doctor thought that time passed differently there.”

“How did you escape?”

“The Fish Woman, the Sphinx and I often discussed the possibility of breaking free. You have to understand, they had their pale horse riders and dogs who could hunt anything down. Yet a young lady rescued me. One evening, in the still hour, she came in and shattered the chain with a word. We slipped out into the night as the Old Circus wound its way between destinations. I doubt I was missed for some time. I put distance between myself and my captors; yet not without irony, for I have no home to return to. Where to go? The only places I feel drawn to are carnivals, familiar and melancholy to me. I am home here.”

“Alexander,” Cherie whispered, trying to grasp it all. Alexander seemed suddenly old and fathomless. She dug her fingers into his.

“No, no,” he hastily explained. “I have a gift for you.”

He pressed a small wooden jewelry box into her hand. She ran her fingers over the carved designs of grapevines, then opened the lid. Inside were a set of small vials, each holding a dye of a separate color. Cherie sighed and rested her cheek against Alexander’s.

Three days later the carnival was up and running. Cherie was enjoying her dinner break with Patrick and Johnny Bealle, eating coleslaw and corn.

“Patrick, have you ever heard of a carnival called the Other Circus, or the Old Circus?” she asked.

“The Other Circus,” Bealle repeated. “I’ve seen them once. They had great shows. Their joeys were a little weird, and they had the human oddities... but they were always followed by a black cloud. I was a boy when I went; my old man wanted to check out the competition. I saw a man, bareback,

covered with eyes. That’s a little much for a kid. One of their hired hands was found dead some years ago, the police investigated. They’re always trailed by that sort of publicity.”

Patrick added, “You know, circuses always exist in zones of unpoliced spaces. Oh, they can be fined or shut down, but the normal laws just don’t apply. The Old Circus, you said. I remember this hobo, we called him Snake Man George, he made me swear I’d never go there. ‘It’s a trap,’ he told me, showing me these marks on his arms and hands. I listened to him. Cherie, he told me things I won’t repeat to this day. It’s got an evil rep.”

The sounds of the day were no longer young; the cries of birds seemed tortured and old, the chirping of crickets a mindless mechanical rhythm. Patrick turned his head to where Cherie sat, hugging her knees.

“Did Alexander work for them?”

“I think so,” she answered. “He doesn’t like to talk about it. Alex says he can’t remember much; you just couldn’t sense time there. I think he left on bad terms.” She bit her lip, hoping she hadn’t betrayed too much of Alexander’s confidence. A bitter taste that was a little like lemons filled her mouth.

“That explains it,” Patrick muttered, staring into the ice cubes of his whiskey. “They don’t usually get out. Hell.” Johnny and Cherie looked at him, worried.

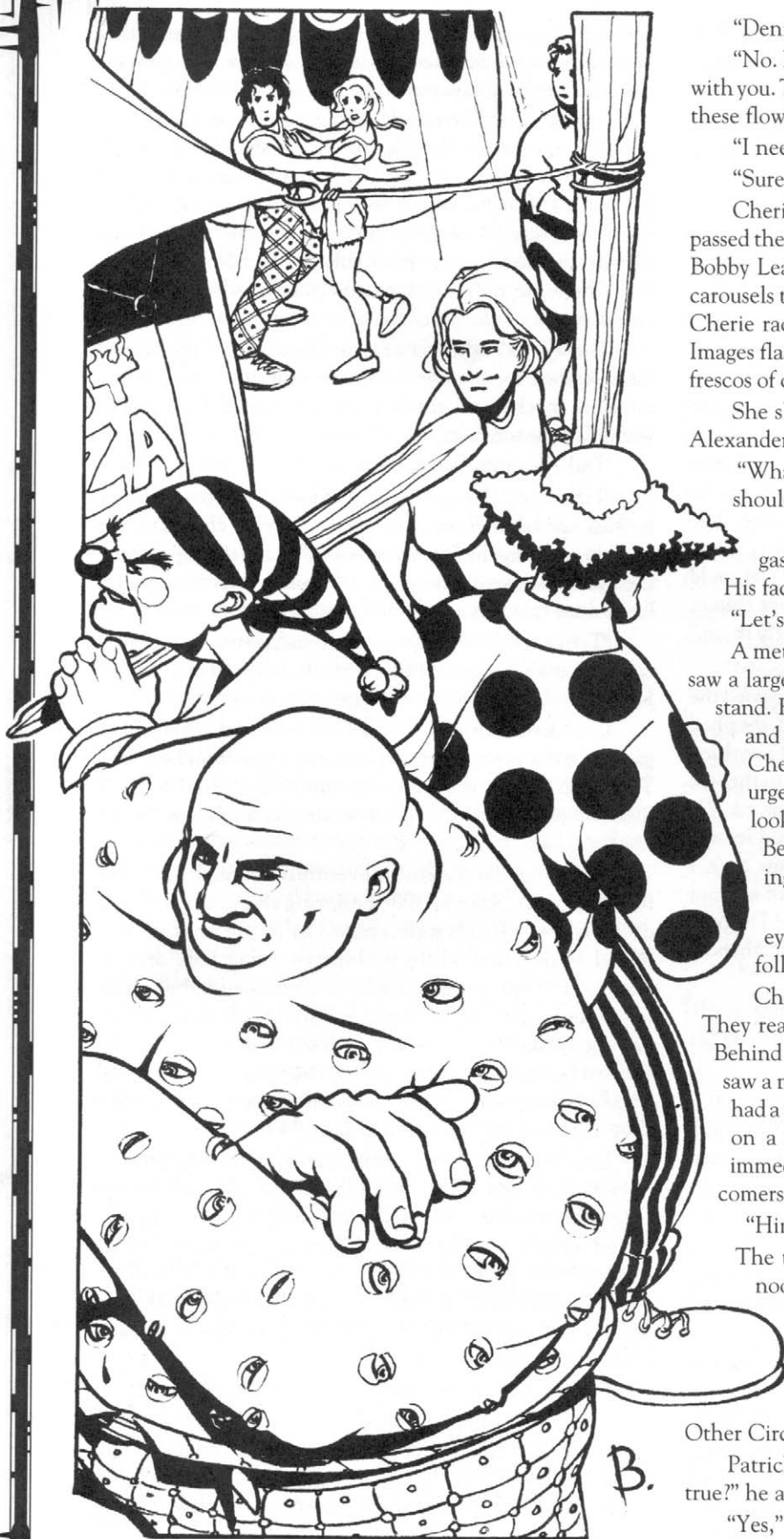
Patrick tried to smile. He saw the two clearly: butterflies gathering the sweet nectar of flowers in a sun-drenched field. They didn’t notice the night was approaching. And with the night came a dark wind, with the hint of crumbling souls and hunting eyes.

The next day began uneventfully enough. A crow flew about the place all day, pestering the workers. Some of the younger hands were amused by its persistence, and tossed stones at it while it clung to a flag pole or tent canvas. It kept coming back, so eventually they grew bored and returned to work, irritated with its constant cawing. Cherie took lunch with Alexander, where he showed her a picture of himself at the Ring Toss in a local Loudon County newspaper, backdated a few days. “I hope they captured my better side,” he told her.

Late that afternoon Denise came to the entrance, a ripped poster under her arm. “I found this plastered on the refreshment stand,” she said, unfolding it. In letters and design reminiscent of the circus ads of the previous century it read: “SEE THE AMAZING GOAT BOY! WHAT IS THE SECRET OF THE SATYR? COME ONE, COME ALL TO THE MUSEUM OF ODDITIES!” There was no picture. Cherie felt nauseous.

“When did you find this?” she asked Denise.

“On my way here. I wanted to tell you, this lady came by, asking for Alexander. It was weird. I thought, why should I tell you? But she had this spooky stare.... So I told her to check the pens near the race track, because I knew he wasn’t there.”



"Denise, do you know where he is?"

"No. He wasn't at the Ring Toss. I thought he might be with you. The lady... she was beautiful, but strange. She wore these flowing robes, kinda Stevie Nicks retro."

"I need to find Alexander. Fill in for me?"

"Sure."

Cherie dashed away, racing between the crowds. She passed the Ring Toss booth — he wasn't there. His coworker Bobby Leale said he went to help with one of the toddler carousels that had broken down, over near the parking area. Cherie raced toward the ride, lungs aching in the dry air. Images flashed past her: rows of old people, children, cheap frescos of clowns and ancient rides. And still no Alexander.

She slammed into someone and stumbled back. It was Alexander.

"What is it?" he asked, resting a hand on her shaking shoulder.

"Looking for you. They're looking for you," she gasped, handing him the crumpled advertisement. His face went white.

"Let's get you to the trailer," Cherie said.

A metallic hissing froze them to the spot. Turning, they saw a large, shirtless bald man turn the corner by the pizza stand. He was covered in eyes, a thousand eyes focusing and blinking on his chest, stomach, arms and back. Cherie's stomach lurched in revulsion; she fought the urge to throw up. The huge man folded his arms, looking over the crowd for someone or something. Behind him two clowns in white grease paint, carrying clubs, peered this way and that.

The large man turned a corner and was gone, eyes glancing with mute imperturbability. The clowns followed.

Cherie slipped her hand in Alexander's, and they ran. They reached the entrance, turned right for the trailers. Behind a crowd emerging from a Senior Tours bus, they saw a man in a top hat and bright red coat with tails. He had a theatrical black waxed mustache and was chewing on a cigar, barking orders to a mime. They cut an immediate right toward the trailers, leaving the newcomers ignorant of their swift passing.

"Him," Alexander panted. "It's him."

The trailers were empty. The thin light of late afternoon was gone now, chased away by the sad colors of early evening.

"Whoa there!" Patrick said, appearing in the doorway with an open beer in his hand.

"Daddy, they're here," Cherie said. "The Other Circus. They've come for Alexander."

Patrick's large hand fell on Alexander's shoulder. "It's true?" he asked.

"Yes," Alexander quickly answered.

"Let me guess. You had to escape."

Alexander nodded, slowly collecting himself. At last he said, "Let me run. I don't want them hurting you or Cherie." He gripped her hand hard. Her eyes began to moist over.

"Cherie's safe," Patrick said, running his hand through his hair. "Here, honey, I got something for you." He went back inside the trailer, emerging a minute later. In his right hand he carried a small pendant bearing the image of a rodent. "I know it isn't the prettiest thing, but it'll come in handy." He clasped it about her neck.

"What about you?" she asked.

"The kid and I have some surprises," Patrick said. "I have an—"

Patrick's words were cut off by the *kawk* of a giant crow perched on the TV antenna above the trailer. The great bird flapped its wings and darted between the mobile trailer homes.

"Hell," Patrick muttered. As if in reply to the crow's cries, the Ringmaster appeared. The large bald man with the thousand eyes walked with him, as did a slender mime attired in the costume of a Renaissance jester, waving a staff of bells in their direction. The mime's lucent eyes shone on them. A sly smile crept across the Ringmaster's face.

"Run, boy!" Patrick shouted, shoving Alexander in the opposite direction. Alexander stumbled and caught himself. As Cherie reached for him with trembling fingers, a low growl reached her ears. She slowly turned to see Patrick changing, growing, wild hair and claws and teeth replacing the familiar man she knew. Patrick became a great half-wolf, howling a lonely and challenging cry.

The Ringmaster stepped back. The bald man dropped into a wrestling position and smiled, a thousand silent eyes watching the werewolf. The two opponents began slowly circling each other.

Alexander made a wild scream, like no sound Cherie had ever heard before. It echoed off the trailers and rides and food stands. A thousand birds shot skyward and the mime fell back, clawing the air. The Ringmaster covered his ears, and Alexander struck him hard in the stomach. He doubled over, clutching his belly. As he struggled to his feet, the Ringmaster whistled. Far off came a response of chiming bells. A single note split the air.

"Run," Patrick growled.

Alexander and Cherie ran, scrambling through the sparse crowds and red dust. They reached a wooden fence and broke through to the field beyond. Cherie stopped. "I... have to help... Patrick," she burst out, her head swimming with fear. "He's my only... family."

Alexander nodded, and looked furtively at the dark Appalachian mountains. "Save him," he whispered. Then he kissed her and was off through the fields and orchards beyond. Cherie, blinded by tears, began jogging back, search-

ing desperately for some sort of weapon. The best she could find was a spare metal tent support from an empty supply cart. She balanced it on her shoulder and ran on.

She raced down the empty lanes back toward the growling and blood. Patrick had covered the large man in bloody claw marks. A hundred eyes wept red; a hundred eyes were blinded in pain. Patrick caught the man up in a crushing embrace. She could hear ribs cracking, see the man's face turn blue from lack of oxygen.

A thousand eyes blinked and shut; the light in them died. Patrick threw the body down. The corpse bubbled away, oozing into hot wax, seeping into the earth. A smell of decay filled the area.

The mime raised his staff in mockery of Cherie's tent pole. He silently laughed at her, revealing sharp, curving teeth. Cherie instinctively pulled out her pendant of the rodent, trying to keep him away. The mime fell back, stumbling into Patrick's lupine form.

"Patrick, here!" she yelled, tossing him the tent pole. In one blurred motion Patrick caught it and plunged it completely through the mime's chest. Then Patrick leapt on him, his furry weight crashing into the ground. Clouds of dust puffed up, and the mime let out a hideous scream. Patrick's huge clawed hands tore the head from the body and tossed it at the foot of the Ringmaster.

The body went up in a blaze of blue fire. The head shot off sparks and red smoke, just like a Fourth of July toy.

"What a poor exit," the Ringmaster said. "A true mime should never break character." He pulled a large whip from his belt, eyeing the werewolf before him.

"This isn't your fight," the man said. "I'm only collecting on the return of an investment, 'recouping my collateral' as the Board of Directors would say. Why don't you run off to a moot, you garbage-sniffing mutt?" The whip cracked twice in the air. Patrick picked up the tent pole. The whip snapped with electricity, binding the werewolf's hands to the pole, a red spray of blood shooting up from his wrists.

"The Board, Mr. Gnawer, is never wrong," the Ringmaster intoned. He snapped the whip across Patrick's back, knocking the werewolf away from the pole. Panicked, Cherie held out the pendant in the Ringmaster's direction — who knew if it would have any effect, but what choice did she have?

It distracted him. Patrick leaped onto him, knocking off his top hat, crushing him into the ground. The man hastily removed his left glove, revealing his palm to the eyes of the maddened Garou. The jaws of the werewolf were inches from his throat. Specks of saliva fell onto his red coat — and then the werewolf stopped.

A single eye, dark as the void, stared at Patrick from its place in the Ringmaster's palm, capturing his predator eyes, blinding him.

Patrick froze, lost in the darkness of the eye. He could not see, feel, or hear. The man loosened himself from the werewolf's embrace, and got to his feet. He flashed his hand toward Cherie. She felt the black and evil gaze bore into her. Her chest grew warm where the pendant rested, and some of the darkness abated. She was rooted to the spot in a trance.

The Ringmaster smiled, brushing the dirt from his coat. He smirked at Cherie and shrugged, pulling out a gold watch from his vest. Snapping the watch case open he placed it before the still werewolf and began to quietly chant, "*Vermis Unus, Infernus Daemon, Tempus Fin.*"

Suddenly, Patrick's wounds bled like fountains. The werewolf aged before the strange clock. His fur became gray and then white, his whiskers long and eyes sad, staring into the pitiless sky. He painfully turned his head in Cherie's direction.

"Remember," Patrick whispered. Then he collapsed, clutching at his chest in stiff jerky motions. The Ringmaster raised an eyebrow. "52 seconds," he remarked.

The Ringmaster smirked, and looked down at the prostrate body of the werewolf. The body had stiffened, and was quietly dissolving back into a human form, an antiquated mockery of Patrick's healthy form. The withered mouth was shut, the arms and nails frozen. "Too bad, Mr. Gnawer," the Ringmaster said. "We could have used you for an act. Ah, well, you should have seen the one who got away," he chuckled to himself, shaking his head. He glanced over at Cherie. "Got to stay on top in this business," he told her, and tucked his gold watch back into his vest.

"Not much time for speculation on the stock market where every captured soul is a percentage gain in your assets. After the old stockholders take their cut, of course." A vial appeared between his gloved fingers. Beneath him Patrick's metamorphosis continued. The stench of rot and dead meat hung heavy in the summer night.

The decay was swift and brutal, like perverse stop-motion photography. Patrick's corpse withered away into a skeleton; the brittle bones cracked into fine dust. The Ringmaster unceremoniously scooped up a vialful of the powdery grains. "Essence de Lycanthrope!" he exclaimed. "Still fetches a price on the infernal market. Real werewolf, ground to a fine powder! Lacking stamina and courage with the lasses, sir? Try this rare remedy, ground from the heart of a lycanthrope hunter and warrior! Lacking animal magnetism? Not anymore! Brings out the beast! Half-price discount under the full moon."

The Ringmaster walked away, top hat bobbing. Two thuggish clowns appeared from between two trailer units. He spoke quickly and quietly to them, and then was gone. Cherie was in tears, shaking as her limbs slowly thawed. She collapsed onto Patrick's ashes, smearing her tear-stained

face and hair with his dust, vainly trying to rub away the pain. A strong wind burst down the trailer alley, swirling up the ashes until they were gone into the humid blackness.

Far off, a lone crow cawed, "Dead, dead, dead."

Cherie struggled to her feet and bolted for Denise, stumbling and crying. She found her friend in the entrance stall, and almost fell at her feet with fatigue. Denise caught Cherie by the arms, and gasped, "Whoa! Easy! What happened?" Cherie was still trying to catch her breath when a shout cut across the midway.

Johnny Bealle was shaking his fist at the Ringmaster's two brute clowns. "Get out of here!" he yelled. A clown sneered in reply. Bealle's fist connected with the clown, sending him to the ground. The gathering crowd applauded, thinking it part of an act. The other clown raised a club and bore it down on Johnny's head. He pointed conspiratorially at the audience, and they howled appreciatively. Johnny shook his head and struck out wildly, smashing the tramp clown in the face. Blood flew, but the clown genially produced a red silk scarf from his throat. The audience was delighted.

The first clown rose, theatrically waving his club. He grinned and struck Johnny on the head with a loud crack, smashing Johnny to the ground. Bealle's blood pooled and clotted in the red dust. The onlookers applauded as the clowns made a show of kicking his prone form, then bowed to the crowd and ran off. Denise and Cherie dashed over to Johnny as some more of Bealle's employees ran up.

"Someone call an ambulance!" Cherie shouted through her tears.

Somewhere from the fields beyond the fairgrounds, the sounds of drums and trombones echoed in the air. A funeral dirge piped up, advancing toward the two girls. Sorrowful notes drifted by in a strange rendition of Chopin's funeral march, mixed with a New Orleans wake. Clowns began shuffling slowly onto the fairgrounds, playing musical instruments as they came. There was the Ringmaster, holding his top hat in one hand, People attired in flowing robes, leaves in their hair, followed him. The last of them carried a harp, playing on while her face remained expressionless. Finally, two clowns brandishing their blunderbusses and carrying a pole between them brought up the rear. Alexander, stripped naked, was tied to the pole like a bagged deer: a satyr captured in a hunt.

Cherie cried out. Alexander opened his eyes and gave her a sorrowful, defeated glance that bored into her. Then he stared blankly into the crowd before his eyes slid shut again. The crowd at the fairgrounds cheered as the members from the Other Circus made their way to the entrance.

Cherie leaped to her feet and ran after them. "Stop!" she screamed. "Please, stop!"

Only the harpist halted. She was every inch a princess out of a fairy tale, and her harp was as beautiful as she was. She nodded to Cherie and half-shrugged one elegant shoulder.

"He's going home," she said with solemn sympathy. Then she walked on, beginning to play again. Cherie felt the world give way at the new song. Her eyes saw only faint twilight, and she heard only beautiful singing. As the distant voices beckoned, Cherie wordlessly joined the procession.

When they found her two hours later, she was wandering a country road, smiling to herself. Every pebble, every blade of grass was singing to her with fierce love and sorrow. The workers brought Cherie back, and gradually the beautiful world that the lady sent her to slipped away. Eventually she heard that the strange parade had long passed, taking Alexander with it. Denise stayed with her through the night.

Cherie held on. She was tough. She'd lost her foster father and her lover, but she mechanically kept up with work and sleep. Patrick's small inheritance became hers. She kept traveling with Bealle and Son. Still, she thought of Alexander late at night. Had he escaped again? Were there others like him? And as she wondered, the summer slipped by to no purpose.

Then one night, she picked up the gifts that Patrick and Alexander had given her. She'd worn the strange rodent pendant since then, but she hadn't touched the dyes in weeks. After a bottle of Jack Daniels for courage, she found a tattoo parlor and cajoled the proprietor into a custom job. Using Alexander's dyes and her specific instructions, he gave her a one-of-a-kind work.

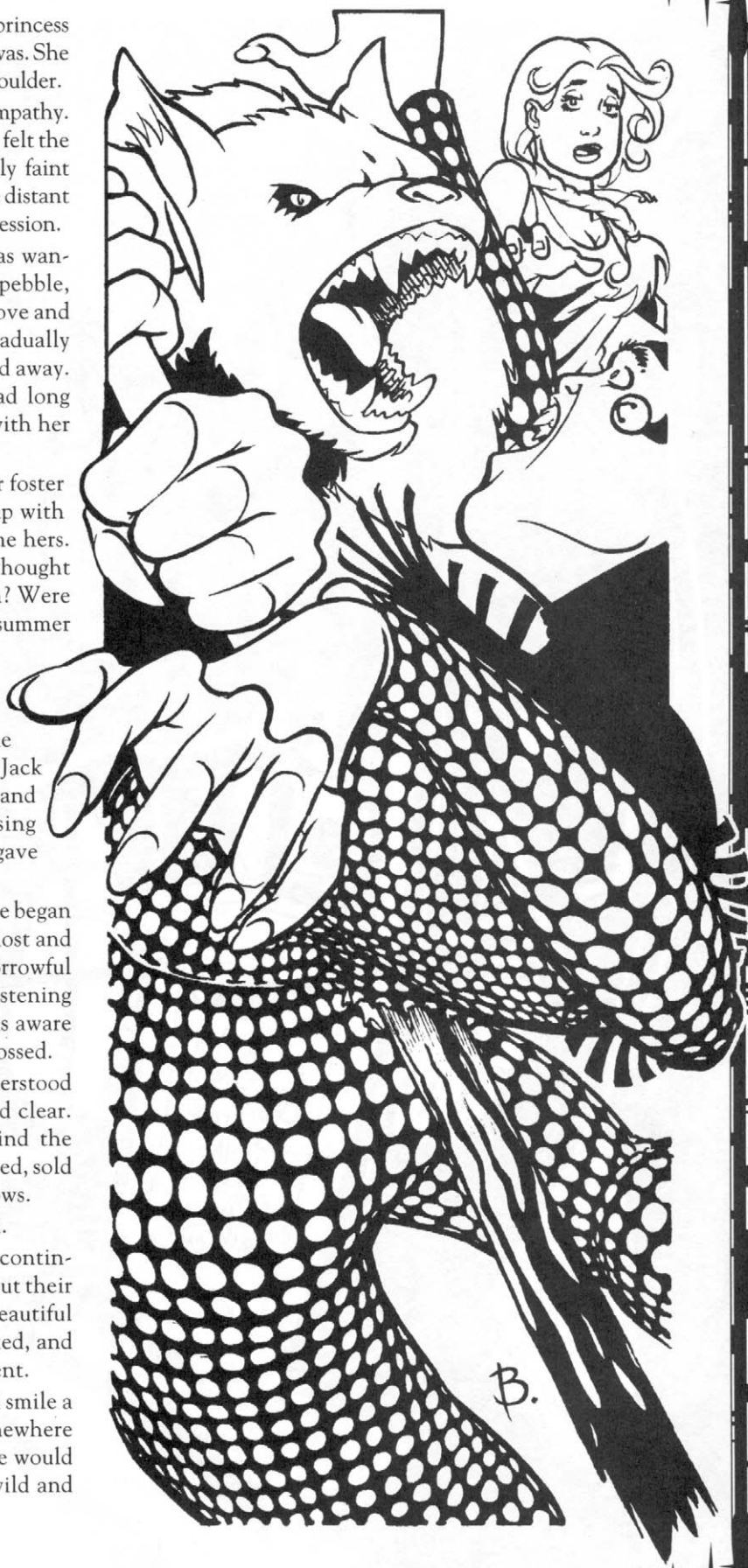
When the last of the ink was under her skin, she began to feel Alexander's presence. She could feel him, lost and sad in a stall on display, or hear his strange and sorrowful flute-playing. At night she comforted herself by listening to his heartbeat. She knew, somehow, that he was aware of her as well. Some invisible bridge had been crossed.

The dyes had connected them; Cherie understood that. Plans began to shape in her mind, sharp and clear. With the tattoo as her lodestone, she would find the Other Circus and free Alexander, free all the trapped, sold souls who haunted its gossamer tents and sideshows.

She would raze the Old Circus to the ground.

In the last fading days of summer, the people continued to stare at her as she wrapped plastic bands about their wrists. A satyr danced on her chest, picked out in beautiful earth tones. He played the Pan pipes as he frolicked, and he was rendered in a style both foreign and ancient.

When someone noticed her tattoo, she would smile a secret smile, feeling the beating of his heart somewhere and hearing the sad notes of a forgotten flute. She would find him again, but for now she had his image, wild and happy, with her forever.





Leif
Jones
1996



INTRODUCTION

Under the charm of the Dionysian not only is the union between man and man reaffirmed, but nature which has become alienated, hostile, or subjugated, celebrates once more her reconciliation....Now the slave is a freeman; now all the rigid, hostile barriers...are broken.

— Friedrich Nietzsche, *The Birth of Tragedy*

Secrets abound in the World of Darkness. The more one knows, the more terrifying and intricate the universe becomes. Vast forces, unknown to humanity at large, are at work. The Technocracy, the Kindred and agents of the Wyrms seek to bend reality to their own dark desires. Millions of lives are affected by unseen hands. Much of human history has been shaped by one conspiracy or another. Yet there are other forces, sublime and beautiful. Paths to the Umbra, the changing realms and the land of the dead lead from the everyday world. The ancient forests contain marvelous spirits and guardians. Old forgotten areas are strong in the essence of magic. And some things survive by escaping the notice of the powerful, or by concealing their trails with ancient rites.

Relegated to the side show stands the remnant of centuries, the Midnight Circus. Amusement rides and performances common to most circuses are found here. They seem initially harmless, yet already there is something at work in the circus, dark and draining. What appeared to be harmless entertainment becomes darkness personified, a trap that lures the unwary. Far from powerless, Anastagio's Olde Time Lunar Carnival and Midnight Circus is a web of infernal energies, mighty even by World of Darkness standards.

The circus has always captivated crowds. People like the spectacle, the unusual, which temporarily binds the community closer together. For a brief moment daily concerns give way before physical feats and unusual sights. This is what the ancient



carnival and modern circus offer, a chance to lose oneself in the astonished crowd. And it's fun—forget your troubles as the ringmaster casts his spell on the audience!

The Midnight Circus is far older than appearances suggest. Powered by infernal energies, it is the remnant of a cult which traveled in procession across the ancient world. Originally devoted to aiding the emerging human race against the forces of darkness (e.g., Garou and Kindred), it decayed until it became tainted by infernal powers. Now possessed by dark spirits, the Midnight Circus cuts a destructive spiritual swath through human communities, leaving entire regions drained of protective energies.

Mages, the Garou and wraiths interpret the vast devouring carnival under the biases of their disparate cosmologies. This may not mesh with Kindred or changeling views. Like a house of mirrors, many dark reflections smile back. The enemies of the Midnight Circus are powerful, but divided. The Technocracy's scientific experiments are subject to random chaos upon the mere appearance of Anastagio's carnival. Legends among the Garou state that it is Wyrmtainted, but between the Uktena and Wendigo tribes there persists a rumor of one of the Croatan tribe, held captive within its demonic mazes. Changelings have heard that there is a pathway to Arcadia woven among its illusions. The dead, at least, are uniform in avoiding it. Some wraiths have been fed to it against the laws of their leaders; others have entered it searching for lost comrades.

THEME

When encountering the denizens of the Midnight Circus, remember that all is masked. Powerful-seeming performers are frauds; petty barkers and money-counters possess infernal secrets. All is illusion. Once within its boundaries, the laws of the natural world slip away, and the nightmare quality takes hold. The feeling is everywhere—the smell of death and old attics, the lost look of the hired hands, the frenzied barking of two-bit con men. The carnival's layers unfold like the peeling of an onion; every layer discards the previous one until the dark, gluttonous heart stands revealed.

This game assembles elements from all of White Wolf's roleplaying lines. It is a crossover campaign, allowing for various denizens of the World of Darkness to cooperate or compete. A group consisting of a Celestial Chorus mage, a Tremere vampire, a sidhe changeling and a Silent Strider Garou may have a better chance of uncovering the carnival's secrets than a pack of angry Garou cubs or newly Embraced Kindred. This is not to say that a homogeneous group can't function well against the Midnight Circus. Yet the Midnight Circus itself is an

alliance of diverse groups (changeling, mage, Kindred), and a diverse player group may have a better chance against them. The Storyteller can create a challenging game for powerful characters or new initiates. Far from being a petty carnival run by fomori rejects, the power level is quite high. The deeper one plunges, the more macabre the secrets brought to light.

Mood

The motives that bring characters to Anastagio's strange playground may vary, but the themes of discovery, recovery and conflict generally hold them together. Within the ancient carnival, confusion and disorientation are the rule. The subtle vibration of decay grows until the characters are almost strangled by the malevolent powers within the circus. This is also true on a metaphysical level. The longer they are involved with the circus, the more drained they become. Even the most casual visitor leaves with an odd feeling plaguing him for weeks afterward.

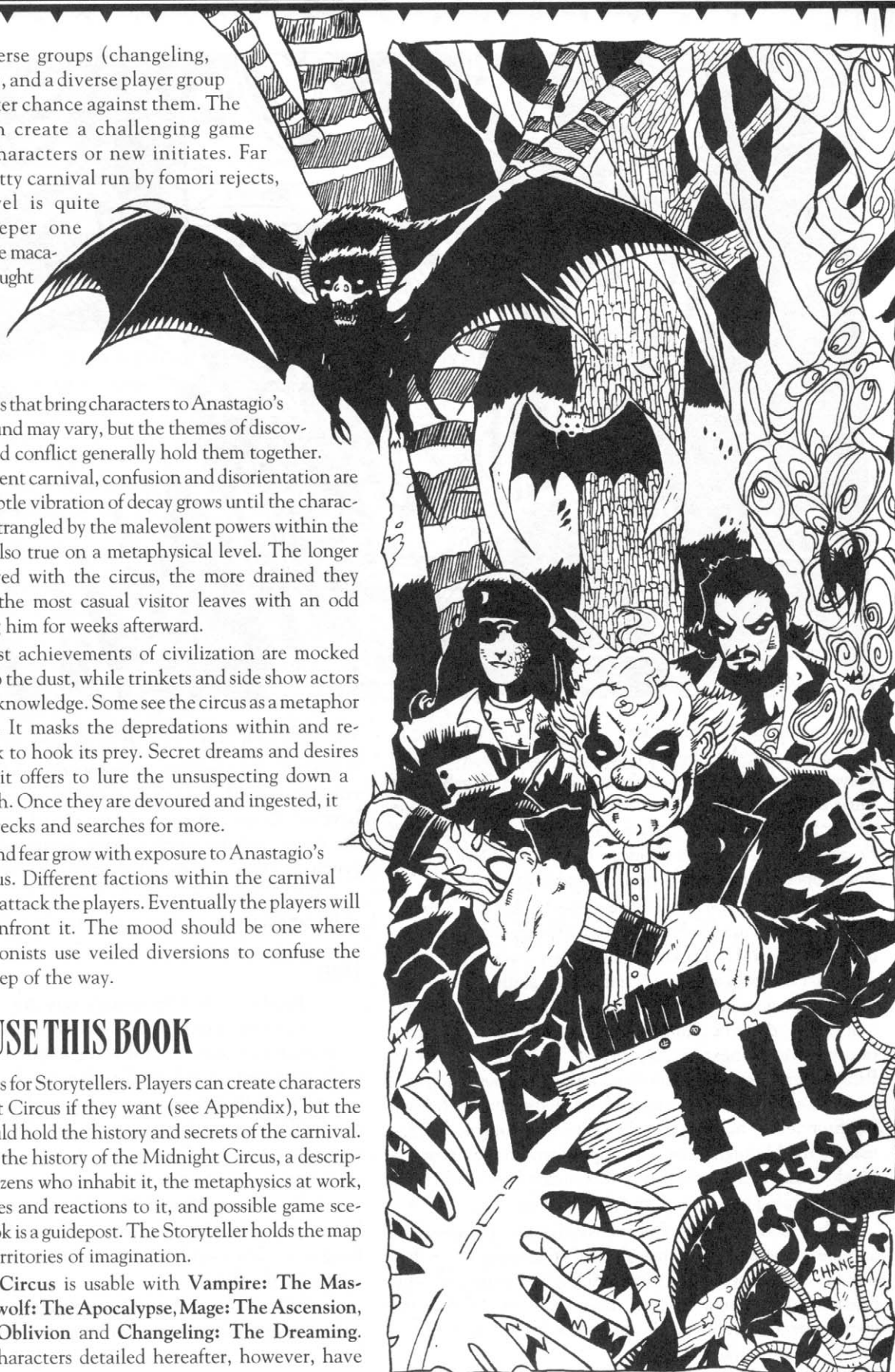
The highest achievements of civilization are mocked and ground into the dust, while trinkets and side show actors hold forbidden knowledge. Some see the circus as a metaphor for civilization. It masks the depredations within and removes the mask to hook its prey. Secret dreams and desires are the honey it offers to lure the unsuspecting down a hellish labyrinth. Once they are devoured and ingested, it spits out the wrecks and searches for more.

Paranoia and fear grow with exposure to Anastagio's Midnight Circus. Different factions within the carnival befriend, use or attack the players. Eventually the players will succumb or confront it. The mood should be one where powerful antagonists use veiled diversions to confuse the players every step of the way.

HOW TO USE THIS BOOK

This book is for Storytellers. Players can create characters of the Midnight Circus if they want (see Appendix), but the Storyteller should hold the history and secrets of the carnival. The book gives the history of the Midnight Circus, a description of the denizens who inhabit it, the metaphysics at work, various strategies and reactions to it, and possible game scenarios. This book is a guidepost. The Storyteller holds the map to uncharted territories of imagination.

Midnight Circus is usable with *Vampire: The Masquerade*, *Werewolf: The Apocalypse*, *Mage: The Ascension*, *Wraith: The Oblivion* and *Changeling: The Dreaming*. Some of the characters detailed hereafter, however, have





been created using certain supplements from each line. In particular, *The Vampire Players Guide*, *The Werewolf Players Guide*, *Book of the Wyrms* and *Nobles: The Shining Host* all offer variant character creation possibilities upon which Midnight Circus has capitalized. For mature players, *Freak Legion: A Players Guide to Fomori* and *Dark Reflections: Spectres* may also prove invaluable information.

However, if you don't have these books, don't panic. Storytellers can use this book even with troupes who only play one of the World of Darkness game lines. If you aren't quite sure what a certain character's statistics or abilities allow him to do, make an educated guess based on his power level and motif. Also, don't be afraid to convert circus characters from one system to the next, or add your own. There's no reason why Ringmaster Cavendish can't be a vampire in your chronicle, or why Calabris wouldn't make a good changeling. Enterprising Storytellers may even make dramatic changes, such as making the Midnight Circus a troupe of wraiths that tour the Shadowlands or a twisted band of Marauders that spread their reality-warping influence from town to town.

The practical upshot of all of this is that the characteristics are here for those who want to make use of them, but Storytellers shouldn't feel shackled by them. *Midnight Circus* is a book intended to spark your imagination and add a new element to your stories. Use what you like; modify or discard the rest.

Enjoy the show.

THE SHOW THAT NEVER ENDS (RESOURCES)

Storytellers wishing for inspiration or further ways to enhance their troupes' excursions into the Midnight Circus have a number of resources on which to draw. The cultures of the circus and the carnival have fascinated many creative people, whether to amaze or to horrify. Sometimes they do both.

What follows is a taste of the magic of the carnival, whether in literature, music, or film. Come inside and be amazed....

FILMS

- **Freaks** — Tod Browning's very disturbing excursion into the culture of circus freaks was banned as too extreme in its time, and is still viewed with misgivings today. Many of the freaks seen are true oddities. Based on the short story "Spurs."
- **Nouvelle Experience** — A special on the creation of the wildly popular Cirque du Soleil. For those who are unfamiliar with the Canada-based circus, this should whet your appetite for the fantastic.
- **Something Wicked This Way Comes** — The movie based on Ray Bradbury's classic with Jonathan Pryce as the Ringmaster loses something in the translation, but is worth seeing for the visuals.
- **Killer Klowns From Outer Space** — Hordes of nasty clowns invade Earth with carnivorous balloon animals and a big top full of horrors. Very over-the-top cult-stuff.

• **Vampire Circus** — A Gothic creaker from the early '70s, but good campy fun.

• **The Cabinet of Dr. Caligari** — A silent film from the '20s, with a mad narrator, a madder hypnotist and the eerie somnambulist in a strange visiting circus.

• **The Seven Faces of Dr. Lao** — A strange Asian magician brings his circus to town, and madness follows.

BOOKS AND COMICS

• **Blind Voices** — Tom Reamy.

• **Something Wicked This Way Comes** and **The Illustrated Man** — Ray Bradbury. If you read only one thing for this, make it *Something Wicked*, and make time for *The Illustrated Man*. Enough said.

• **IT** — Stephen King. Skim this dinosaur for the encounters with the demonic Pennywise the Clown. His back story should inspire your own for your chronicle's run-ins with the circus.

• **The Big Book of Freaks** and **The Big Book of Weirdos** — Gahan Wilson. Comic-book style vignettes of freaks, oddities, scaries, and just plain strange folks. Drawn by some of the best in the business. *Freaks* has a good section on P.T. Barnum and his freaks.

• **"Hop-Frog"** — Edgar Allen Poe. Short story about a court dwarf whose patience and sanity finally snap in the face of humiliation and degradation.

• **Sandman** and **The Books of Magic** — Neil Gaiman. Good atmospheric reading.

• **The Circus of Dr. Lao** — Charles Finney. The novel that created the film "The Seven Faces of Dr. Lao."

• **Geek Love** — Katherine Dunn. Creepy and occasionally stomach-turning. This novel about a woman taking teratogenic drugs to make her unborn children into freaks is not for the faint of heart.

• **The Last Unicorn** — Peter S. Beagle. A more fantastic circus takes up a portion of this classic.

• **Nightmare Alley** — William Gresham. A novel on life inside the circus from the freak perspective.

MUSIC

• **Cirque du Soleil, Nouvelle Experience, Saltimbanco, Mystere and Alegria** — The music of Cirque du Soleil is at once evocative and haunting, mysterious and beautiful. No calliopes, but still true circus music.

• **Good for Your Soul, Dead Man's Party and Nothing to Fear** — Oingo Boingo. Three very good albums for background music or brainstorming. And while we're on the subject, many of Danny Elfman's movie soundtracks have pieces that would work wonderfully with creating mood.

• **The Black Rider** — Tom Waits

• **"To the Shock of Miss Louise"** — Dig out your "Lost Boys" soundtrack for this carousel tune.

• **Dead Can Dance** — Soundtrack to the World of Darkness, this duo's amazing repertoire ranges from the high mystical to ethnic to Goth.

• **The Changelings** — This Atlanta-based band is at once eerily beautiful and unashamedly different. Reminiscent of Dead Can Dance.



LEIF JONES

A.D. 1996



CHAPTER ONE: THE HISTORY OF THE CIRCUS

But when the amphitheater became only empty shells, the old performers did not suddenly disappear. You would find them straggling over the highways of this old Roman world, stopping at a barbarian court, drawing a crowd at a fair: the weight-lifter, the acrobat, the daring horse-back rider, the man leading a bear.... The monks' chronicle would not notice them, nor, if aware of their existence, even be able to identify them. But as shadows or substance, the circus remained in existence and eventually came back to life in the modern city.

— Lewis Mumford, *The City in History: Its Origins, Its Transformation, and Its Prospects*

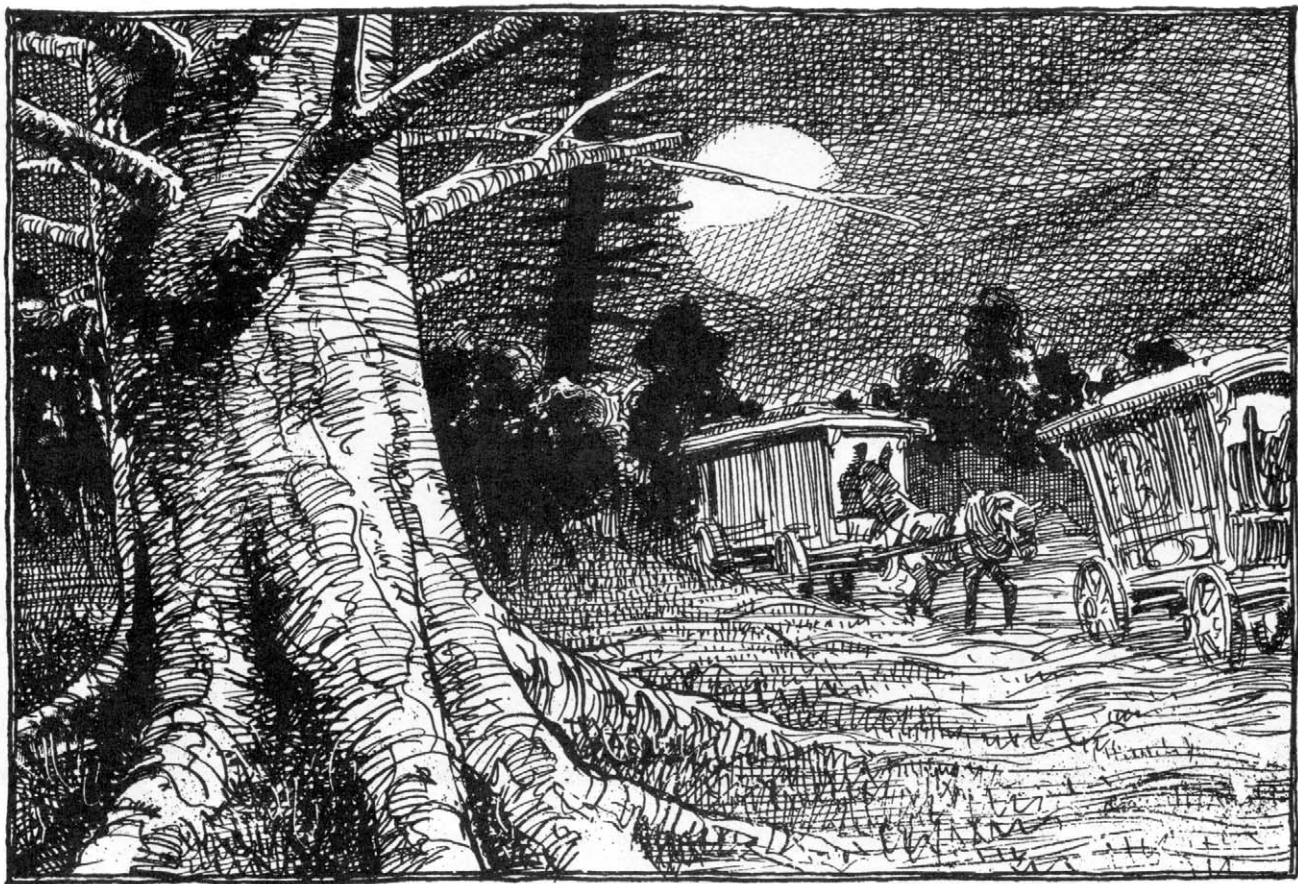
The History of Anastagio's Olde Time Lunar Carnival and Midnight Circus

The name of Namrael the Enochite shall be removed from the Blood of Life. The Curse of Lilith shall follow her, and the doom of Cain; for she has placed signs against us, and fled the city, and rejected her Sires, giving to the Adamites such spells and protection as she can. Yea, she has become Abomination, spreading her gifts to their dances and rituals, aiding their priestesses and holy men, bartering for small price that which should not ever be told. That the Mysteries be given, or the sheep rise up against the wolf, or the slave against the master, is against all that has been ordained.

— The Apocrypha of Lilith

...And in the dry season, the spirit of the waste places, the spirit of the underworld whom those of the Nile call Apophis and who hungers always, broke its bonds and fled. And it came to the children of Ampelus and Isharra saying, let me in, that your festivals may continue always, circle on circle, world without end. And the priestess of Isharra said, yea, thou hungry and devouring spirit, now thou art our wheel of continuance, and she made the sign of the serpent which devours its own tail, world without end.

— fragment from "The Lamentations of Elath the Kenite", The Book of Baal-Gad.



It was in the city of Colophon in Ionia, after reading the works of Heraclitus the obscure that I observed the followers of Dionysus perform their rites, of whom the priests of Apollo at Delphi made inquiry. They traveled with a sacred tree tended by priestesses, and various white-masked holy men. Within their tent city were things hard to explain, rare and exotic animals from the Indus and beyond, even satyrs, but of these and other secrets they were loath to tell, save this: their festivals were old before the Achaeans and Mycenae, and benign. The priestesses told me they came to protect men from those dark elements in the cosmos, Titans and certain ghosts who feed on blood. The rites believed that two unseen deities held power over their festivities: *Cara*, a female goddess whose worship resembles the *Karnei* festivals in Sparta, but also having healing attributes akin to those of *Hermes*, and a dark chthonic power resembling the snake god *Python* whom Apollo slew at Delphi, which is why they believed Apollo's priests made inquiry of them. Dionysus is worshipped openly.

One of the priestesses gave me an emblem of the moon, the sign of their festival, to distinguish it from similar orders. But the men of Crete, who are liars, say that these festivals have always been so, and that the goddess *Aphrodite* has chained a dark spirit with the aid of *Poseidon* earth-shaker, giver of horses. It is as *Heraclitus* of Ephesus wrote: "Hades and Dionysus are the same, in whose honor they go mad and celebrate the Bacchic rites."

— *Erymanthos* of Corinth, 486 B.C.

So I have described to you, *Quartus*, the banquet our emperor *Domitian* presented; a cooked chicken inside a roasted lamb; itself inside a boar prepared by the cooks. After the feast the emperor asked me to attend to him in his quarters. In private he had one of his guards, a deaf Syrian, escort his followers from the room, and then inquired if I was the same *Vitus* who gathered intelligence against the *Jacians*. I replied that I was. He then asked me if I would undergo a mission for him, to spy into the *Luna Circus* which has recently set itself in our city. He let on that a wealthy senator, *Linus*, of old and reputable family, had lost a daughter, one *Domela*, sixteen and of good reputation, to the circus. An actor, the scourge of the emperor, is suspected. I readily agreed; a life of retirement on my family villa had grown dull.

I am asking you, *Quartus*, as you did in Antioch, to infiltrate the place of our concern and report. Be discreet, as the circus's stay in Rome is being generously funded by *Domitian*, who only asks that actors not be allowed to take the stage. As you know, *Lucius Antonius* the traitor had spies in this city, some of whom still operate for other masters and listen for any scandal that may damage the emperor or his allies.

I inquired about the *Luna Circus* and found it came from Greece. Three sisters who work there for the *Sibyls* told me that it was once benign, but that



the masters had changed and the old gods were forgotten; the circus had fallen on evil days. Any crone who styles herself a soothsayer in the countryside repeats the same tale: we are in bad times, give me coin and I'll wail more.

I entered, disguised as a Roman gaul in the city for business, and a most peculiar thing happened. Actors in white-painted faces accosted me and led me to a show where one of their number, dressed as the emperor, held a banquet where a cooked senator was presented to the guests. The senator is carved open and a legionnaire is presented, equally roasted. He is gutted, and a Roman citizen, also prepared, comes out. "The backbone of our tax system," one of the fools cries, and they all laugh before dining. Then the emperor clapped his hands, and the fools fled, save for one dressed like myself, only a grotesque fawning look was in his eyes, and the emperor made him beg for scraps and then spy on the circus. He then kicked him out in a bit of comedy I found distasteful. How did they know? My fear mastered me, and I fled.

I cannot go back, my confidence is shaken, and I find myself sick with sores. please, quartus, I beg you...

— virtus eligius, 90 A.D., letter to quartus maximillus

of old she was known as a star the beautiful, and named in her youth autumn queen and the maid of petals. The golden rays of the sun played down her hair like a waterfall, yet Astarte's love was given to the light of the moon and all things which come out in secrets during the long night's reign. Such was her joy in her youth, the eldest daughter of criann, lord of the host. The bards of the sidhe composed twenty-and-seven songs honoring her beauty. twenty-and-seven hands she refused in union.

There came a time of storm in autumn, when leaves blew off the skeletal branches of trees and in the dark wind promises of distant lands and distant things were brought to every sidhe heart: longings and terrors and heart's anguish. And Astarte rose, and laughed at the storm while the people of criann cringed, and she said, "come and carry me away, hope beyond hope, for I am the queen of winds and despair, of anguish, and the high hope of my race." And the winds carried her, and on the morrow she was gone.

— *The crimson book of the sidhe*

Nabil ibn Saqr did not heed Muhammed ibn Al-Hasan Al-Khalidi's injunction to avoid associating with evil people, for he often took to the marketplaces about Baghdad to seek them out and debate with them. When the tents of the wandering performers and dervishes were pitched for the enjoyment of the court and people, he entered and debated with the white-painted priests of that place. They held out to the noble Sufi pearls of wisdom and truths Nabil sought, and so caught him like a fisherman might with nets. He left with the wandering folk, still debating, now dressed in the odd garments of the white-faced priests. So we lost one of our most noble teachers, fleeing with the strange folk of petty desires. If we must associate with traveling folk, let it be with believers.

— Rashad ibn Lufi, *Teachings of Ibrahim Abd Amir* (ca. 927 A.D.)

Our Lord has stricken us with blight, allowing a carnival to enter this place, which did cause ruin amidst the people with works of Satan and divers magics. I did inform His Grace, the Bishop, who saide the carnival folk are of Gaine and Lucifer; and saide for the good of all souls to preach a sermon with a morality play after about Everyman and his fight with the Worlde.

— Father Wickam of York, *Chronicle of York*, 1379.

Than John Dunstan went into the faire
And cometh upon a mayden there.

"You are an alf-maide of rare beauty,"
he sayeth to the maide by the tree.

"Yea, I am the lady of the oak,
The Autumn Queen of the hidden folk.

Come with me into the pageant faire,
Drop Adam's sin from your soule and your care."

John Dunston wept a tear and his handes shook,
"Your kind is not writ in God and Crist's booke."

"Adam's sonne," saide she, "there we do not dwell,
Nor where the doomed sinners pine in darke hell.

On Midgard in this faire, not low or above,
Now Adam's sonne, come ande be my love."

— "Song of the Midlands," c. 1450

The flag thereof bore her insignia
A ghastly hunter's moon, from elfin time
And secrets three lie in the moon's enigma

Where for an eye lay a serpent entwined
Round in circle eating its tail

Wyrm Oroborous reduced to scale

A warning from that strange demonic place
Unsated hunger from the dark divine

Two evil powers lurk beneath that space

And a third, unheard, with feminine grace

— Sir Geoffrey Cabot, "The Book Writ Small," c. 1913

A Report on the Marvels Generated by Anastagio's Olde Time Lunar Carnival and Midnight Circus, special for the Front Royal Jefferson Democrat, by James Calway, September 7, 1857

Recently Front Royal was the host of a troupe of entertainers who traveled under the banner of Anastagio's Olde Time Lunar Carnival and Midnight Circus. This particular circus, while smaller than some of her Continental cousins, has established a reputation unique to showmanship by the quality of her acts and shows. A few of these have confounded experts on both sides of the Atlantic.

The ringmaster, one Marcus H. MacWillie, upon learning I was of the newspaper trade, offered to show me letters attaining to the quality of his carnival from all parts of the globe. "We are in the business of entertainment, sir, and I can guarantee every citizen who enters our little arena will never forget the experience of a lifetime." When told of the sermons of Mr. Robert Shane, a Baptist minister from Winchester, who called the circus the entrapments of Satan, Mr. MacWillie laughed and offered to give the minister and his family free passes to the carnival. "They don't throw Christians to the lions anymore, and even the Son of God was known to enjoy festive occasions."

The circus, set up four miles east of the city, was crowded. Your reporter, arriving on the second night, went to investigate the claims of "The Horned God" and "The Living Sphinx" in the Museum of Oddities. Leaving the Ringmaster, I made my way to a crowd of people waiting for the entrance of the tent to open. Vesuvius the Fire-Eater entertained us with feats of gastronomic pyromancy while we waited for the tent to open. I almost asked the flame-eater if he would accept brief employment to use his particular talents against the printing presses of the Shenandoah Valley Whig Newspaper, but before I might he had quitted the stage, replaced by a juggling clown.

The Museum of Oddities was all that the posters had claimed that it would be. We were ushered in by one Dr. Owl, a specialist in natural history. I beheld the Horned Man, who was in a stall playing upon a lone flute. He had the horns of a ram, and his torso from the navel down was hairy like a goat, and two hooves dug into the straw beneath him. He resembled the satyrs and depictions of Pan found in the art of the ancients as well as the grand paintings of the European masters. I asked the doctor if I might examine the sad creature, but he refused, saying the creature was happily playing music and it would be criminal to interrupt. The Sphinx, with the lion body and human head, was likewise real, as were the harpies and other assorted creatures. Dr. Owl assured us that they were indeed oddities of nature, collected on the show's many travels. He himself debunked the myths behind them, and explained that the superstitious ancients, upon beholding one of these mishaps of creation, would declare it divine; hence arousing those religions we find in Homer and Ovid. In a melancholy mood I left the tent of the old doctor and found myself at the booth of Madame Fara Scribunda's Fortunes...

Old Lunar Circus Produces Fun, Controversy in Falls Church

Charles Musil is a long-time resident of Fairfax County, Virginia. He remembers when Route 7 was farmland, and has seen more than his share of change. Yet one thing remains the same for the 76-year-old World War II vet — Anastagio's Olde Time Lunar Carnival and Midnight Circus.

"It hasn't changed a bit, not a bit," Mr. Musil said, watching his granddaughter Jessica on the merry-go-round. "Why, I'd swear some of the characters are the same." Similar reactions have been voiced among the older residents who are attending the traveling show set up near Bailey's Crossroads.

According to ringmaster Devyn Cavendish, the success of the carnival is no secret. "We try to provide an atmosphere where people's memories are cherished," he said, donning his red tailcoat and top hat moments before introducing the main acts to an overflowing crowd. "As far as traveling carnivals go, we're a fairly conservative bunch," he added as an aide brushed his coat in last-minute preparation.

Conservative may not be an entirely appropriate term for the delights and displays of the Midnight Carnival. Posters and acts advertising such shows as "Vesuvius the Amazing Human Fire-Eater" harken back to the golden heyday of the circus in the late 19th century. Acrobats, elephants, juggling clowns, stilt-walkers and snake-charmers can be found within the confines of the festive atmosphere which runs August 30 through Labor Day.

"They still have the oddities," Clara Bass, 79, told her friend Doris Henderson. While the classic freak shows seem a thing of the past, a product of a less sensitive age, crowds can still marvel at "The Horned Man-God" and "The Human Canary" within the Olde Time Lunar Carnival. The show is currently under the watchful eye of various advocacy groups representing the disabled. "We're back to the medieval ages," said Paul Retting, a little people spokesman. Other organizations have joined in the chorus of criticism.

Cavendish answered these statements with, "They are here voluntarily. None of our employees are unhappy here. I share the concern of these groups, and if they want statements to that effect, we will be happy to provide them, or they are welcome to come here to check out conditions for themselves." Hugh Hollister, a representative for two advocacy groups, seemed satisfied with Cavendish's claim after an inspection and half-hour talk with the ringmaster. "They're happy here," Hollister said. "We should stick to more important issues."

The Lunar Carnival and Midnight Circus has been in operation for over a hundred years, and is one of the few to have survived the turn of the century. While it never reached the size of Barnum & Bailey's, it has maintained a reputation for the quality of its magic and animal acts, even among rival circus companies. "They always had great acts," said retired stage magician Matthew "Marko the Magnificent" Lipton, who worked the state fair circuits in the Mid-Atlantic for thirty years, and was visiting relatives in town. "Some said they were bad luck, though."

County authorities point to the 1974 deaths of Karl and Flora Backbridge, both of whom suffered fatal heart attacks during an illusion act, and the more recent death of an unknown circus hand in 1979 as indications of past troubles. The circus hand was found to have lied about his identity, and is believed to have died from severe alcohol consumption, although there is some dispute.

"We've had outside investigators come in to make a report," Cavendish explained, apparently used to this line of questioning. "According to them, the autopsy found alcohol and paint thinner in his stomach. Since then, all new employees go through a psychological exam as part of our hiring practice." Cavendish indicated that necessity in the past had forced the circus to hire some people at short notice for seasonal work. "But there's nothing like it," he added with a sly wink. "Who wouldn't bargain away their very soul for a day and night at the Olde Time Lunar Carnival and Midnight Circus?"

...the remaining architectural structures of the Falls Church County Fairgrounds are not as important as the cultural significance they represent, the popularity of turn-of-the-century circuses in American life. Aside from The Ringling Brothers and Barnum & Bailey Circus, other, similar circuses also crisscrossed the continent. Among them were W. W. Cole's Circus (noted for its quality acts), Sells Floto Circus, Harris Nickle Plate Circus and Anastagio's Olde Time Lunar Carnival and Midnight Circus, the last known for its magic acts and sideshows. This was not far from land owned by the Bailey family, which served as an animal training ground and winter quarters for various circuses. Crossing Leesburg Turnpike and Columbia Turnpike, the Bailey property was used by many traveling shows.

The Midnight Circus made use of the Falls Church County Fairgrounds, gaining notoriety in 1905 when a retired Washington DC police inspector, Sgt. Walter Kimm, was mauled before a live audience by a puma which escaped from the Wild Cat Show. His widow, Clara Kimm, was granted a large sum by the management in a gesture of condolence. The place where the tents were pitched was beyond the stone wall (fig. 3), and the animals were kept in the field beyond. The economy of these nostalgic circuses, closely tied to the railroad industry, began to decline when trucking...

— Falls Church County Fairgrounds, Falls Church Independent City, Virginia, 73009823, National Register of Historic Places (excerpt from file).



To my colleague Dr. Sarpedon,

I have undertaken, at your request on behalf of our order, the study of the Infernal carnival which makes itself known to the public under the guise of "Anastagio's Olde Time Lunar Carnival and Midnight Circus." The scraps I have gathered here are dear bought. Suffice it to say, we are not the only group hunting for these records. My history is brief by necessity. It is not complete, and much is educated speculation.

I have been dogged by a strange crow for three days. Evening approaches and I fear the Man With No Name has assumed form and waits for me here. Things of wax and clay and swift decay....

History of the Carnival: As the scraps above mention, it is far older than we originally guessed. There have been celebrations among humanity since the dawn of our race; the written record came much later.

The original Incarna, or spirit, of the festivals which later degenerated into the ghostly trap of souls it is today, was a female spirit referred to by many names in the Indo-European family of languages, but is perhaps best known as Cara (related to the Roman deity Carna, goddess of festival). Cara was a spirit of masks and exchange, and the idea of exchange was always central to her rites. The country folk sacrificed to her; in return her priestesses cured infirmities and blessed crops. The rites associated later with the god of the dying and reborn vine, Dionysus, began under her cultivation. Her symbol was a holy tree, guarded by her male followers, the White Priesthood. These ancient rites fell under the attention of one of the earliest vampires, some believe a scion of legendary Caine. (Vampire lore is contradictory and confusing on this point; what follows is educated speculation.)

Namrael the Enochite broke from the undead city of her sires and joined herself as a priestess to the rites of Cara. Whether she did so believing that the Cainites' preying upon early humanity constituted a sin, or whether she desired to found a new religion with herself as

ruler is impossible to say. She offered charms and protection to the race of Adam against her own kind and the other terrors of the outer dark, the lycanthropes and angry spirits.

The spirit of Cara called on Namrael to sacrifice herself to the rites in exchange for their continuance, perhaps with the possibility that to refuse the exchange would be a denigration of their value on her part. So the vampire willingly bled to death to feed the power of Cara, and upon her blood the traveling rites flourished; even then they traveled about the Near East and Mediterranean world.

Lesser spirits joined themselves to Cara's rites. The original purpose of the voluntary exchange was forgotten when Rome rose. The Dionysian reveries had by then overrun the rites of Cara, becoming the carnival, and the carnival took from people unknowingly what it felt it was owed. What did the spirits of carnival take? Whatever the individual placed the greatest value on. Beauty, power, wisdom, religious insight: all could be taken from a person in the form of exchange.

The demonic element of the carnival is equally ancient, although I cannot with any certainty date when it came about. Apophis he was named by the early scribes, a cthonic power who had associations with the Egyptian god of the underworld. Apophis represented the primal forces of chaos who crushed the souls of the dead into nothingness, a state greatly feared by the dwellers of the Nile. When the serpent-spirit fled the waste places, hungering for worship, it bargained with Cara to keep the rites continuing in return for sacrifice. This seems to have been struck early on. For years the power of Cara kept the dark spirit in check, yet the snake who eternally sheds its skin became an apt metaphor for the rites which ever changed location.

The original rulers of the rites (next in line to the deities) were the White Queen, the White Priest and the Lord of Rains. All three were positions granted by the three high priestesses of Cara. Namrael replaced the Lord of Rains with the Ruler of the Two Worlds (symbolically, the



living and the dead). Even after her sacrifice, a vampire has always been chosen for this position.

The rites of Cara became the Lunar Circus when Rome rose in the Mediterranean world and then slowly fell to decay. During the reign of Augustus, the holy tree died. This stripped Cara of her ancient power, and Apophis usurped the rites to such an extent that the White Priesthood became frightened. They sought to counter the infernal influence with the influence of the Wyrms, fighting fire with fire. (I make mention of the term *Wyrms*, a peculiar term borrowed from the shapeshifters. We might as well say entropic spirits.) The partisans of Cara slipped from power, and the White Priest was usurped in this time by the growing power of the Ring Master, who saw to the day-to-day operation of the circus.

After the fall of the Western Roman Empire, the vampire member of the triad was Theodoric the Goth. During the reign of Charlemagne (AD 771-814), Astarte of the sidhe joined her small changeling troupe to the larger carnival and took the place of White Queen. She is the oldest of those who currently serve with the carnival. With her addition, the entropic spells surrounding the carnival were raised, and doorways were opened which had been closed before. The carnival traveled about the lands of men and the borders of imagination; accounts of the haunted carnival crop up in the legends of changelings and mages visiting far realms. She took the symbol of the crescent moon and made it hers. She is named Autumn Queen and Queen of the Carnival.

It was in the early Middle Ages when the White Priesthood fell fully to the background. They attempted to explain holy truths to the illiterate masses of Europe through acts and plays, and they became known as fools and clowns. Their leader was always known as the King Fool, originally a sacred title.

The greatest Ringmaster, Anastagio the Nephandi, joined in the 15th century. It was he who increased the entropy spirits' stake in the carnival, and he played the mediating balance of power

between the infernal and entropic influence, reveling in his task. Anastagio made alliances with other infernal powers, and it was under him that the decay became a nightmare. Aligning with Astarte, he defeated Mordblund, the vampire who had replaced Theodoric. It is believed that Mordblund had planned to wrest control of the circus from his two rivals. Mordblund was replaced by Calabris, and the alliance of Anastagio, Astarte and Calabris continues to this day.

The modern circus was founded in 1768 by Philip Astley, an English trick and bareback rider. The tent became popular in the United States about 1825, and the great European and American circuses used the newly formed railroads to travel about; the economic boom of the one affected the other. Anastagio's traveling fair soon became a traveling circus, with horseback riders, animal acts and additional lures to captivate audiences. They never reached the size of Barnum & Bailey or Adam Forepaugh's circus, but they established their reputation on the quality of their acts and side shows, as well as their willingness to visit smaller community locations, which the larger circuses tended to avoid in their search for capital. They had a reputation during the last century of being a very mysterious, tightknit organization. Their performers could not be lured away by larger competitors. Anastagio's travel arrangements were very secretive, and they would appear in a town almost unannounced, which only added to their reputation.

The circus left human debris in its wake, stripping entire areas of spiritual and physical power; small towns and rural areas were devastated. This was never officially charged to the circus, although some clergy decried their infernal energies from the pulpit. While these pamphlets have an antiquated, even humorous charm in their usage of a past century's idioms, they are amazingly sophisticated in their understanding of what the community was up against: an infernal carnival which endangered the spiritual and physical well-being of the members of the community.

What the internal power structure currently is or future information on these three is difficult to articulate. Calabris is a master of dark mirrors and illusion. Astarte has held the powers of time and entropy from the carnival while calling to her people in siren song. The Ringmaster collects souls, feeding the dark deities of the carnival with the hapless spirits of innocents. As for the rest of the carnival, it comprises captured spirits, chained souls and unfortunates withering away into nothingness under the heavy coils of the dark forces. If any part of Cara's influence remains, it is very little or tainted beyond recognition.

Of some import—

Here the report ends. Our friend Professor Thomas Brusaw was found strangled at his desk. Upon close inspection, the authorities found traces of wax about his neck and arms. I am passing this on to you, as he intended. I am too old to pursue the matter. I hate to sound callous, but why not give the information to one of the other Traditions? The Order of Hermes and

Celestial Chorus might have a vested interest in stopping this strange phenomenon. Thomas does seem to know much about vampire lore, a study I pursued once in my youth, until I nearly suffered a heart attack in the London sewers from an encounter with a particularly ugly representative of the species. It has been a closed book to me ever after, and I am amazed at his knowledge of the matter. My work on tonal vibrations continues with great success. But back to poor Professor Brusaw — the Sons of Ether lost an excellent Scientist. Sorry to impart this tragic news. I look forward to seeing you at our annual meeting.

Yours in sorrow,

Lord Riverthrush

P.S. — Rather odd that this report survived. As you know, Thomas was working on various time displacement experiments. Perhaps the paper disappeared upon attack to reappear later. Entropy transference was his specialty, although I confess it is not my field of study. It's a shame his research into many troubling matters has ceased. As you were close to him, I hope to reaffirm that Thomas was a brave explorer whose personal kindness touched all of us who knew him.





LEIF
JONES
1996

CHAPTER TWO: THE WHOLE SICK CREW

Power in the Midnight Circus is divided into five circles, or ranks. At the top of this is the Infernal Trinity, which rules over the circus and deals with its powerful infernal and Wym patrons. The circle of power refers to the person's relative standing in the carnival's hierarchy, but not necessarily to his powers as an individual.

FIFTH CIRCLE

The fifth circle consists of only the lowliest of circus outcasts. Even most of the freaks look down on those of this circle.

DIMITRI BABINOV — GURUHL (WEREBEAR)

Position: Animal performer, Koba's Progressive Clown Show

Breed: Ursine

Auspice: Full Moon

Physical: Strength 5 (8/10/9/7), Dexterity 4 (4/3/1/3), Stamina 4 (7/8/8/7)

Social: Charisma 2, Manipulation 3 (2/1/1/0), Appearance 2 (0/0/2/2)

Mental: Perception 4, Intelligence 3, Wits 2

Talents: Alertness 2, Athletics 5, Brawl 2, Empathy 2, Intimidation 4

Skills: Animal Ken 5, Survival 3

Knowledges: Enigmas 3, Linguistics 3, Occult 3, Rituals 2

Backgrounds: Past Life 3

Gifts: (1) Beast Speech, Mindspeak, Mother's Touch, Razor Claws, Spirit Speech; (2) Luna's Armor, Scent of the Prey, True Fear

Rank: 2

Rage 6, Gnosis 8, Willpower 7

Rites: Rite of Rending the Gauntlet, Rite of the Pure Earth

Image: Dimitri is a large black bear. In human form, he is a bearded giant of a man with a lost look in his eyes.

Roleplaying Notes: You have nearly forgotten any life outside the circus. In dreams you vaguely recall the power and freedom that was yours. Chained to the will of Koba, yours is a half-conscious existence where sleep offers the only release. You no longer think of escaping, and have almost given in to the identity of a trained circus bear. A spark in you remembers, however, and if it is ever properly fanned, the flame of your rage would consume your tormentors.



History: Living in the wide-open spaces of Siberia, Dimitri watched humanity to learn their customs and language. "Dimitri Babinov" was the name he gave his human form, though he preferred to walk in his bear form. Most people he encountered believed him to be a trapper. Captured during his slumber by Koba, Dimitri awoke to life in the Midnight Circus. Coming under Koba's will and the dark entropic pull of the place, the once-proud werebear became sluggish and slow. Serving as his ultimate enforcer and protector, Dimitri hates the man who enslaved him. It is not too late to save Dimitri, but a major effort will be needed. If he truly awakes, he will be a powerful ally, but he will need many years to recover from the Barbs and Snares of the Midnight Circus.

Note: General information on the Gurahl and other non-Garou shapeshifters (such as the Corax and Bastet) can be found in *The Werewolf Players Guide*.

Quote: (low growl)

TUB OF FLESH

Position: Freak

Clan: Nosferatu

Sire: Unknown

Generation: 8th

Embrace: Early 1600s

Nature/Demeanor: Child/Child

Physical: Strength 5, Dexterity 5, Stamina 5

Social: Charisma 1, Manipulation 1, Appearance 0

Mental: Perception 3, Intelligence 1, Wits 4

Talents: Alertness 5, Athletics 5, Brawl 4, Dodge 4, Intimidation 5

Skills: Stealth 5

Knowledges: None

Disciplines: Auspex 1, Celerity 3, Fortitude 4, Obfuscate 2

Backgrounds: None

Virtues: Conscience 2, Self-Control 1, Courage 3

Willpower: 6

Humanity: 3

Merits/Flaws: Acute Senses/Monstrous, Prey Exclusion (Children), Mild Phobia (Light)

Image: Tub of Flesh is a liquefied Nosferatu vampire. Its body consists of ropy strands of moist, purple-black meat. This writhing mass of flesh continuously bubbles and oozes, occasionally taking near-human form before falling into its usual protean mass. Dozens of blinking eyes stare out from the roiling mass. Multiple fanged mouths also gape from the morass, emitting plaintive wails or ominous hissing.

Roleplaying Notes: Hatesssss zircuz, zey srow sings atss yu. Stay hidenz in darks placecsss. Most all you protectez childlrenz from ze bad onez. Zey screeemz when zey seez you, but you undrztanz, zey iz childlrenz jutz zezame.

History: Born in a small Norwegian fishing village during the 1600s, young Hans was an adventurous boy, often exploring places forbidden by his parents. One evening he became lost in a mist-shrouded fjord. At last taking shelter in a small cave, he did not realize that he had found shelter in a mad Nosferatu's lair until it was too late.

Forced to wander, the newborn child subsisted on the blood of animals and avoided inhabited regions. It was then that Sascha Vykos found him. Whether as an experiment or simply for a mad whim, the Tzimisce warped the boy into his current monstrous form and abandoned him. Wandering for many more years, the unfortunate Nosferatu was eventually ensnared by the carnival. Used as a watchdog, Tub of Flesh is reviled by even the worst of the other circus freaks who subscribe to a strong hierarchical system. A circus pariah, he is protected by their general fear of him and by an edict from the Infernal Trinity.

Quote: *kzsjdglajdfghjksssssss*

Note: While usually seen as Cone of Flesh's pet, Tub of Flesh still retains a modicum of free will and hates the carnival. Tub of Flesh can be a remorseless killer, but will under no circumstances attack another child. Besides his Disciplines, Tub of Flesh can heal two Health Levels for every Blood Point spent. He is essentially a liquid and can seep through almost any size of hole.

TAMIKA TANAKA

Position: Mime-Entertainer

Clan: Malkavian

Sire: Albrecht Ausberg

Generation: 11th

Embrace: 1926

Apparent Age: 19

Nature/Demeanor: Bon Vivant/Traditionalist

Physical: Strength 4, Dexterity 5, Stamina 3

Mental: Charisma 5, Manipulation 4, Appearance 5

Social: Perception 4, Intelligence 3, Wits 5

Talents: Acting 5, Alertness 3, Athletics 4, Dodge 4, Subterfuge 5

Skills: Etiquette 4, Music 3, Survival 5

Knowledges: Investigation 4, Linguistics 5, Medicine 3, Politics 2

Disciplines: Auspex 3, Dominate 2, Obfuscate 3, Presence 3, Thaumaturgy 3 (Lure of Flames 2, Movement of the Mind 3)

Backgrounds: Allies 2 (Baroque and Carmody), Resources 3, Status 2

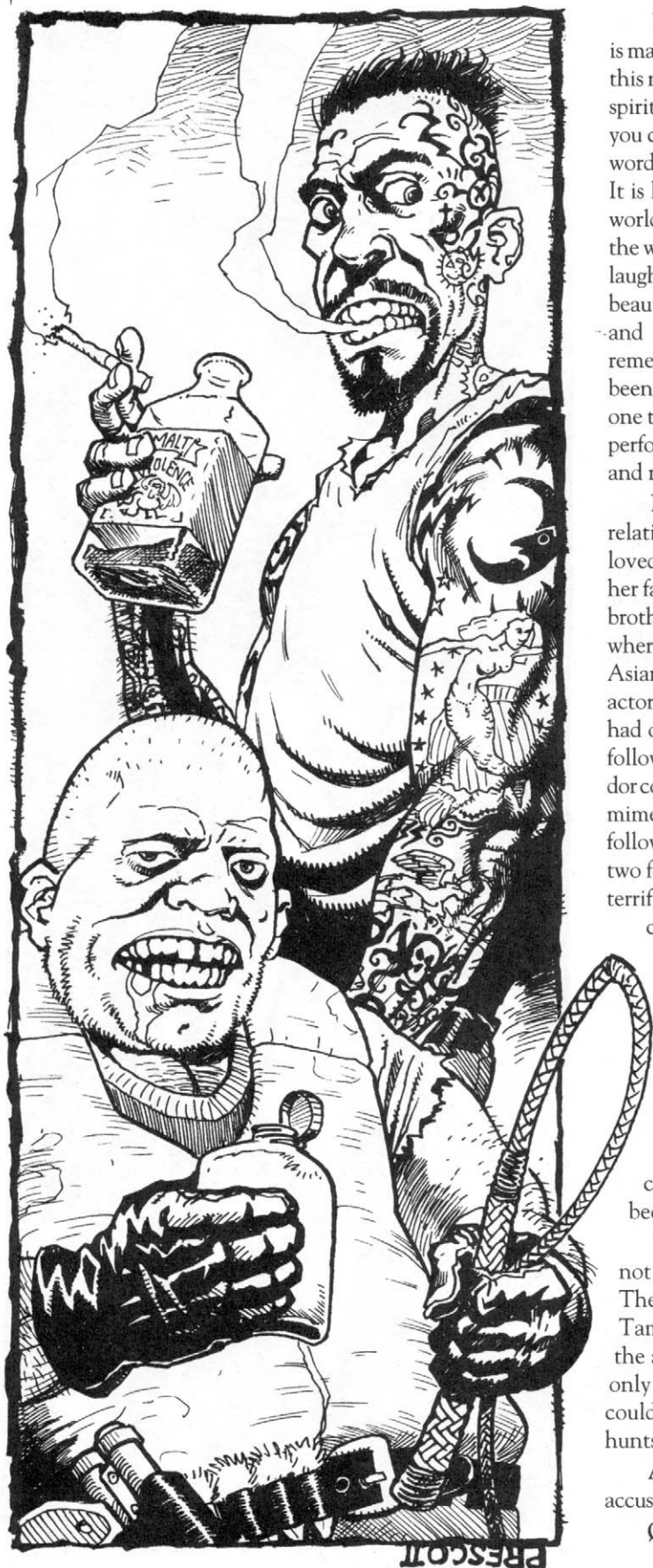
Virtues: Conscience 1, Self-Control 5, Courage 4

Willpower: 7

Humanity: 1

Image: Tamika looks like a cross between a traditional mime and a Japanese Noh player. Her straight black hair pours down her back like water. Her face is almost never seen out of make-up, a strangely elegant combination of clownish mime and geisha. A long, loose kimono floats over her black leotards. Her eyes sparkle disturbingly through her make-up. The clowns and other minor circus denizens shudder at her complete silence, calling "NightMime" and "Hellsister."





Roleplaying Notes: You have such freedom! Every night is magical, every night you want to play. It is a beautiful world, this night theater. Your part in this strange play is an ancestral spirit who feeds on the blood of the guilty. Looking at people, you can tell who has shameful secrets. You have not spoken a word in over 60 years, so well do you play this traditional part. It is like when you saw snowfall as a child, and suddenly the world was quiet and magical. Icicles hung from the temple and the wind hissed over the white world. You see the people, they laugh, you laugh quietly, then you find a sad person or a beautiful child, or a man who resembles your beautiful father, and you hunt him. You drink from them, that they may remember never to forget the proper rites. Lately, you have been sad. Your companion of many years, the white-masked one the others called Angelo, was killed by a Garou. Now you perform the bereaved widow. The Animal-spirit had to win, and now you weep silent tears before the audience.

History: Born near Kyoto, Tamika was raised by country relatives when her father found work in the United States. She loved the country life of her grandparents, and was sad when her father had enough money to send for her and her younger brother. America was strange. They lived in San Francisco, where her father ran a goods store that catered to the large Asian community. Embraced when she was 19 by a Malkavian actor, Albrecht Ausburg, she believed that an ancestor-spirit had offered her a part in a strange night drama. Silently she followed his instructions. Though much adored by the Toreador community, Tamika still felt shy. When Angelo, a Toreador mime, arrived with the Lunar Circus, she fell in love and followed him to the big top. Initially at Calabris' direction, the two formed a team that both entertained the night-goers and terrified the other circus hands. Angelo was the only one who could rein in Tamika. They made an odd couple, but an excellent team and considered themselves man and wife. From time to time they performed favors for Calabris or Cavendish.

Angelo was slain by a Bone Gnawer Garou when the circus recaptured the Horned Man. With her last link to reality severed, Tamika became a wild card. Viewing the world through the eyes of Noh theater, Shintoism and her own imagination, she became lost in an intricate fantasy life. The night has truly become her stage.

Due to her familiarity with the circus people, she does not usually attack them, looking on them with a stoic eye. They, too, have their parts to perform in this strange play. Tamika sleeps in a hiding place known only to her (beneath the animal trailers). Baroque and Carmody seem to be the only ones not bothered by her, and treat her kindly. Still, she could turn against anyone if the play calls for it. She often hunts in the towns the circus is visiting.

Agenda: It is the second act of the play. In the third act you accuse the white lady and the dark man of killing your husband.

Quote: ...

TATTOO TIM

A tall man with goatee and glasses, Tattoo Tim wears a sleeveless T-shirt. His arms are decorated with tattoos of the Midnight Circus moon logo and a mermaid. Tattoo Tim lives in his trailer office, where he gives Bane-infected tattoos to an unsuspecting public. He is a nervous chainsmoker and heavy drinker. Empty bottles of cheap whiskey line the floor of his trailer.

Tim was a struggling art student drawing caricatures at a major theme park when he went berserk. Working in the sweltering July heat, he snapped and pushed a popular costumed character-actor, Poacher Possum, into a water ride. He joined the Midnight Circus soon after. Working so closely with Bane materials has warped Tim into a mumbling, drinking wreck. When drunk he likes to slam dance against the walls while mouthing old Sex Pistols lyrics.

BILL BILOC (ANIMAL TRAINER)

This overweight alcoholic is nearing the end of his rope. After a salary dispute with Mr. Flint, one of the lions mysteriously attacked him. Biloc's shirt hides the scars. Biloc's brutality to the animals and Black Spiral Dancers has earned him their undying hatred. A few times he has been so drunk that Aubrey Dutetre has had to step in and perform the show. Biloc's days are numbered, and the circus is actively searching for a new animal trainer. It is only a matter of time before an unfortunate accident with the wolves takes place.

THE FOURTH CIRCLE

These are the rank and file circus performers, concession workers and roustabouts. They have little power, but form the backbone of the circus. There are more in this circle than in any other level.

AUBREY DUTETRE — BASTET (WERECAT)

Position: Acrobat, part-time animal trainer

Tribe: Bagheera (Panther)

Physical: Strength 3 (4/6/5/4), Dexterity 5 (6/8/8/8), Stamina 3 (5/6/6/5)

Social: Charisma 4, Manipulation 4 (3/1/1/1), Appearance 4 (3/0/4/4)

Mental: Perception 3, Intelligence 3, Wits 3

Talents: Alertness 5, Athletics 5, Brawl 2, Dodge 4, Empathy 3, Expression 3, Primal-Urge 2, Subterfuge 3

Skills: Animal Ken 5, Etiquette 3

Knowledges: Investigation 2, Linguistics 4, Occult 2

Backgrounds: Allies 4 (Acrobatic partners and Belle Starr), Den-Realm 1

Gifts: (1) Blur of the Milky Eye, Catfeet, Razor Claws;

(2) Shriek, Touch the Mind; (3) Purr

Rank: 3

Rage: 3, **Gnosis:** 7, **Willpower:** 5

Rites: Rite of Claiming, Talisman Dedication

Fetishes: None

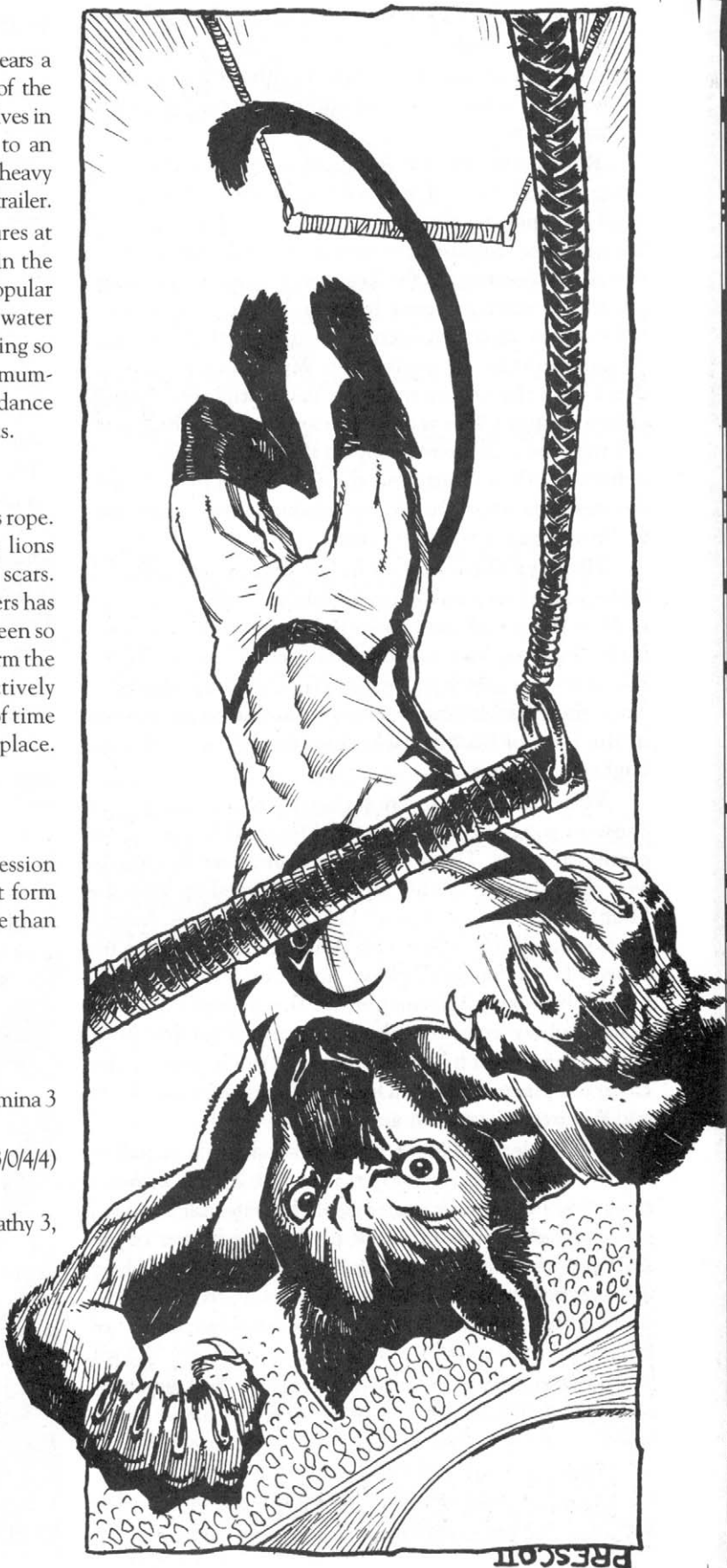


Image: Aubrey Dutetre is a young, dark-haired man of average height with wiry muscles. In Crinos form, he is a beautiful mix of man and panther with jet fur. Aubrey's Feline form is a sinuous black panther projecting an aura of hidden power.

Roleplaying Notes: Although somewhat aloof, you are genuinely fond of your fellow acrobats. You have a need to display your athletic talents as well as your intelligence. Your interest in existentialist philosophy led you to Camus, Sartre and Kierkegaard; you enjoy discussing their ideas when someone lets you. You're genuinely fun to be around once you open up. You know that the circus contains horrific elements and is Wyrms-tainted; you just don't have the energy to leave. You justify this through existentialism ("Life is absurd"), and by reminding yourself that you came here to spy on the place. Lately you've befriended Belle Starr, and the two of you have quietly discussed leaving. You are now shaking off your lethargy and readying yourself to escape.

History: The son of an Indian woman and a French diplomat, Aubrey was a cosmopolitan child, growing up in New Delhi and then Paris. Relishing sports and acrobatics, he spent his adolescence dreaming of entering the Olympics as a gymnast. He also grew fond of philosophy. Then the Change came, and his cousin Jarita guided him in the ways of his birthright, explaining his Bastet and Bagheera heritage.

When his parents were stationed in Ottawa, Aubrey chose to go to the University of Montreal to perfect his gymnastic skills. There he met Guy and Jean Raison, as well as Collette Blanche. His friends signed up with the Midnight Circus after seeing it near Trois-Rivieres. Aubrey sensed something wrong with it and mentioned it to his cousin. Jarita couldn't believe his luck — the Bagheera had been seeking information on the strange circus for years. Aubrey volunteered to infiltrate it for his tribe, secretly fearing for his friends' safety. After he tracked the circus to upstate New York, his friends recommended him, and Aubrey joined as an acrobat.

Aubrey learned much about the carnival, including that the preceding acrobatic troupe had died in a mysterious fire in their quarters. Still, he rationalized, and unfortunately blinded himself to the true horror of the situation until Belle Starr began talking to him. Aubrey distrusts her, but knows that he must make strong allies to survive. The two have discussed escape, but have not formalized their plans.

Note: Aubrey has a den in the Parc Du Mont Tremblant, over 100 kilometers northeast of Montreal. He hasn't seen it since he joined the circus.

Agenda: Escape the circus.

Quote: Yes, the circus has a dark effect. It is like the plight in Camus' *Stranger*; you cannot honestly be remorseful.

BELLE STARR

Position: Sharpshooter

Clan: Gangrel

Sire: John Wind-Walker

Generation: 8th

Embrace: 1889

Apparent Age: 40

Nature/Demeanor: Cavalier/Pedagogue

Physical: Strength 3, Dexterity 5, Stamina 4

Social: Charisma 3, Manipulation 2, Appearance 2

Mental: Perception 4, Intelligence 2, Wits 4

Talents: Alertness 4, Athletics 2, Brawl 4 (Barroom), Dodge 2, Empathy 2, Expression 2, Intimidation 3, Streetwise 2

Skills: Fast-Draw 4, Firearms 5 (Trick Draw), Melee 3, Ride 4 (Trick Riding), Stealth 3, Survival 4

Knowledges: History 2, Law 1, Linguistics 2 (Spanish, Cherokee)

Disciplines: Animalism 5, Auspex 2, Celerity 2, Fortitude 3, Obfuscate 1, Potence 1, Protean 4

Backgrounds: Allies 1 (Aubrey Dutetre), Contacts 4, Fame 2, Resources 1, Status 1

Virtues: Conscience 3, Self-Control 4, Courage 4

Willpower: 7

Humanity: 7

Merits/Flaws: Code of Honor, Higher Purpose (Escape Circus)/Dark Secret (Escape Circus)

Image: A stocky woman in her early 40s, Belle Starr wears chaps, a rawhide coat and a cowboy hat. She is more striking than beautiful; she shuns makeup and seems awkward if she has to dress up for anything. She always carries at least three guns.

Roleplaying Notes: You were laying there, dying in a pool of your own blood. Your life was flashing before your eyes, and you didn't like what you saw. Suddenly Wind-Walker appeared. He told you that there was something worth saving in you and that you wouldn't die. True to his word, he saved you as a vampire and saw you through your early years as a Gangrel.

You tried to put your desperado years behind you, making up for the harm you'd done while living. Then one night, you crossed paths with the circus. You resisted the call at first, but the carnival has a way of confusing things. You've been with the circus for over 60 years now and never quit trying to escape. You've managed to get really away several times, but the circus always just reeled you back in like a fish on a hook. Recently you made the acquaintance of Aubrey Dutetre, the trapeze artist. He feels the same way you do, and the two of you are making some plans.

History: Originally Myra Belle Shirley, Belle Starr was born in Carthage, MO, in 1848. She was an outlaw, working for first the Confederacy during the Civil War and later as a



member of various gangs. An unknown assailant shot Belle Starr in 1889, but she came out of the ordeal as a vampire. She attempted to make restitution for her past misdeeds through good works. By becoming a protector of the innocent, she also became an easy target for recruitment by the carnival. The circus sent one of its child actors to plead with her for aid. Belle Starr plunged headlong into the carnival on her rescue mission, never suspecting duplicity. Since that time she has attempted escape on numerous occasions, always returning as her willpower dwindled away.

Equipment: Remington M-700, two .45 Revolvers, 9mm Uzi, silver bullets, dagger, lasso, ghoulid horse

Agenda: Escape the circus, and destroy it in the process if at all possible.

Quote: *If you want I can show you a few tricks with your gun. Come back later and we'll talk.*

LEE CARMODY

Position: Tunnel of Love Operator, Carnival Barker

Nature/Demeanor: Deviant/Loner

Essence: Dynamic

Tradition: Cult of Ecstasy *barabbi*

Physical: Strength 2, Dexterity 2, Stamina 3

Social: Charisma 2, Manipulation 3, Appearance 2

Mental: Perception 4, Intelligence 5, Wits 4

Talents: Awareness 2, Intuition 2, Subterfuge 3

Skills: Firearms 3, Research 2, Survival 4

Knowledges: Cosmology 4, Culture 3, Linguistics 3, Occult 5, Science 3

Spheres: Entropy 2, Life 3, Mind 3, Prime 2, Spirit 2

Backgrounds: Avatar 2, Dream 3, Influence 2

Willpower: 5

Arete: 6

Quintessence: 2

Paradox: 5

Image: Lee Carmody is a thin man, almost spectral in appearance. He wears a Stetson hat, a white suit with a bolo tie and a bored expression, and is almost never seen without his lemur riding on his shoulder. Little, if anything, ever seems to surprise him.

Roleplaying Notes: Boy, you chose the right place to feed your disgust with humanity. After a long life of exploring the unexplained, you seemed to find a home with this demonic circus. Sure, it's corrupt, but so what? It's no worse than those hypocritical Sunday-suited old ladies in the Nebraska town of your youth, and frankly, the circus is more honest. It makes no bones about devouring souls. There's a sublime beauty to it, the kind you tried to find in your experimental photo-montage poetry. Now you find yourself more sympathetic to animals. If a man's beaten by Koba's clowns, no big thing, but if one of the sickos here tortures a harmless animal, you make sure they pay. At times you daydream about a strange plague that will wipe out humanity, leaving the earth to the innocent beasts. Your best friend is your trained lemur, Cezanne.



History: The son of a wealthy Nebraska family, Lee Carmody was always an outcast. From a young age he explored the unnatural, which gave him an odd reputation at various private schools and later Yale. He had already Awakened when he met the Cult of Ecstasy. Carmody joined their Tradition, finally gaining a sense of belonging. Exploring for rare Native American hallucinogens and the Soma mentioned in old Middle Eastern sources, Lee finally came to the conclusion that external stimulation was a dead end.

Carmody became a counterculture figure to the beatniks and hippies with his poetic work, "Jamshyd's Dream." But fame brought him little joy, and he became bitter and cynical as he watched the rise of Orwellian capitalism, the stupidity of the masses, and the early deaths of many friends. Then a colleague asked him to help explore a strange carnival that had recently arrived in town. Carmody had heard rumors of the Midnight Circus and asked the management if he could run the Tunnel of Love. They agreed, and Carmody has been with them since. He still occasionally has a problem when Cone of Flesh gets inside the ride.

Agenda: Lure people in the Tunnel of Love to confront themselves. Scrape Cone of Flesh off the exhibit and the patrons. Occasionally give advice, but nothing more. Buy chemicals and other materials to construct your dangerous dream: a virus which will kill only smug, stupid and power-hungry people. Granted, that's most of the population of the planet, but...

Quote: Hey, kid, come back to the ride tonight when the real action begins, and tell 'im Uncle Lee sent you. What? Monsters and demons in the circus? Sure, but what're you going to do? I'm only the clerk at the front door. Just be worried about that Cone of Flesh, 'case he gets loose, schlup, schlup, schlup, looking for young morsels like you.

THE FOUR HORSEMEN OF THE APOCALYPSE

The DeEquestro family is of ancient Florentine lineage, and has been in the service of the Wyrms for centuries. Originally mercenaries, by the early 19th century they were animal trainers for the royal house of Sardinia. In 1854 Galtero DeEquestro started the Circo Royal, which featured his family in daring horse acts. Their performances gained fame across Europe. It was not long before Anastagio's circus and theirs met. Sharing similar philosophies, the DeEquestros merged their smaller circus with Anastagio's greater one. Today the DeEquestros are represented by three brothers and one sister. In addition to their horse act, they are the messengers and hunters for the Infernal Trinity. They are called upon to hunt escapees and rid the grounds of interlopers.

MESSORA DEEQUESTO (DEATH)

Dressed in black, with a captivating white face and long dark hair, Messora dedicated her studies to the forces of entropy. She is serious and quiet, but with a touch of her scythe, she can make someone feel her wrath. She is the most studious and proud of her family traditions.

Physical: Strength 4, Dexterity 5, Stamina 4

Social: Charisma 4, Manipulation 3, Appearance 5

Mental: Perception 3, Intelligence 4, Wits 3

Talents: Acting 2, Alertness 3, Athletics 4, Subterfuge 2

Skills: Animal Ken 4, Performance 5 (trick riding), Survival 3

Knowledges: Investigation 4, Linguistics 3, Occult 4

Numina: Animal Psi. This grants her telepathy with animals (Perception + Animal Ken, difficulty 8).

Backgrounds: Allies 5 (Infernal Trinity and siblings)

Weapons: Scythe (Difficulty 4, Damage: Strength + 3 — a gift from the Ringmaster).

BELLICUS DEEQUESTO (WAR)

Tall, broad-shouldered and strong, Bellicus is a loud braggart. He is brash and easily picks quarrels, fancying himself a ladies' man. When performing the tasks of the Infernal Trinity, he wears a medieval helmet with the visor closed and chain mail (Armor Rating 6, Penalty 2). He carries a broadsword that does aggravated damage, and goes into frenzy in battle. His horse is also armored.

Physical: Strength 5, Dexterity 5, Stamina 4

Social: Charisma 3, Manipulation 2, Appearance 2

Mental: Perception 4, Intelligence 2, Wits 3

Talents: Athletics 5, Brawl 5, Dodge 2, Intimidation 4

Skills: Animal Ken 2, Melee 3, Performance 5 (Trick Riding), Security 2, Survival 1

Knowledges: Linguistics 2, Medicine 2, Occult 3, Politics 2

Numina: Animal Psi (see Messora)

Weapons: Broadsword

FILLIPO DEEQUESTO (FAMINE)

Of the brothers, the tall, gaunt Fillipo most resembles Messora. A creature of music and poetry, he is known as a bit of an intellectual among the circus denizens. Fillipo is studious, but vain. He believes his family, being of ancient roots, are the natural elite among the circus performers. Fillipo is generous, if aloof, to his coworkers, believing he has a responsibility to the less fortunate beings around him. He wears black when on missions from the Infernal Trinity. He is "close" to his sister, a relationship that brings a few leers from the cruder circus hands.

Physical: Strength 4, Dexterity 5, Stamina 3

Social: Charisma 3, Manipulation 3, Appearance 2

Mental: Perception 2, Intelligence 5, Wits 5

Talents: Alertness 2, Athletics 3, Dodge 2, Subterfuge 4

Skills: Animal Ken 4, Melee 2, Performance 4 (Trick Riding), Stealth 4, Survival 1

Knowledges: Linguistics 4, Culture 3, Occult 3, Politics 2, Science 2

Numina: Animal Psi

Weapons: Spear of Famine. Those struck with the spear are crippled with painfully intense hunger, and must make a Stamina roll (difficulty 7) to take any action. If this roll fails, the victim is treated as Crippled (-5 to Dice Pools) for two rounds. The spear is difficulty 6 to hit, and causes Str + 3 damage. Like Messora's scythe, it was created by Cavendish.

MORRELL DEEQUESTO (SICKNESS)

Shorter than his siblings, Morrell is withdrawn, preferring the company of his own family. Like Fillipo, he is an elitist, but Morrell holds that the DeEquestos should receive more recognition. The other performers should work for less, so that the riches fall to the deserving. He views the acrobats as upstarts, "half-French pretenders." To his secret shame, he has a clubfoot which he has overcome by sheer talent. Morrell wears a red and black Renaissance costume.

Physical: Strength 3, Dexterity 5, Stamina 2

Social: Charisma 2, Manipulation 4, Appearance 2

Mental: Perception 4, Intelligence 3, Wits 3

Talents: Alertness 3, Subterfuge 2, Intimidation 4

Skills: Animal Ken 4, Performance 3 (Trick Riding), Survival 4

Knowledges: Enigmas 2, Investigation 2, Linguistics 3, Medicine 4, Occult 2

Weapons: Morrell uses Wyrms Arrows shot from a hunting bow of primitive design. The bow has a 60-pound pull, requiring a Strength of 3 to draw. It can shoot 90 yards and does three dice of aggravated damage. Any area struck swiftly becomes a festering wound. The victim must be magically healed (such as Garou Gift: Mother's Touch, the Discipline Obeah, Life magicks), or pestilence will spread throughout his body. The arrowheads are similar to the Wyrms Fang Daggers possessed by the Black Spiral Dancers, and said to be made from the teeth of the Wyrms.

HORSES

The DeEquestos' horses are possessed by Banes sent by the Duke of Hate, Lord Steel. These steeds can see in the dark. When the hunt is on, they can run tirelessly for two hours. They make a horrible whining noise akin to the Power Roar of the Wyrms. The steeds are black, but not the broad-backed horses generally preferred by bareback riders.

Attributes: Strength 4, Dexterity 5, Stamina 4, Perception 3

Abilities: Alertness 4, Athletics 4, Brawl 2, Dodge 2

The way you walk is thorny through no fault of your own. But as the rain enters the soil, the river enters the sea, so tears run to a predestined end.

— Mileva the Gypsy Woman, The Wolf Man

THE SCRIBUNDA SISTERS (AURORA, MERIDIA, FATA)

Position: Fortune Tellers

Nature/Demeanor: Caregiver/Survivor

Physical: Strength 3 (Fata 2), Dexterity 3, Stamina 3

Social: Charisma 4, Manipulation 4, Appearance varies (Aurora 5, Meridia 4, Fata 3)

Mental: Perception 5, Intelligence 3, Wits 4

Talents: Empathy 5, Streetwise 3, Subterfuge 2,

Skills: Animal Ken 3, Performance 4, Survival 5

Knowledges: Linguistics 4, Medicine 4, Occult 5, Politics 3

Backgrounds: Allies 3 (Gumilyov, Klaus Rahn and sometimes Calabris)

Numina: Hedge Magic Divination: The Sisters Scribunda can receive glimpses of the future by spending a Willpower point and rolling Perception + Occult, difficulty of the power's level + 4. In ascending level of power, their capabilities are Fortune Telling (very basic), Dowsing (locating a lost object or person), Augury (determining the outcome of a future event using rituals), Premonitions (revealing flashes of insight about a possible future event), and Vision Quest (receiving a vision of future events). For more information on this Numina, see **Project: Twilight**.)

Willpower: 7

Image: The three sisters are seldom seen together. Aurora, the youngest, is the archetype of the beautiful Gypsy daughter. She is slender with long jet-black hair that curls slightly and dresses in traditional Romany clothing. Aurora's appeal lies in her shy demeanor. She works the fortune-telling booth in the day, specializing in Tarot readings and palmistry.

Meridia is a mature Gypsy woman with striking looks. Brisk and business-minded, she calls out into the crowd, searching for potential customers. Meridia also dresses in traditional Gypsy clothes, and works late afternoons and evenings.

Fata is an old Gypsy woman with white hair, who takes over the booth at night. She wraps herself in a shawl and patiently waits for customers. Her readings are the longest and most insightful.

Roleplaying Notes: *Aurora:* You like to tell the future. People come to you with their problems, and you take your time trying to help. Their hidden secrets captivate your imagination, and questions of romance and quests particularly fascinate you.

Meridia: You look deeply to answer people's questions, and do not take the ancient art of divination lightly. You know of Cara's path, and tell those whom the carnival has harmed to come back at night.

Fata: Other members of the circus are nervous around you and tend to leave you alone. You read deep into the future, giving warnings and advice. You also heal those injured by the circus, for your tent is one of Cara's healing sanctuaries.

History: For centuries the worship of Cara as patron deity of the carnival remained strong. Yet with the interval of ages, Cara's vision became secondary to the hunger of Apophis, and was finally lost altogether. Now only a few remember her at all.

The Scribunda sisters are among those who hold to the path of Cara. Their loyalty has endured in secret, and they have aided people for years. The sisters are looked now upon as a quaint side show. Fata, the oldest sister, believes that one day Cara will return and cleanse the place; she claims Cara is already on her way. Meridia and Aurora also believe this, but are not as vocal about it. The three sisters are of Gypsy stock, and were raised in the Midnight Circus. They sometimes sew clothes while waiting for customers. All three sisters usually charge money, but will barter for an item they like if the mood takes them.

Items: The Sisters have a peculiar Tarot deck, depicting personnel from the Midnight Circus. For example, Bishop is the Fool, Calabris is the Magician, Astarte the High Priestess and Cavendish the Emperor. The Tower depicts the Big Top being struck by lightning with Cavendish and Calabris falling. The World card depicts a resurrected goddess, Cara triumphant. Players may see depictions representing themselves in various cards, especially those denoting outcomes of various inquiries. The sisters also possess a small mirror for divination purposes. From medicine bottles and herbs they can create a potion called "Durga's Cure." Once swallowed, this removes up to two Barbs. They can only do this once per supplicant.

Quote (Fata): *The way is long and dangerous. You must learn to become your own light when all about you is darkness.*

ORENDA FOAM-SINGER (GAROU)

Position: Storyteller

Breed: Homid

Auspice: Philodox

Tribe: Wendigo

Physical: Strength 4 (6/8/7/5), Dexterity 3 (3/4/5/5), Stamina 4 (6/7/7/6)

Social: Charisma 3, Manipulation 2 (1/0/0/0), Appearance 3 (2/0/3/3)

Mental: Perception 4, Intelligence 5, Wits 4

Talents: Athletics 4, Empathy 3, Primal-Urge 5, Subterfuge 4
Skills: Leadership 4, Performance 3, Stealth 2, Survival 3
Knowledges: Enigmas 4, Occult 4, Rituals 5
Backgrounds: Allies 1, Fetish 2, Kinfolk 1
Gifts: (1) Aura of Confidence, Camouflage, Call the Breeze, Resist Pain, Truth of Gaia; (2) Cutting Wind, King of the Beasts; (3) Sky Running, Wisdom of the Ancient Ways
Rank: 3
Rage: 5, **Gnosis:** 6, **Willpower:** 4
Rites: Rite of Cleansing, Rite of Summoning
Fetishes: Harmony Flute, Phoebe's Veil

Image: Orenda dresses in somewhat old-fashioned clothes. She has black hair, deep brown eyes, and appears to be about 30. Orenda sits under a common tent, where she tells Native American legends three times a day, mostly tales of the Eastern and Northeastern tribes. She has made elaborate costumes to go along with these tales. These shows have become quite popular.

Roleplaying Notes: You are the last Croatan. You were left behind to guard a sacred caern when your people sacrificed themselves to the Wyrms to save the Pure Lands. You tell others not to worry, that you will find a way to bring your people back. It is a delicate matter, but there are strange things in the circus, old powers who manipulate time. Once you learn to manipulate them, you will return your vanished people to the living world. Although the place seems dark to many of your Garou kin, there is a kind of balance between the Weaver, Wyld and Wyrms here not found elsewhere.

History: Orenda grew up on the Five Nations reservation in Ontario. Showing signs of her Garou nature in adolescence, she was helped by Wendigo elders into the Rite of Passage. Orenda was always deeply moved by the tale of the Croatan, the tribe who sacrificed themselves to the Eater-of-Souls Wyrms to free the Pure Lands. Orenda vowed to go on a quest and find any remnant of the Croatan she could. Going to New Mexico, she heard legends of Old Red Eagle, a Uktena who witnessed the death of the Croatan. The clues led her to the Carolina-Virginia coasts.

On her way, she entered the Midnight Circus to investigate its Wyrms-taint. She met Cavendish and Astarte, who said they understood her quest and put her at ease. Hypnotizing her, Cavendish suggested that she was the reincarnation of a Croatan wise woman. Gradually she was led to believe that she was the last of the Croatan. After much subtle hypnosis and suggestion, she reworked her life story. Now she fully believes that she is Croatan, and was left to guard a sacred caern when the tribe sacrificed themselves. The caern later fell to the Get of Fenris and the circus saved her. Or so she says.

Cavendish altered Orenda's beliefs because the Garou have always been the deadliest foes of the Midnight Circus. Cavendish and Astarte gambled that having one in the circus might deter the werewolf attacks. So far, their gamble has paid off. Garou still attack the circus, but many leave upon hearing Orenda's tale. It would take a master hypnotist to awaken her to her former identity.

Orenda is aware of the dark presence within the circus, but justifies it by claiming that the circus is a mirror of the world. Given time, she will explain that the forces of the Wyrms, Wyld and Weaver are perfectly balanced in the circus. She is aided by a young Hopi man, Qaletapa Rainbow, who is Uktena Kinfolk and believes her. Orenda gets along well with the other employees.

Agenda: Orenda wants to tell other Garou that she is the last of the Croatan, and that she will find a way to bring her people back. Her plans always seem vague — apparently she will use certain properties of the circus to this end.

Quote: *Yes, I know it is funny. But here I am, the last Croatan daughter.*

THE HETAERAE

The Hetaerae are courtesans who lure new converts to the circus through sexual attraction. As a group, the Hetaerae are the most cohesive force in the circus. While few of them hold much power as individuals, as a group they wield considerable influence through seduction and skillful political manipulation. In deference to the carnival's infernal "shareholders," the Hetaerae are further classified as incubi and succubi. (For a fuller description of the Hetaerae's activities, see Semiramis' Loft in Chapter Three.)

IOLANTHE

Position: Succubus
Court: Unseelie (formerly)
Legacies: Pishogue/Orchid
Seeming: Wilder
Kith: Sidhe
House: None (formerly Scathach)
Romantic Legacies: Gamester/Romantic
Physical: Strength 4, Dexterity 3, Stamina 5
Social: Charisma 5, Manipulation 4, Appearance 6
Mental: Perception 3, Intelligence 3, Wits 3
Talents: Alertness 3, Athletics 3, Dodge 3, Empathy 4, Expression 4, Kenning 3, Seduction 5, Sex 5, Style 4
Skills: Etiquette 4, Performance 3, Stealth 4, Temporal Sense 1
Knowledges: Linguistics 2 (French, Irish), Mythlore 2, Occult 2

Arts: Chronos 1, Dream-Craft 1, Legerdemain 5, Primal 2, Sovereign 2

Realms: Actor 5, Fae 4, Scene 2

Backgrounds: Chimera 2 (Cat), Contacts 4, Dreamers 2, Gremayre 1, Resources 3, Treasures 1

Glamour: 7

Banality: 1

Willpower: 5

Merits/Flaws: Self-Confident/Amnesia

Image: Iolanthe is hauntingly beautiful. She is very fae in appearance with tapered ears and slightly upturned eyes. Her hair is white with a touch of gold and her eyes are stormcloud gray. She is otherworldly, almost ethereal in appearance, and yet there is something of the huntress in her, much in the way of the goddess Diana. In her fae seeming she wears sidhe court finery.

Roleplaying Notes: You do not remember who you were, but you know who you are. You are a bringer of joy and light. The universe is an endlessly benign place if one's eyes are open to see. You see the carnival as a truly benign instrument and don't understand those who think otherwise. A fragile hothouse flower, you avoid unpleasant situations at all costs.

History: Iolanthe was one of the few Unseelie knights in House Scathach, and was soon ejected for her Unseelie excesses. Joining the commoner Shadow Court, she became a mercenary, hunting down the few sidhe nobles who remained on earth after the Shattering (see **Changeling: The Dreaming**). She recognized Astarte as a sidhe noble from House Fiona — a great prize during the Interregnum. Astarte drew the young knight farther and farther into the circus, eventually enslaving her to its will. Transforming Iolanthe's personality into its mirror opposite, Astarte installed her among the Hetaerae.

Equipment: Stylish clothing, chimeric knife

Note: Like all changelings in the circus, Iolanthe is also a member of Astarte's court. If she somehow regains her memory, she will recover the Abilities of Brawl 4 and Melee 4. She will revert to Unseelie, and be unhappy with the carnival (and dislike most other people as well).

Quote: *You look as if you have the weight of the world on your shoulders. Come in, and I will help you forget.*

RATI

Position: Succubus

Clan: Toreador

Sire: Calabris

Generation: 7th

Embrace: 1725

Apparent Age: 18

Nature/Demeanor: Judge/Gallant

Physical: Strength 3, Dexterity 4, Stamina 5

Social: Charisma 6, Manipulation 5, Appearance 4

Mental: Perception 5, Intelligence 4, Wits 4

Talents: Alertness 4, Athletics 3, Dodge 3, Empathy 4, Expression 4, Intimidation 3, Sex (Tantra) 5, Style 4, Subterfuge 5 (Seduction)

Skills: Etiquette 4, Firearms 4, Melee 4, Music 5, Stealth 3

Knowledges: Bureaucracy 3, Investigation 3, Linguistics 1 (English), Occult 3

Disciplines: Auspex 4, Celerity 1, Chimerstry 5, Fortitude 1, Obfuscate 3, Presence 4

Backgrounds: Allies 4, Contacts 4, Herd 3, Resources 4, Retainers 2, Status 2

Virtues: Conscience 2, Self-Control 3, Courage 3

Willpower: 8

Humanity: 3

Merits: Iron Will, Luck

Image: Rati is a slender, young Indian woman. Her night-black hair falls to her hips, and her black eyes shine like dark pools. Her sensuous movements are hypnotic and somewhat serpentine in nature. She wears brightly colored Indian clothing, especially in red and gold, and all manner of gold jewelry.

Roleplaying Notes: The role of the Hetaerae is a holy one, for you are a high priestess of the fundamental force of life. You are a master of sexuality in all its forms, but you also cultivate the intellectual and spiritual side of your being. All things are as one, and you strive to unify the cosmic principles of Shiva and Shakti within yourself. You look upon Calabris as both a lover and a father figure. You protect his better interests, especially from fiends like Baroque.

History: A member of the Brahman caste, Rati never wanted for any luxury and came to expect it as her due. When the carnival came to Bombay, its many delights intoxicated her. She was especially attracted to the tall, turbaned magician who so astounded the crowds. A whirlwind romance ensued, after which Calabris Embraced her. While their romantic inclinations toward each other have faded somewhat over the centuries, they remain close allies.

Equipment: Richly illustrated copies of the Kama Sutra, exotic clothing, poison dagger

Note: Besides her own mastery of Chimerstry, Rati knows how to activate most of the "sleeper spells" left by Calabris.

Quote: *Walk the path of Tantra, that you may know true ecstasy.*

ALEXANDER

Position: Incubus

Breed: Homid

Auspice: Galliard

Tribe: Ronin (previously Silver Fangs)

Nature/Demeanor: Conniver/Reveler



Physical: Strength 3 (5/7/6/4), Dexterity 5 (5/6/7/7), Stamina 5 (7/8/8/7)

Social: Charisma 4 (Animal Magnetism), Manipulation 3 (2/0/0/0), Appearance 5 (4/0/5/5)

Mental: Perception 3, Intelligence 3, Wits 4

Talents: Alertness 3, Athletics 3, Dodge 3, Empathy 4, Expression 4, Kenning 3, Leadership 4, Seduction 5, Sex 4, Style 4

Skills: Animal Ken 3, Etiquette 2, Firearms 4, Leadership 2, Melee 4, Performance 3 (Sing), Stealth 2, Survival 4

Knowledges: Bureaucracy 2, Finance 1, Linguistics 1 (English), Occult 3, Politics 2

Backgrounds: Allies 4, Contacts 4, Pure Breed 4

Gifts: (1) Beast Speech, Lambent Flame, Persuasion, Sense Wyrms; (2) Awe, Dreampeak; (3) Eye of the Cobra, Wrath of Gaia; (4) Shadows by the Fire Light
Rank: 4

Rage 5, Gnosis 8, Willpower 7

Rites: (Mystic) Rite of Talisman Dedication

Fetishes: Klaive

Image: Alexander is a tall, handsome Russian man in his late 20s. He has angular features, softened only slightly by his long blond hair. His eyes are icy blue. He only wears

the most expensive, custom-tailored clothing, and looks as if he has just stepped from the pages of a fashion magazine.

Roleplaying Notes: "If this is what serving the Wyrms is all about, sign me up!" Sure, you feel a little guilty about abandoning your pack, but Russia is a nightmare right now. The circus is, for some reason, the only thing you've seen that can penetrate Baba Yaga's Shadow Curtain. You saw your chance and you took it. It's not like you joined the Black Spirals.

History: Born to Russian Silver Fangs, Alexander's fame as a warrior against the Wyrms was already renowned. Some even whispered that he was destined for greatness. Unfortunately, most of this fame resulted from his tireless PR efforts on his own behalf. Shortly after Baba Yaga's awakening, a seemingly endless horde of Wyrms monstrosities infested the Russian Umbra. A great magical curtain surrounded Russia, and no supernatural creature could leave. The battle against the Wyrms was no longer a game.

Alexander lost his nerve during a battle. Fleeing through the Penumbra, he ran into the carnival which was passing through the region. Seeing the Wyrms caravan's Umbral reflection, trailed by a thousand Banes, shocked him almost out of his senses. He fainted, but when he awoke, he was among some of the most beautiful people he had ever seen....



Note: Alexander is the newest of the Hetaerae, and the others don't completely trust him. They have planted a dormant Bane in him that will make him insanely brave at just a word from any of them.

Quote: *You don't know how lucky you are to be with me.*

FLEXIBLE HELGA

The posters advertise, "Amazing Helga! Her desires know no bounds! Watch as the wanton lady of carnal cruelty seeks to fulfill her amorous appetites! Thrill to the woman who kept your grandfathers' hearts afire in World War I! Gasp at Vienna's vivacious Venus! It is said that the last Hapsburg Emperor died in her arms! Kafka's inspiration for the Metamorphosis began one night in Prague after seeing her show!"

Helga is a large, older woman who does an interpretive veil dance and other acts to the tune of an old organ. Her green eyes still sparkle with the memories of Paris while she performs her Josephine Baker impression. Not quite a full Heterae, this aging temptress is rumored to be Mr. Smiley's lover. Her acts run through the night and fall between the other dance routines. She is not completely spent, though; her red hair is still vivid, and her sly wink manages to make some blush. Mr. Smiley reserves her for those with "special tastes."

FREAKS

One of us! One of us!

Gooble-Gabble, one of us!

— Tod Browning's Freaks

Besides the characters listed below, the circus has the usual collection of midgets, pinheads, geeks, freaks and even several fomori. Most of the freaks live in a huge pressboard maze named "Freak City."

MR. BILE

Position: Geek

Breed: Freakfeet

Nature/Demeanor: Show-Off/Show-Off

Physical: Strength 2, Dexterity 3, Stamina 3

Social: Charisma 2, Manipulation 1, Appearance 1

Mental: Perception 2, Intelligence 2, Wits 2

Talents: Alertness 4, Athletics 2, Dodge 3, Streetwise 3, Subterfuge 2

Skills: Firearms 1, Melee 3 (club), Performance 2, Stealth 5, Survival 3

Knowledges: Enigmas 1, Occult 1, Pentex Lore 2

Backgrounds: Resources 1

Powers: Fangs, Foot Pads, Malleate, Mouth of the Wyrn, Rat Head, Slobber Snot, Stomach Pumper, Second Head

Taints: Breed Prejudice, The Crusties, Derangement (agoraphobia), Infections, Second Head, Worms

Willpower: 7

Equipment: Plastic tube, Putty Buddy, blender, motorized compressor, food and beer

Image: No Hollywood special-effects wizard could create a creature more bizarre and sadly whimsical than Mr. Bile. Looking more than anything like a demented, booze-sodden Muppet, Mr. Bile is in many ways a typical Freakfoot. His upper body is normally proportioned except for his long, apelike arms. He propels himself forward on his knuckles because his diminutive legs aren't up to the task. His most startling attribute, however, is a second head. His second head (named "Little Ralph") sits slightly off-center on his shoulders. It is a slightly smaller, but otherwise exact, duplicate of the first. Both heads are intelligent and seem to get along. Mr. Bile usually wears either a ratty green plaid jacket complete with squirting flower or a leather S&M outfit, depending on the sort of crowd he is entertaining.

Roleplaying Notes: Do you know what it's like to wake up and realize that you are too much of a freak for even the Freakfeet to handle? You still remember their cruel and oh-so-clever taunts: "Two heads! Two heads! You and you have two heads!" Here in the circus, everything is different, though. Here you're a star! "Mr. Bile" they call you. Bored Gen-Xers come from everywhere to see Freak City, and you're top of the bill. The kids think you're cool. You've even gotten laid! The only drawback is working for that Cone of Flesh guy. Brrrr — now he's a freak!

History: Freakfoot #149-J was created by Pentex in the early '90s. Part of a failed experiment, he was born with two heads. They were going to grind him down and recycle him as fomorach when a band of Garou raided the plant. Escaping in the confusion, #149-J sought out other escapee Freakfeet, but they rejected him as well. Depressed and alone, he was overjoyed at the acceptance he found in the circus. Changing his name to Mr. Bile, he now performs feats of gastronomic skill undreamed of by the sane.

Mr. Bile now snakes a pair of plastic hoses through his nostrils on both heads. He forces a nauseating mixture of food and beer down the tubes and into his stomach. He then uses his stomach pumper power to projectile vomit all over the delighted crowd. He is not allowed to perform this feat everywhere, only in places where the people are jaded enough to accept such an act.

Note: Like all Freakfeet, Mr. Bile is a more adept sewer dweller than most Nosferatu or Bone Gnawers. He can escape down a toilet! (For more on Freakfeet, see **Freak Legion**.)

Quote: *What do you mean this circus is evil? It's the only place in my life where I've been treated with human dignity!*

MULELLA (THE MULE GIRL)

A recent addition to the carnival, Mulella has "accepted" her physical appearance, or so she claims. Mulella's face does not look exactly like a mule's, in that it is hairless and white. Starved for any kind of attention, she is a sometimes easy target for those who would abuse her. She may also share some of her impressions of the circus with anyone who treats her with compassion. She is increasingly erratic and prone to sudden fits of violence against those she thinks are making fun of her.

BURLAP BOY

No one is quite sure what to make of this silent scarecrow that only appears at night. He never speaks, but amazes the crowds by dancing in mid-air and performing amazing feats of contortion. Most compelling is his haunting, wordless singing which seems to come from deep within his burlap chest. Burlap Boy appears to be made out of animated cloth — in fact, he is. He is really an Atrocity Realm Bane who follows the carnival for unknown reasons. Some believe that he is a spy for the carnival's patrons. He also whispers from the Penumbra into the ears of circusgoers, urging normal people into the most heinous of acts. Burlap Boy is a malicious, remorseless killer, attacking his enemies with a long, cruel sickle. He likes to surprise his victims by silently hovering over them before slitting their throats. He is an active and very persistent adversary against any who attack the carnival. No matter how much damage he takes, he always reappears eventually.

Rage 10, Gnosis 8, Willpower 8, Power 55

Charms: Airt Sense, Create Wind, Corruption, Materialize, Reform, Tracking

HERM-APHRODITE (BEARDED LADY)

The innocent Herm-Aphrodite is with the carnival only because Cavendish decided "every circus needs a bearded lady." She was born to an aristocratic German family, but her parents were horrified by her hairy appearance. Shunted from one orphanage to another, she narrowly escaped extermination in Hitler's death camps. Despite her hirsute appearance, she is an otherwise pretty girl, though a trifle slow. More of a victim than anything else, Herm-Aphrodite is paraded around on an ostrich during the freak show and then forced to undergo the humiliations of Dr. Owl's lecture series on human oddities. Tormented by most of the other freaks, she has been befriended by Mr. Bile. She may be helpful to those who treat her kindly, but in more subtle ways. She does not want to risk the "attention" of Dr. Owl or jeopardize Mr. Bile.

THE BARLOWS

The Barlows are a family of midgets who serve as Cone of Flesh's secret police. Ruthless in the extreme, many underestimate them because of their size. Canny and well-organized, they are an effective team, even against a band of supernatural creatures. All of them carry silver daggers and guns with silver bullets. Furthermore, they possess Bane fetishes that allow them to disguise themselves as children.

McTARGART, THE DOG-FACED DETECTIVE

McTargart knew that his physical appearance would not let him achieve in the outside world, so he took work in the Midnight Circus. The bloodhound-faced man is the in-house detective, manning the information booth at the carnival grounds. Genuinely nice, McTargart usually helps look for children separated from their parents or missing items, and may help the characters if approached in the right manner. Raised on Mickey Spillane and old film noir movies, McTargart is convinced that he is a good detective, a man with a heart of gold in a cruel world. He relishes Bogart lines and tough-guy dialogue, but can become sidetracked by dog-related activities (like marking his territory) in the course of his investigation.

VESUVIUS THE FIRE-EATER

Ali Nyerere is a new recruit to the Midnight Circus, and the most recent of the long line of fire-eaters to carry on the tradition of Vesuvius. Tanzanian by birth and distantly related to one of his nation's prominent politicians, it was fairly easy to get into George Washington University with an eye for international law. Falling into student apathy, Ali grew nostalgic for his homeland. He researched African folklore and worked his finds into poetry which he would read on open mike night in coffee houses. Finding audience reaction lukewarm at best, Ali learned the art of fire-eating from a street entertainer. He added it to his next reading, with great enthusiasm from the audience. When the circus found him, he was an easy hook to showmanship. Ali has found friends among the denizens of Freak City as well as Lee Carmody. He has no permanent stand, but carries his act about the carnival grounds, quickly gathering a crowd when he begins his fire-eating and juggling act.

HUMBUGS, PICKLED PUNKS AND THE PIG LADY

Like almost every carnival, the Midnight Circus occasionally stoops to low trickery to attract a crowd. Between Freak City, the Museum of Oddities and various other sideshows, it has perhaps the world's largest collection of oddities. Some of these are pure humbug, in the spirit of Barnum's Fiji Mermaid. They are odds and ends,

fictional oddities created from used animal parts and papier mache. One of the circus's most popular sideshow acts is the so-called "pig-lady," which is really a shaved bear in a dress. Cavendish exhibits these obvious hoaxes both because it is a carnival tradition, and because a little obvious fakery goes a long way toward allaying people's suspicions of the carnival's true nature. "Pickled punks" are dead human and animal freaks preserved in formaldehyde. Two-headed calves, "missing links" and cyclops babies are but a few of these exhibits. While some of these monstrosities are fakes, the majority are real. The World of Darkness spawns such unfortunates in ever-increasing numbers.

CARNIVAL HANDS

While many of the clowns and dancers double as various vendors and ride operators, the day-to-day operations are handled by a crew of dutifully responsible people. The chief of these is a man named Mike Ellis, who oversees the rides and is responsible to Mr. Flint. Maria de la Montana is the overseer of the vendors and is also accountable to Mr. Flint.

In general, the workers have a lost, wasted look about the eyes, and perform their tasks with minimal enthusiasm. They are normal human beings who are rapidly being ground down by the Midnight Circus. Although generally unaware about the true nature of the place, they have their suspicions, which they wisely keep to themselves. Sometimes their reasoning comes quite close. A large, burly man, pulling the lever to start a ride, once told a visitor, "Yeah, since signin' up I've been to places beyond your dreams, man. It's like we're being tested. Me, everybody who works here. I caused a lot of grief in my life, and this is like Purgatory, and the verdict's waitin'." Said operator was replaced in two days.

Superstitions abound among them, and most carry good luck charms. Some of the employees are ex-prisoners with few skills, while a few others are reformed alcoholics or drug-users (a number have returned to their former vices since joining). Ex-bikers, con men and losers — all share a sort of camaraderie and bitter humor. Their loyalty to each other can be touching. During their off-hours, they drink and huddle at Bacchus's Tent, swapping gossip and stories. In general, they distrust the denizens of Freak City and admire (from afar) Astarte's court.

KLAUS RAHN

A middle-aged Bavarian German, Klaus is the elephant keeper for the circus. Deeply attached to the two pachyderms under his care, Klaus is a kind man, and one of the few workers to know something about the path of Cara.

JEAN, COLLETTE AND GUY RAISON

Jean is Aubrey Dutetre's close friend from Montreal. The handsome, auburn-haired acrobat has become somewhat numbed to circus life, but likes the adoration of the crowds. Collette, his petite blonde wife, is more sensitive and alarmed about their situation. She has developed a strong friendship with the shy Klaus Rahn. Guy Raison intends to leave, but looks to his older brother for guidance. Tall and dark-haired, he is a favorite with the female circus patrons, but is somewhat shy about the attention.

THE THIRD CIRCLE

The third circle consists of those who have, through force or caprice, gained some real influence within the carnival. They usually have a fair degree of personal power, and have personal followers.

DR. GERLACH AUGUSTUS EULE ("DR. OWL")

Position: Curator of the Museum of Oddities

Nature/Demeanor: Director/Critic

Convention: Electrodyne Engineer

Physical: Strength 2, Dexterity 3, Stamina 3

Social: Charisma 3, Manipulation 5, Appearance 2

Mental: Perception 4, Intelligence 5, Wits 3

Talents: Alertness 4, Athletics 1, Awareness 2, Intimidation 5, Subterfuge 2

Skills: Etiquette 4, Firearms 2, Leadership 4, Meditation 4, Research 3, Survival 5, Technology 2

Knowledges: Cosmology 2, Culture 5, Enigmas 5, Linguistics 3, Occult 3, Science 3

Spheres: Entropy 2, Life 4, Matter 5, Mind 4, Prime 4, Time 2

Backgrounds: Avatar 3, Destiny 4, Node 2 (the Tass takes the form of an old book titled "Griechische Kulture" kept in a portfolio behind glass)

Willpower: 9

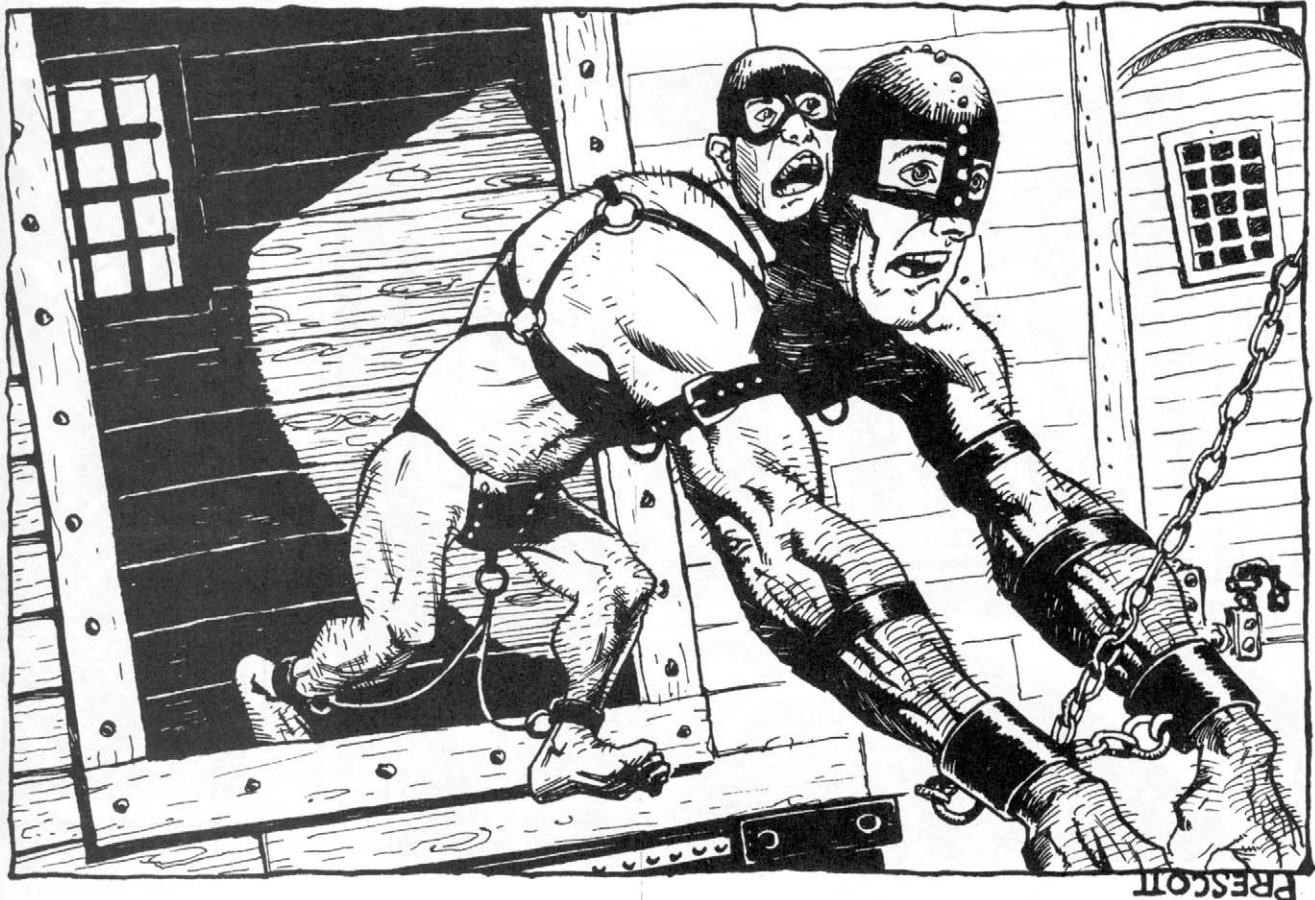
Arete: 6

Quintessence: 3

Paradox: 6

Image: Dr. Owl resembles everyone's picture of a mad scientist. Tall and gaunt, with white, wispy hair and hard features, Dr. Owl walks with a silver-headed cane and dresses in dark clothing, black cape billowing after him. He seldom smiles, and his laughter is unnerving. His voice is often contemptuous, and he treats others as if they were ignorant schoolchildren.

Roleplaying Notes: You run the Midnight Circus. Yes, the Ringmaster draws them to the side show acts, and Calabris does his childish illusion displays. As for Astarte's



quaint folk show, the less said the better. But the Museum of Oddities brings the citizens face-to-face with cold, hard, scientific truths. Since childhood you felt that it was your duty to bring the world into an age of scientific reason, dispelling the myths of a less-enlightened past. To this end you have gathered a collection of Nature's oddities, mutations and freaks. In former times these specimens were considered gods by the ignorant masses. Herein lies your point; by displaying and bursting the divine myths of the ancients, you hope also to storm the citadels of modern reactionary conservatism. All gods are dead or fakes behind the bars. Vain and contemptuous of all around you, you love to lecture the citizens on the importance of your museum.

History: Gerlach Augustus Eule was born in 1850 to a prosperous family in Frankfurt. Taken by the ideas of Voltaire and Rousseau in his youth, Gerlach left the study of law (to his father's sorrow) to pursue the natural sciences. Studying first in Frankfurt and later in Vienna, young Gerlach soon mastered the science and philosophy of his day. In Vienna he came under the influence of Dr. Kristian Sonne, a mage of the Electrodyne Engineers (later the Sons of Ether). Soon Gerlach, too, swore to put an end to the quasi-religious superstitions of the past. Gerlach also had friends in the Cabal of Pure Thought, a forerunner to the New World Order.

Gerlach took to the Order and its aims quickly. Settling in Paris soon after, he turned to teaching. Some friends took him to a traveling country carnival. When a few oddities were presented as Greek gods, Gerlach debunked their manager before an audience, stating that it was criminal to cloud the minds of county folk with superstitious nonsense. The Ringmaster offered the naturalist the chance to run the exhibit. To the surprise of his friends, Gerlach agreed. As Dr. Owl, he has collected and displayed the strange beings in his museum ever since.

Dr. Owl is a paradoxical figure. Worshipping at the altar of science, he himself is an accomplished mage. He would never call himself such, of course. He can explain everything by rational principles, even the miracles he performs with Mind Sphere. A current of Banality inundates his very being, further depowering his captives. Blind to the miracles and horrors that surround him, zealous in debunking the myth of magic, to him the circus is just a circus (albeit one run on peculiar scientific principles). In many ways Dr. Owl is the prisoner of his 18th century enlightenment world-views. Rationality will wipe clean the wicked who have held sway over the ignorant masses by claiming divine favor. The Ringmaster supports his museum and his ongoing quest for new specimens because the collection feeds the infernal and Wyrms powers with vast energies.





PRESCOTT

The ultimate irony is that Owl does collect beings of great power to present as Nature's mishaps. He is blind to them, a jailor unaware of the wealth he regards as Darwinian discards. The "collection" is guarded by Husk, a large man-shaped construct of flesh, clay and wax, which Dr. Owl animates with Matter procedures. Dr. Owl calls Husk an experiment in energy displacement theory. Paradoxically, the limitations of Owl's vision are what have kept Husk alive so long.

Agenda: Continue collecting and displaying specimens in the interest of public enlightenment.

Note: Dr. Owl studied under a mentor who belonged to the Electrodyne Engineers, who later split off from the Technocracy to form the Tradition of the Sons of Ether. Dr. Owl joined the circus before this split took place, and would not understand the later reasons for it. Philosophically, he is a member of the Technocracy with enough alchemy in his training to make him a proto-Son of Ether.

Quote: A Greek god, you say? Magic, you say? All this can be explained by the rational light of science!

- **Husk:** A large human-shaped creature created from flesh and human parts by Dr. Owl, Husk stands behind a display case as an example of gigantism. Dr. Owl can infuse the body with life for brief periods, giving it primitive commands. Husk serves as a watchdog over the museum's exhibits. Husk was created after the first escape of the Horned Man.

Attributes: Strength 5, Dexterity 2, Stamina 5, Perception 3, Wits 3

Abilities: Alertness 3, Brawl 5

Willpower: 5

Health Levels: OK, OK, OK, -1, -1, -2, -5, destroyed.

Note: For the various live exhibits, see Chapter Three.

LEON CARPENTER

Born in Tonopah, NV, Leon unfortunately suffered from a birth defect which gave him his distinct lion-faced appearance. His father blamed the radiation from the old testing sites; his mother, who worked for a Pentex subsidiary, just saw it as "Heaven's test." Their marriage broke apart soon after in mutual accusations of blame.

Raised by his aunt and uncle, Leon found it hard to endure the cruelty his physical difference engendered, and joined the Midnight Circus after being in smaller side shows. Tiring of being displayed, he drifted toward helping Dr. Owl until he became his assistant. Strong and silent, Leon is accepted by Dr. Owl, and Leon returns this in loyalty to the bitter naturalist. Leon is compassionate, and makes sure the "collection" gets plenty of attention, but he will not turn against the circus as he has found a place where his abilities matter and his appearance is accepted.

CONE OF FLESH

Position: King of the Freaks

Nature/Demeanor: Deviant/Avant-Garde

Physical: Strength 10, Dexterity 3, Stamina 5

Social: Charisma 1, Manipulation 5 (Wheedle), Appearance 0

Mental: Perception 3, Intelligence 2, Wits 3

Talents: Acting 3, Alertness 3, Artistic Expression 4 (Flesh Sculpture), Brawl 2, Empathy 2, Intimidation 4, Leadership 3, Streetwise 2, Subterfuge 5 (Find Weaknesses)

Skills: Etiquette 3, Melee 4 (Whip), Music 2

Knowledges: Bureaucracy 3, Finance 2, Investigation 4, Linguistics 2, Medicine 3, Occult 4

Backgrounds: Allies 5, Fetish 5, Resources 4

Powers: Body Barbs, Cause Insanity, Ectoplasmic Extrusion, Hide of the Wyrms, Malleate, Mega-Strength, Mouth of the Wyrms, Procreation, Regeneration, Size (6), Tar Baby

Taints: Addiction (Cocaine), Derangement (Phagomania), The Fading, Limited Mobility, Ugly as Sin, Worms

Willpower: 7

Equipment: Devilwhip, muu-muu, jewelry, something unmentionable in a bag

Merits/Flaws: Huge, Pitiability/Intolerance (Beautiful People)

Image: Many who see Cone of Flesh (a.k.a. CoF) for the first time may mistake it for a giant pile of rancid mayonnaise. Shaped more than anything like a nine-foot-tall chocolate chip, CoF's body is a grotesque series of bulbous fat rings. These rings grow larger as they near the ground, and tend to collect slime and roaches. The "Cone" is over nine feet tall, and over three yards wide at base. It has no apparent legs and is usually pulled around on a cart by the Barlows. Topping this mass is a malevolent, piggish face, wide at the chin and pointed on top. The features are effeminate, though CoF is really asexual. CoF likes to wear makeup, massive amounts of jewelry and a small diamond tiara. It speaks in an affected high-pitched tone. It also smells like bad cheese, and is rarely seen by the general public.

Roleplaying Notes: Oooh, those Hetaerae. They're such snobs, not letting you play in their little reindeer games. You could show them a few games of your own, and maybe someday you will. You know you're a freak now, but at the rate the Wyrms are devouring the world, you'll be one of the beautiful people in another 15 years or so.

History: The Fomorach pits of the Seventh Generation are not a clean place. During the 1920s a member of the Medical Caste noticed that most of the "subjects" thrown into the pits were not emerging fomori as expected. He investigated the pits, never to return. An armed party went in to find him. Half-eaten fomori lay everywhere, and five of the team died screaming, crushed by a shadowy blob. Eventually bringing the beast to bay, the Medical Caste determined that it was sentient and

decided to use it to further their plans. The creature's voracious appetite for other fomori soon outweighed its usefulness, though. Barely escaping the Seventh Generation, the Cone of Flesh was captured by the carnival and put in a cage. Serving for a while in Dr. Owl's museum, CoF was later moved to Freak City. CoF quickly took control of the freak show through a combination of brute force and low cunning.

Note: CoF can move on its own volition, leaving a trail like a slug. This takes energy, however, and it must make a Stamina roll (difficulty 6) every round or lose all mobility for five rounds. CoF is a cannibal, but prefers the taste of other fomori to humans. This does not mean humans are safe from the blob, however. CoF turns people into fomori through Procreation and then uses Malleate to make them into pleasing food shapes. Sometimes it uses these powers to create harmless new fomori for Freak City.

Quote: *I may be ugly on the outside, but you're the real monster here! (Sob!)*

KOBA THE KLOWN (JERIGIF SACHA, FOMOR)

Position: Head clown of Koba's Progressive Clown Show

Nature/Demeanor: Plotter/Director

Physical: Strength 3, Dexterity 4, Stamina 3

Social: Charisma 4, Manipulation 5, Appearance 2

Mental: Perception 5, Intelligence 4, Wits 5

Talents: Athletics 3, Brawl 2, Intimidation 5, Leadership 5, Subterfuge 2

Skills: Animal Ken 2, Firearms 3, Performance 4, Stealth 3, Survival 5

Knowledges: Bureaucracy 4, Linguistics 3, Occult 2, Politics 5

Powers: Animal Control, Immunity to the Delirium, Mindblast, Prolong Life, Shadowplay, Succubi's Veil (see **Freak Legion** for full descriptions)

Willpower: 7

Backgrounds: Resources 4

Merits/Flaws: Hidden Power

Image: Koba is a short man of indeterminate age. He has jet-black hair and a mustache, and smokes a pipe. Always in clown makeup, he moves with a calm air of command. Koba speaks slowly, even sympathetically, giving the air of the wise, fair-minded leader. He is usually surrounded by two burly clowns with large sticks ("my cleanup detail"). Koba himself packs a .38 Special. His clothes are odd for a clown; he usually wears a military trenchcoat.

Koba's Clowns are usually auguste and character clowns (tramps, firemen, etc.), with a working man/hobo look. They all wear red noses. They dislike the traditional whiteface clowns represented by Bishop's troupe; if any of Koba's clowns dress like Bishop's, it is in mockery. Both Bishop and Koba despise the "new vaudeville" look of Blotto's group.

Roleplaying Notes: You have risen to the head of your own show by hard work and cunning. You seek to supplant that tired icon, Bishop, from his role as Chief Clown of the Midnight Circus. It is only a matter of time when his outdated, hackneyed performances genuflecting to bourgeois values will be replaced by the more socially progressive performances of modern clowns, not the remnants of medieval superstition and capital derision. Your power has been growing ever since you confronted Pyotr on the Kirghiz Steppes. He passed something to you before he died. What, you are not sure of, but since then you have been stronger and your men have fallen in line.

History: Koba does not speak much about his past, but his followers have pieced together some of it from various statements he's made. Jerigif Sacha was destined for seminary school in his native Russia when he ran across modern scientific writings, which, as he states, "broke the orthodoxy fever." A thief and street performer since childhood, Jerigif joined a comedy troupe of subversive actors led by the underground genius, Tosya Karolek.

Karolek had trained in cabaret shows in Germany, and introduced progressive comedic ideas to his followers. Often blacklisted by the authorities, the small group finally found employment in a circus run by Kiril Nicolai. Kiril was a rich patron but unaware of the day-to-day operations of the circus. When the political climate changed, Tosya seized control of the circus in the name of the performers. At last his modern ideas would be given a chance with audiences! Unfortunately, Tosya died of heart complications soon after. Jerigif, taking the stage name of Koba, succeeded Tosya as the leader of the circus.

Nobody knows the rest of Koba's story, not even Koba himself. One of the magicians in the circus, a man named Pyotr, was possessed by a Mind Feeder Bane. He had been chosen by certain dark powers to open Russia up to Baba Yaga. Pyotr was slain on the Kirghiz Steppes by a Silent Strider Garou who had the power to cleanse the Wyrms in the immediate vicinity. The Strider did not hesitate to do so, killing Pyotr. The Mind Bane in him was dying when the ever-suspicious Koba, tracking Pyotr down, found the magician. What was left of the Bane changed hosts, and Pyotr died. The Bane never regained its former power, however, and instead shared a symbiotic relationship with Koba. Koba was already on a dark road, and did not need any Bane possession to nudge him on. However, he learned useful powers from the Bane, which essentially remains in a crippled position. Both benefit from the other's presence. Koba found he could combine Animal Control and Mindblast to control the Gurahl he found. Eventually joining the Midnight Circus, Koba and a few followers became part of Bishop's troupe. But one clown act could not contain two such large egos. Finding Bishop's comedy too mystical and reactionary, Koba opened his own show. Now that the theory of progressive comedy has a stage, the world can see the utopian clown acts of tomorrow.



Agenda: Destroy Bishop; take over all the comedy acts of the circus. To this end Koba has placed a spy in Bishop's troupe, as well as made shifting alliances with various circus personnel.

Equipment: Koba carries a SW M640 (.38 Special) revolver at times. So do his bodyguards.

Quote: *The reactionary forces of regressive comedic exploitation will be dwelt a deathblow by the wisdom of Koba's Progressive Clown Show!*

Koba's Clowns: Koba has nine clowns working for him. Character creation: Attributes 6/5/3, Abilities 13/9/3, Backgrounds 6, Willpower 5. Suggested Attributes: Assume ratings of 2, except for Dexterity and Stamina, where you can assume a rating of 3. Mikhail is the second-in-command. He wears a fine black suit and acts as Koba's toady. Two of Koba's clowns, Boris and Sergei, are his bodyguards (Strength 5, Brawl 4). An air of intimidation, spying and bootlicking keeps the group in line. At times, one of the Infernal Trinity will send Koba and his group as muscle for a large-scale operation.

ZIMBRA

Nature/Demeanor: Monster

Demeanor: Monster

Caste: Nephwrack

Physical: Strength 5, Dexterity 3, Stamina 5

Social: Charisma 1, Manipulation 2, Appearance 1

Mental: Perception 3, Intelligence 2, Wits 4

Talents: Alertness 4, Athletics 4, Awareness 2, Brawl 5, Dodge 1, Intimidation 5

Skills: Melee 5 (Lasso & Whip specialties), Stealth 3, Soulforging 2

Knowledges: Linguistics 1

Arcanoi/Dark Arcanoi: Argos 3, Contaminate 4, Hive Mind 3, Larceny 3, Moliat 5, Puppetry 2, Shroud-Rending 2, Tempest Weaving 3

Shade Powers: None

Backgrounds: Shadowlands 4

Dark Passions: Torture wraiths into Oblivion (Sadism) 5, Serve Apophis (Fear) 3, Serve Baroque (Greed) 2, Serve Astarte (Lust) 1

Fetters: Executioner's Block (Now in the Tower Museum) 4

Permanent Corpus: 10

Being (Sadism): 9

Angst: 10

Psyche: Savior

Passions: Redeem Zimbira (Love) 2, Save Zimbira's future victims (Compassion) 2

Composure: 6

Fronds: Memories of Life, Mirror

History: An executioner in Old London Towne, the man once known as Godfrey Townes expressed too much enthusiasm for his work. In an effort to dispense justice as he saw fit, Townes began executing criminals ahead of their scheduled date of death. This went unnoticed for several months until the worst happened: a prisoner whom Townes had already relieved of his head received a pardon. When the truth was uncovered, it was Townes himself whose head went on the block. Cursing fate, he lost his life to his own axe.

Recruited by the Artificers' Guild after death, Townes rapidly fell prey to the machinations of his Shadow. Personality quirks turned into manias: spikes and excrescences appeared on his work, his mask grew more and more grotesque, and his appetite for souls to forge grew to a monstrous hunger. Unsubtle in death as in life, Townes and his atrocities were quickly discovered, and he was caught by some of the more ethical members of his Guild. Rather than face the forges himself, Townes ripped out his own throat and plunged himself into a Harrowing. Rather than struggle against his Shadow's machinations, though, Townes embraced them. An executioner and soulforger entered the Harrowing; Zimbira emerged.

Still bound to the Skinlands by his single Fetter, Zimbira wandered the Shadowlands in search of prey and amusement for centuries. Fate brought his path across that of the circus, and after destroying the Ferris wheel's initial Spectral guardian, Zimbira took its position for his own. Since that day, he has served the circus and its masters well, as doing their will allows him to sate his own dark appetites.

Image: Zimbira is huge, rippling with muscles that seem to writhe underneath his ghostly pale skin. Garbed in the bloody leather apron of the executioner, he wears no other clothing save nailed boots and gore-encrusted black gloves. A mask of Stygian steel, taken from an unlucky Hierarch, hides Zimbira's undoubtedly hideous visage; Zimbira has gone so far as to physically bolt it into his Corpus. At his waist he wears a broad leather belt which holds both a relic whip and a potent Artifact: a lasso which duplicates the effects of Nhudri's Embrace.

Roleplaying Hints: You miss your days of hammering souls into senselessness, but now you have found something so much better. Destroying consciousness is nothing compared to the pleasure of destroying souls, and you can hear the whispers of your brothers and sisters complimenting you on work well done. There are always more souls, though — more whom you must cast down.



ZIMBRA'S HORDE

Zimbira is never alone, though frequently he is unaccompanied. However, he can use the power of the Spectral Hive Mind to summon eight Mortwights who serve as servants/shocktroops. Zimbira will only call forth his allies if hard-pressed; otherwise the other Spectres will not be seen around the Circus.

Mortwright Statistics

Physical: Strength 3, Dexterity 4, Stamina 4
Social: Charisma 1, Manipulation 2, Appearance 1
Mental: Perception 3, Intelligence 3, Wits 3
Talents: Alertness 2, Awareness 3, Brawl 3, Dodge 3, Empathy 2
Skills: Leadership 4, Melee 3, Stealth 2
Knowledges: Bureaucracy 1, Politics 1
Arcanoi/Dark Arcanoi: Argos 1, Contaminate 2, Hive-Mind 1, Tempest-Weaving 4
Backgrounds: Relic 3, Shadowlands 2
Dark Passions: 6 points
Permanent Corpus: 10
Being (Rage): 5
Angst: 10

THE THREE MYSTICS

In a small unobtrusive tent, three magicians peddle their wares, offer sage advice, and even bring enlightenment to the public.

KUANYN

Born to a humble Chinese family near Xi'an, Kuanyin learned healing from her mother and grandmother. Possessed of unusual curiosity, she left her traditional village life with her husband Li to study in Tibet. Li perished on the way there, but she eventually found an instructor, who taught her to speak with the dead. Kuanyin eventually went on to study from the Gypsies of Europe. Interested in the doings of the dead, she joined the Midnight Circus, sensing that the Restless were drawn to the place. Genuinely helpful, she aids the living in healing and the dead in escaping the circus (sometimes for a price — information is key to her survival). She is familiar with Chinese folklore, mythology and exercises as well as Tibetan, Indian and Gypsy lore. Kuanyin wears traditional Chinese clothes. She is shy and somewhat reserved upon first contact, and appears to be middle-aged.



SERGEI GUMILYOV

Position: Hypnotist, dance instructor

Essence: Primordial

Nature/Demeanor: Director/Visionary

Tradition: Orphan

Physical: Strength 4, Dexterity 5, Stamina 4

Social: Charisma 3, Manipulation 3, Appearance 3

Mental: Perception 5, Intelligence 4, Wits 4

Talents: Alertness 5, Athletics 5, Awareness 4, Dodge 3, Intuition 3, Streetwise 2, Subterfuge 3

Skills: Leadership 5, Meditation 5, Survival 4

Knowledges: Cosmology 3, Culture 4, Enigmas 3, Medicine 5, Occult 3, Science 2

Spheres: Forces 2, Life 3, Mind 4, Prime 3, Time 2

Backgrounds: Avatar 3, Mentor 5, Node 5

Willpower: 9

Arete: 5

Quintessence: 13

Paradox: 7

Image: Sergei Gumilyov is an Armenian man of indeterminate age. Physically short and stocky with a military posture, he has dark hair and a beard. His long blue Cossack coat reaches his knees, and he tucks an ancestral dagger into the narrow belt. He wears a black astrakhan hat.

Roleplaying Notes: You understand what the circus is, but you use it to sharpen your discipline. Your proximity to this danger has allowed you to aid many. Your role is verified by ancient doctrines as well as various proofs you have worked on. There are laws at work which few know about.

History: In his youth Sergei followed various esoteric traditions, traveling in Persia, Tibet and Ethiopia. He came back with a teaching he called Triatosophy, which some have said is nothing more than Hegel's dialectic mixed with Eastern traditions.

After joining the Midnight Carnival, Sergei proved to be quite durable. The circus's infernal energies have not crushed him; rather, he has used their constant presence to hone his skills. He believes that there is much to learn by placing himself in the heart of darkness. Sergei is aware of the tradition of Cara, and will aid those who seek him. He can heal wounds, but has taken vows not to physically harm the carnival. If there is a danger in him, it is in his strange charisma, which causes some to forget their previous goals and follow him.

Sergei Gumilyov believes that humanity is composed of unreflecting machines which perform the hypnotic tasks under the cultural conditioning of their era. Gumilyov's followers are his dancers and call his teachings the Synthesis School. Under it, they say, essence and personality are balanced while the higher goals become obtainable.

Agenda: Teach; experiment with strong primal forces

Quote: *You idiot, you don't defeat a hungry demon by jumping down its throat!*

HERR FIDLER

Fidler was an SS colonel during World War II and an arch enemy of Doc Eon (see the **Sons of Ether** Tradition book). Fidler fell into a Scandinavian volcano at the end of their final battle, and would have perished save for some vulgar Correspondence magick. Hideously scarred by molten lava, he returned to the nearby fishing village. There he wandered into the visiting circus, coming at last to the magicians' tent. It was as if he belonged there. Herr Fidler was a Son of Ether *barabbi*, though most of his Nephandic ties have since atrophied. He is still an ardent racial supremacist, but has been warned by Cavendish not to announce these sentiments too loudly (they're bad for business.) Herr Fidler is a mage of medium power, and is particularly adept with the Spheres of Matter and Forces. He is a hugely fat man with long flowing hair, but is bald on top. He has grown a large, bushy beard to cover up the worst of his lava burns.

Claiming to master the "Thule method" of divination, he claims that his "magic" (to him, Science) can predict the future based on the customer's racial and ethnic origins. Fidler is most receptive to attractive young women, and may suggest that he teach them certain "Thule-Tantric" exercises he learned from "the lost Atlantean Masters of the Hollow Earth."

THE COURT OF ASTARTE

The Court of Astarte are all members of the Third Circle, simply because of their association with the Autumn Queen. Besides those listed below, Astarte's court also includes Iolanthe and six other changelings. Three of these are Unseelie troll guards.

THE SUMMER KING

Court: Unseelie

Legacies: Peacock/Arcadian

Seeming: Grump

Kith: Sidhe

House: None (Formerly Ailil)

Physical: Strength 4, Dexterity 3, Stamina 3

Social: Charisma 4, Manipulation 3, Appearance 6

Mental: Perception 3, Intelligence 3, Wits 3

Talents: Alertness 2, Athletics 2, Brawl 2, Dodge 3, Empathy 3, Intimidation 4, Kenning 3, Subterfuge 4

Skills: Etiquette 5, Leadership 3, Melee 3, Performance 3, Seduction 4, Temporal Sense 1

Knowledge: Enigmas 2, Mythlore 3, Occult 2, Politics 3

Arts: Chicanery 3, Chronos 2, Dream-Craft 3, Primal 4, Sovereign 3, Wayfare 2

Realms: Actor 5, Fae 3, Scene 4

Backgrounds: Chimera 3 (golden wolf), Dreamers 1, Gremayre 2, Retinue 3, Treasures 3, Title 5 (Circus only)

Glamour: 6

Banality: 3

Willpower: 6

Flaw: Overconfident

Image: Fair as a summer day, the Summer King is the quintessential, wise sidhe noble. He is beautiful beyond human ken, and both the joy of youth and the wisdom of the ages dance in his eyes. He has long silver hair and the bearing of a fae lord of antiquity. He wears flowing robes of green and silver (even in his mortal seeming) and a crown of summer leaves and berries. Despite his great grace and beauty, there is an air of sadness about him.

Roleplaying Notes: This world is so flawed, unlike your own great beauty and wisdom. Astarte tells you that someday you may rule all of Arcadia when she returns there, but for now you are king of the carnival, and of the Arcadia fragment she keeps in her Spriggen's Jar. You are more beautiful, more polished and generally superior to everyone you meet. The rest of the world exists only to serve your secretly jaded pleasures.

History: The Summer King remembers neither his years in Arcadia, nor any other time — he cannot even recall his real name. Captured by Astarte during the Resurgence in 1969, the Summer King is a blank slate on which she may write anything she wishes. Recognizing his raw charisma, she set him up as the ruler of the Renaissance Fair. In this capacity he serves as a lightning rod for any trouble while Astarte keeps to the shadows. The other fae in her court obey the Summer King, but know where the true power lies.

Equipment: Chimeric sword

Note: The Summer King is a practitioner of Morpheus Sabinis (the crime of Dream Rape: see **Nobles: The Shining Host**). He uses his Arts to bend others to his will, and then orders them to forget through his Chicanery or Sovereign Arts. Astarte indulges his predilections as long as they do not endanger the carnival. Despite his puppet status to Astarte, the Summer King is quite powerful in his own right.

Quote: *Well met, thou noble Kithain. I deem thee worthy to join our festivities.*

RHINGWAIN (GLAISTN HARPER)

Position: Singer/entertainer, Astarte's court

Court: Seelie

Legacies: Troubadour/Riddler

Seeming: Wilder

Kith: Sidhe

House: Fiona

Physical: Strength 3, Dexterity 5, Stamina 4

Social: Charisma 5, Manipulation 3, Appearance 4

Mental: Perception 3, Intelligence 3, Wits 5

Talents: Alertness 2, Empathy 3, Expression 5, Kenning 3, Streetwise 2, Subterfuge 4

Skills: Crafts 3, Etiquette 4, Leadership 2, Melee 2, Performance 5, Survival 3

Knowledges: Enigmas 4, Linguistics 5, Medicine 2, Mythology 5, Occult 2

Arts: Chicanery 3, Chronos 2, Dream-Craft 2, Primal 2, Soothsay 5, Sovereign 1

Realms: Actor 4, Fae 4, Nature 1, Prop 2, Scene 4

Backgrounds: Chimera 2, Gremayre 5

Glamour: 9

Banality: 2

Willpower: 6

Image: Rhingwaine appears to circus-goers as a handsome, curly-haired minstrel in colorful medieval clothing. He seems to shimmer as he walks, and a bright fire dances in his eyes. Many mortals have fallen in love with the bard on sight. He carries a harp with him and a flute in a pouch tied to his waist. Friendly and approachable, Rhingwaine asks his listeners questions about their family history and life experiences, always looking for new material. His harp, while resembling a Celtic harp, is of unique design. Serious musicians, craftsmen and artists find welcome conversation with the magical singer.

Roleplaying Notes: Songs of unearthly beauty unfold from your magic harp, and your voice captivates the audience into glimpsing visions of the Dreaming. You are happy performing here, weaving dreams of enchantment around weary mortals and allowing them to connect with the world of beauty and fable. You have been with Astarte's court for a long time, joining after the Shattering. While others slowly disappeared down Astarte's path to Arcadia, you left the carnival to learn more technique and material. Returning at the time of the Sundering, you have remained since. Recently, tales of the sidhe's return from Arcadia have placed a disquiet in your heart. Your mind now harbors a sliver of doubt about Astarte's path.

History: Born before the Sundering into a minor distaff house of House Fiona, Rhingwaine was called early to the bardic arts. Taking up a life of wandering, he sought and studied with various masters of his craft. When the Sundering occurred, Rhingwaine was traveling with the eshu, learning talecraft. Hearing of Astarte's mysterious court, he sought her out. Briefly her favorite, the two remained close friends to this day. While traveling with the carnival, Rhingwaine learned the songs of many cultures. He is a master of the harp, flute and song (thus the source of his "Glastyn Harper" nickname).

His beautiful playing and singing have kept Banality at bay in the Autumn Queen's court. Many visiting changelings are amazed at the ancient songs he remembers about their kind. He eagerly questions visiting changelings about current events. His inner doubt about Astarte has made him more sympathetic to the views of outsiders.

Agenda: Perform unearthly music for Astarte's court and visitors; quietly learn about the return of the sidhe.

Quote: *I can sing to you of Tristan and Isolde. Do you prefer medieval French or the Welsh version?*

CALYPSO (BARD)

A beautiful eshu woman of Caribbean descent, Calypso is a talented singer and dancer. She tells stories of faraway places to the children who visit the circus. She does not limit her activities to the Renaissance Fair. Seemingly benign, she is really Unseelie in outlook. She is the Summer King's constant companion and encourages him in his crueler activities. A petty plotter, she unrealistically dreams of taking Astarte's place in the Infernal Trinity, and may aid those whom she thinks has a chance of harming the Autumn Queen. Calypso is a master of the Wayfare Art and adept at both Chicanery and Soothsay. Her Realms are primarily those of Actor and Fae.

MR. QUIGLEY (JESTER)

Small even by boggan standards, Mr. Quigley reminds some of Poe's demented Hop-Frog. Most humans perceive him as a slightly sinister but admittedly hilarious prankster. He leaps, capers and dances delightful jigs. His humor is sardonic and at times cruel, reducing his "volunteer from the audience" to tears for the amusement of others. Quigley often uses his skill at Chicanery to destroy his victim's ego in complete view of an audience. These victims suffer hilarious "tortures" (pies in the face, kicks to the butt, etc.) while Quigley delivers a dialectic on their failings and secret shames. These victims are rarely able to defend themselves, and any appeals for aid are usually met by thunderous laughter. His cavalcade of merriment has inspired more than one suicide. Quigley is also a master of Wayfare and the Actor Realm.

THE SECOND CIRCLE

The second circle of power consists of beings who, for the most part, have been with the circus for a long time. They have gained power through either their own efforts or by latching onto one of the Infernal Trinity. Some of the second circle are ambitious and wish to ascend to the first circle of power, while others fear the forces with which the Infernal Trinity must contend.

THE BISHOP

Position: Head Clown

Essence: Primordial

Nature/Demeanor: Fanatic/Visionary

Tradition: Celestial Chorus *barabbi*

Physical: Strength 3, Dexterity 4, Stamina 4

Social: Charisma 4, Manipulation 4, Appearance 2

Mental: Perception 4, Intelligence 3, Wits 3

Talents: Acting 4 (Clowning), Alertness 2, Athletics 3, Brawl 3, Dodge 4 (Comedic), Intimidation 3, Leadership 3, Subterfuge 4

Skills: Etiquette 2, Firearms 3, Leadership 2, Meditation 3, Research 4, Stealth 2

Knowledges: Cosmology 4, Culture 2, Enigmas 3, Investigation 4, Linguistics 4, Occult 4

Backgrounds: Arcane 3, Avatar 3, Dream 3, Library 2

Spheres: Correspondence 3, Entropy 2, Mind 2, Prime 5, Spirit 3

Willpower: 7

Arete: 5

Quintessence: 3

Paradox: 1

Merits/Flaws: Speech Impediment (sounds like Elmer Fudd), Intolerance (Truly funny people/Koba)

Image: The Bishop is a tall, rail-thin man in his mid-50s. He dresses grandly in a bishop's cassock, three sizes too large for him. He wears a bishop's miter and carries a crozier. His face is craggy and very serious under his clown makeup. The left side is painted bright red and orange in a benign smile. The right side is colored blue and purple with a sad frown; a small diamond stud beneath his right eye denotes "a tear for all humanity." His mouth has a nervous tic and constantly alternates between smiling and frowning.

Roleplaying Notes: Some people call you a pompous, self-important windbag. That reprobate Koba even insists that you aren't really funny. Untrue. You merely feel that humor should enlighten as well as entertain. Didn't Jesus employ humor to debate the Pharisees? Yours is a loving God. Jehovah, the One, the Prime Monad — you move in accordance with His plans in all things. *"And he sayeth unto them: Follow me and I will make you fishers of men."*

Roleplaying Notes: Your former sect declared Manichaeism and its rejection of all things physical a heresy, but you know the evil and corruption inherent in all matter. This circus seems to be the height of materialistic decadence, fleshly, flashy and evil. Only you realize that this glamour hides its true purity — the purity of the void. The fallen one, Astarte, recognizes this; but she is corrupt because of her female nature, which tempts men to desire only worldly pursuits. Your old colleague Cavendish is too concerned with

the world. Only you understand the circus's true nature. The world is corrupt and must be cleansed. The wheel of Apophis is not a tool of Satan, but a divine instrument of the Lord!

History: A fellow student of Cavendish in the Celestial Chorus, the Bishop quickly split with his sect over his interpretation of the Gnostic heresy of Manichaeism. Adopting only the belief's teachings about the limitation of the material world, the Bishop has twisted these teachings into a fanatical yearning for entropy. A follower of Apophis, he nevertheless grudgingly acknowledges the need for the circus's Wyrms elements... for now. The Bishop joined the carnival shortly after Cavendish, but has not grown in power as swiftly. The victim of a severe neural disorder, the Bishop has a split personality, alternatively malignant and benevolent. Unfortunately for his clowning career, neither personality is very funny.

Most of the Bishop's clowns are also his disciples. Dedicated to his teachings, they recognized their master's desire to enlighten the world through humor. They were also frank about his shortcomings as an entertainer. The clowns thus conspired to create a show especially tailored to his eclectic ramblings, allowing the Bishop to proselytize about his strange mishmash of beliefs.

Agenda: Bring salvation to the masses through comedy, and cleanse the world of impurity.

Quote: *Not many people know this, but Jesus, Confucius, the Buddha and all other howy men were actuawy vewy funny.*

Equipment: Squeak hammer, clown nose, floppy shoes, bishop's staff

MR. FLINT — CORAX (WERERAVEN)

Position: Paymaster

Breed: Homid

Nature/Demeanor: Conniver/Autist

Physical: Strength 5 (6/4), Dexterity 5 (6/6), Stamina 4 (5/4)

Social: Charisma 2, Manipulation 5 (3/2), Appearance 2 (0/2)

Mental: Perception 4 (7/8), Intelligence 4, Wits 4

Talents: Alertness 5, Athletics 2, Brawl 3, Dodge 5, Expression 4, Streetwise 5, Subterfuge 3

Skills: Animal Ken 3, Etiquette 4, Melee 3, Leadership 3, Stealth 5, Survival 4

Knowledges: Enigmas 3, Investigation 5, Linguistics 5, Occult 3, Rituals 2

Backgrounds: Contacts 3 (Cone of Flesh, Baroque and Mr. Smiley)

Gifts: (1) Enemy Ways, Voice of the Mimic; (2) Omens and Signs, Tongues; (3) Dark Truths, Hear the Corpse Whisper

Rank: 3

Age 4, Gnosis 8, Willpower 6

Rites: (Mystic) Rite of Becoming, Rite of the Sun's Bright Ray

Image: In Homid form, Mr. Flint is thin and wiry, and wears formal Edwardian clothes. He appears taller than he is due to the stovepipe hat he wears. Dark sunglasses cover his eyes, and long black hair falls down over his face. His shape and dress cause his coworkers to call him "Ebenezer Flint," but not within earshot. In Corvid form, Mr. Flint is a large raven.

Roleplaying Notes: You are aloof, conceited and Mr. Cavendish's right-hand man. Your position enables you to know the day-to-day operations, profit margins and interesting news. The daily receipts and paychecks go through your hands. You are the only one who's gained Cavendish's full trust, and you're perfectly aware of his goals and dealings. You have given him your complete friendship and loyalty. After all, he took you in when your own kind abandoned you. He is your mentor in many ways.

You purposely project a no-nonsense but mysterious reputation, and so the other circus hands shy away from you. Their fear is a good tool. You head Cavendish's spy ring and use information on others in the deadly conspiracies which lie beneath the circus. You mislead enemies of the circus and spy upon them at every opportunity.

History: Charles Flint was born in Vancouver Province, Canada, and has English and Tlingit blood in his veins. When the Change came upon Flint, his uncle, a member of the Hermetic Society of Swift Light, guided him into the ways of Corax society. But while investigating a strange circus that suddenly moved into the area, his uncle was slain by an arrow shot from nearby forest covering. The other Corax with them flew off, but Flint stayed, trying to revive his uncle. The young Corax was adopted by Cavendish, and soon fell under the spell of the circus. The Ringmaster corrupted him so gradually that Flint doesn't see himself as "fallen." Abandoned by his own kind, Flint became Cavendish's head spy and confidant. If he were to discover that Morrell DeEquestro killed his uncle, he would probably try to kill Morrell without endangering his own position.

Agenda: To advance in the circus through Cavendish.

Quote: *I'm responsible for every scrap of money that goes through this place. You'd be surprised how much power a good accountant has.*

BAROQUE

Position: Keeper of the Dead

Clan: Samedi

Sire: Morlock

Generation: 7th

Embrace: 1725

Apparent Age: 30

Nature/Demeanor: Manipulator/Avant-Garde

Physical: Strength 4, Dexterity 5, Stamina 4

Social: Charisma 4, Manipulation 6, Appearance 3

Mental: Perception 3, Intelligence 3, Wits 4

Talents: Acting 3, Alertness 3, Athletics 4, Brawl 2, Dodge 3, Intimidation 4, Subterfuge 5

Skills: Etiquette 2, Firearms 4, Melee 2, Music 3, Stealth 4

Knowledges: Bureaucracy 2, Linguistics 3, Occult 4

Disciplines: Auspex 3, Celerity 1, Fortitude 1, Mortis 4, Necromancy 5, Obfuscate 3, Presence 1

Backgrounds: Allies 3, Contacts 4, Herd 1, Resources 3, Retainers 2

Virtues: Conviction 2, Instinct 2, Courage 3

Willpower: 7

Path of Death and the Soul: 7

Image: Baroque looks like a tall, handsome black man wearing a dapper white suit. He is completely bald and speaks with a Jamaican accent. He is friendly toward everyone and laughs in a booming, good-natured way. Baroque's physical appearance is really an illusion covering a wizened old Tibetan vampire named Shih Hsu.

Roleplaying Notes: The others tried to destroy you, for the "good of the Kindred." They, with their foolish notions about the importance of humanity, had the temerity to *attempt* control your destiny? Phaugh! Their laws of comportment and self-discipline were dung! And humans? Humans are playthings, to be used and discarded as you desire. Even the dead must fear a potent necromancer such as yourself. You will do anything to make yourself even stronger. Calabris thinks he is quite safe in his position — he is in for a big surprise. You will soon take your rightful place in the Infernal Trinity over his corpse. You are wholly a creature of the Defiler Wyrms and are suspicious of Astarte, who is not.

History: A bully, a sadist and a rapist, Shih Hsu was a predator almost from birth. A minor death-mage, he terrorized first his village, then the entire province. By the time he was 60, he was considered the most wicked man in Tibet. Growing rich through banditry, he built a great fortress in the Himalayas where he and his men killed all who passed by them. His evil deeds brought him to the attention of a visiting Western vampire. The Westerner admired him for his wickedness, and convinced him that the limited power he would lose as a mage would be more than compensated by the powers he would gain as a vampire.

The vampire Embraced him, and then taught him all he knew. As a reward Shih Hsu flayed his sire right down to his bones. What Shih Hsu didn't realize was that his master was a renegade member of the Eastern Black Hand. Shih Hsu barely escaped their attack on his sire's cave. Running for his unlife, he encountered the carnival and sold his soul for immediate escape and a new identity. The circus's Glamour Veil clothed him in a different form, and he has been there ever since. He now plies his trade as a voodoo fortuneteller, planning for better times.

Equipment: Fashionable white suit, silver-handled cane, ruby pendant.



Note: Baroque possesses a small jade Artifact known as the Hand of the Yama Kings. The circus stole the Hand from the Jade Emperor some time ago. Cavendish gave it to Baroque to secure his loyalties and to aid in his ability to control wraiths. The Hand is a powerful defensive Artifact. All wraithly Arcanoi and necromantic powers (rotes, Disciplines, etc.) used against the owner are at - 4 with their Dice Pool. The Artifact also allows vampires (or mages with Entropy and Spirit) who are attuned to it to enter the Shadowlands for brief periods of time. The Hand of the Yama Kings looks like a severed hand made out of True Jade, and only exists in the Shadowlands. Baroque carefully hides the Hand each time before he returns to the Skinlands.

THE FIRST CIRCLE

THE INFERNAL TRINITY

The Infernal Trinity is a longstanding tradition, almost as old as the circus itself. Although the Trinity is eternal, its members are not. The current Trinity is but the latest link in a chain that predates the Roman Empire. By comparison, Astarte, the oldest of the modern Trinity, joined the carnival only in the ninth century. The Infernal Trinity are the most powerful members of the circus, but also the most strongly bound. The current three partially resist the carnival's entropic undertow only through their great strength of will, canny maneuvering and help from outside sources. They mostly stick to the shadows, and any appearance they make should be accordingly dramatic.

CALABRIS

Position: Magician

Sire: Prince Villon of Paris

Clan: Toreador

Generation: 6th

Embrace: 1595

Apparent Age: 40

Nature/Demeanor: Architect/Gallant

Physical: Strength 4, Dexterity 6, Stamina 4

Social: Charisma 4, Manipulation 6, Appearance 3

Mental: Perception 3, Intelligence 4, Wits 5

Talents: Acting 4, Alertness 4, Athletics 3, Brawl 3, Dodge 4, Empathy 2, Intimidation 4, Leadership 2, Streetwise 4, Subterfuge 5

Skills: Animal Ken 3, Art 6 (Painting), Etiquette 2, Melee 4 (Sword Cane), Performance 4 (Violin), Security 3, Stage Magic 5, Stealth 5, Survival 2

Knowledges: Investigation 2, Linguistics 3, Occult 6 (Glamour Veil)

Disciplines: Auspex 4, Celerity 3, Chimerstry 7, Fortitude 4, Necromancy 2, Nihilistics 1, Obfuscate 4, Presence 5

Backgrounds: Allies 3, Contacts 5, Herd 5, Resources 4, Status 3
Virtues: Conscience 1 (occasionally 5), Self-Control 3, Courage 4

Willpower: 8

Humanity: 3 (sometimes 8 and growing)

Merits/Flaws: Eidetic Memory, Luck/Dark Secret (Benign Tendencies)

Image: Powerful and sinister in appearance, Calabris is the most formidable-looking member of the Infernal Trinity. Calabris has black eyes, a pointed beard and arched eyebrows, overall seeming quite Mephistophelean. He appoints himself in Victorian style, wearing a top hat and a voluminous black cloak. He carries a silver-handled sword-cane that burns with a pale green light when drawn. In low light, Calabris's form seems to shift unnaturally, as though viewed through cloudy water.

Roleplaying Notes: Elegant, pure and perfect in your predatory desires, you were the quintessential vampire lord. The death rattle of a trusting victim was a symphony to your ears. Cruelty itself became an art. In the carnival these predilections increased. Beauty and pleasure were built on the pain of others. You lived by that code, and everything was once so easy for you. Now there is guilt, self-examination and... compassion. These alien feelings began insinuating themselves like a cancer into your psyche about 50 years ago. At first they were an amusing distraction, but now they undercut your position in the Trinity. If the others were to learn of your weakness.... You rail against these faults, seeking to burn them on a pyre of elegantly butchered corpses. Yet every time you kill, your conscience springs up phoenixlike from the ashes, stronger than before. You are beginning to fear for your sanity.

History: Calabris was the wayward child of Prince Villon of Paris. Unlife proved pleasurable to the young prodigy. He quickly became the toast of Paris at the zenith of its dominance over European culture. The power quickly went to his head; he became cruel and decadent. If he saw something or someone, that he desired, he took it, no matter the pain that it caused. Eventually, however, his "indiscretions" caused him to fall out of favor with Villon. Banished under threat of a Blood Hunt, the pampered vampire was forced to fend for himself for the first time.

Calabris took up with a murderous band of Ravnos cutthroats in the Carpathians, and quickly became their leader. He soon realized that of all his artistic talents, his greatest one was that of illusion, and became one of its foremost practitioners. During the mid-1600s Calabris came across the carnival, which was undergoing a power struggle within the Infernal Trinity. The Trinity's vampiric member, a powerful Tremere named Mordblund, was close to gaining dominance over the other two members. Astarte and Anastagio (a.k.a. Devyn Cavendish) promised Calabris the

coveted third place in the Trinity in return for his aid. Together the three drove the Tremere into the hall of mirrors, where his screams are still heard to this day.

In the centuries since that time, Calabris has woven his illusions throughout the carnival, remaking its surface appearance to fit his own desires. The other two members of the Trinity encourage him, partially because he increases the carnival's siren call, and partly because the occupation prevents him from digging too much into the circus's deeper secrets. In addition to his chimeric powers, Calabris is an extremely talented stage magician and master of misdirection. He combines these skills to devastating effectiveness in combat. He is an occasional guest at Astarte's court.

Agenda: Recreate the carnival in your own image

Equipment: Top hat, morning coat, enchanted sword-cane (difficulty 5, Str + 3 aggravated damage), stage magic props, various fetishes for maintaining and manipulating the Glamour Veil.

Special: Calabris is the only one of the Infernal Trinity who has not gained power through demonic Investments (see Chapter Three). Of the Infernal Trinity, Calabris is the least bound by the power of the circus, though his lack of Wyrms or infernal patrons also makes him more vulnerable to attack. Because of this he has taken extreme measures to protect himself during the day. Calabris's illusions are so ingrained into the fabric of the carnival that none can detect his resting place. Even Baroque's wraith spies are mystified. Calabris has woven countless "sleeper illusions" (Chimerstry level four) into the fabric of the carnival over the centuries. Calabris and Rati may activate these without expending blood or Willpower.

His recent "slips" of compassion are due to brief periods when he is possessed by Cara. The spirit is seeking to return to power, and Calabris' lack of Investments makes him a good host. The struggle may manifest itself at odd times, leading him to perform a compassionate act "under the influence." He despises these moments of weakness, but the guttering spark of his Humanity is being slowly fanned back to life.

Quote: *Don't worry about your companions. "It's all done with mirrors," remember?*

ASTARTE

Position: Autumn Queen (Opener of Paths)

Court: Unseelie

Legacies: Schismatic/Arcadian

Seeming: Wilder

Kith: Sidhe

House: None (formerly Fiona)

Physical: Strength 3, Dexterity 5, Stamina 4

Social: Charisma 5, Manipulation 5, Appearance 7

Mental: Perception 4, Intelligence 4, Wits 5

Talents: Alertness 4, Athletics 3, Brawl 2, Dodge 4, Empathy 5 (Secret Desires), Expression 4, Intimidation 3, Kenning 5, Subterfuge 5 (Find Weakness)

Skills: Etiquette 5, Leadership 4, Melee 2, Performance 5 (Song), Stealth 3, Survival 3, Temporal Sense 4

Knowledge: Dream Lore 5, Enigmas 5, Investigation 3, Linguistics 5, Mythlore 5, Occult 5, Politics 4

Arts: Chicanery 5, Chronos 4, Dream-Craft 5, Primal 4, Soothsay 3, Sovereign 5, Wayfare 4

Realms: Actor 5, Fae 5, Nature 3, Prop 3, Scene 5 (Carnival Affinity)

Backgrounds: Chimera 5, Contact 3, Dreamers 5, Gremayre 4, Holdings 3, Patron 5 (Apophis), Retinue 3, Title 5 (Formerly a princess), Treasures 5, Trod 5

Demonic Investments: Atrophic Touch, Gateway (see below)

Glamour: 10

Banality: 3

Willpower: 8

Merits/Flaws: Natural Linguist/Driving Goal (Recreate Arcadia)

Image: Of old she was known as Astarte the Beautiful, and named in her youth Autumn Queen and the Maid of Petals. The golden rays of the sun played down her hair like a waterfall... The bards of the sidhe composed twenty and seven songs honoring her beauty; twenty and seven hands she refused in union....

Astarte's beauty is typical fae-ethereal with an air of otherworldliness. A rare beauty by even sidhe standards, she has sculpted features, with tapered eyes and ears, even in her mortal seeming. Her auburn hair glows like late-afternoon sunlight, and her clear eyes are a pale glassy green. Her fae seeming has a beautiful and terrible majesty to it. Her eyes and robes ripple with a lambent green flame of balefire, punctuated by sparks of gold. When angered, her eyes flash black with the Void.

Roleplaying Notes: Thou art Astarte, mistress of gates and keeper of the void. Thou ridest the Apophis Worm, and entropy is strong within thee, but thou art pure, holy one. For thine is not the way of power, or desire, or corruption. All these things are but tools, for thou art the Winter that preceed from Autumn. Let those who wish to see another Spring proceed only through thee.

History: Astarte is the oldest, if not the most powerful, of the Infernal Trinity. Although no one knows her true age, her history with the carnival dates back to its bloody encounter with the knights of Emperor Charlemagne during the late eighth century. During this period, the carnival's infamy was widespread, and the Church ordered its destruction. Holy knights, led by Sir Roland and aided by holy magics, descended on the carnival. Astarte was a princess of the Fair Folk in those lands and knowledgeable of the doings in the emperor's





court. The emperor was no friend of the fae, and so Astarte rescued the carnival by leading it through a secret trod. As a reward the carnival made her its guide through the many netherworlds it traveled, luring her with promises of knowledge and adventure. The young princess did not realize the carnival's true nature until it was too late.

During the long years of the Interregnum, when most sidhe fled the earth, Astarte was one of the few nobles left. Arcadia is one of the rare places where the carnival cannot go, and she hungers for it like a lost dream. Her desire is ravenous, and the carnival fulfills these dreams, at a price. Astarte is a disciple of the demon Apophis and derives powers directly from it. She believes in entropy as a natural, cleansing force, necessary for the world's rebirth. Her servitude to Apophis reinforces these beliefs. Astarte dispassionately believes that her good ends justify any means. Unlike many in the circus she does not revel in the pain of others. She kills only when "necessary," and is careful not to cause undue suffering.

Agenda: Recreate Arcadia.

Equipment: Faerie Food, Mirror of Dreams, Sliver of the Hunger Stone, Spriggan's Jar

Special: Through her Gateway Investment, Astarte may move the carnival through all the inner and some of the farther planes of existence. This power also applies to Astarte personally, and she may enter most planes without taking the circus with her. She must still enter many realms by way of established portals, however. There is a vigorous etiquette to entering many planes. The carnival may not reach Arcadia through this Investment.

Mirror of Dreams: A full-length mirror in a heavy gold dragon-shaped frame, the Mirror of Dreams allows Astarte to view any object within the physical confines of the circus, even if they are in another realm such as the Umbra or the Dreaming. Any of the Infernal Trinity may use the mirror for this purpose. The mirror is also the focus through which Astarte casts her Wayfare cantrips when moving the carnival from realm to realm. The carnival may still do this without the mirror, but it requires most of Astarte's Glamour to do so. Lastly, the mirror reveals the true nature of anyone reflected in it. Astarte uses this to study potential opponents.

Sliver of the Hunger Stone: Astarte owns a small sliver of the black gem known as the Hunger Stone. Astarte keeps the fragment in a golden ring on her finger. Those who examine it closely discover that it is a small piece of the Void. This fragment gives its owner prolonged life, but at a price. The owner gains an affinity with the Void, becoming over time (about a century) a living part of the Void. Astarte's ownership of the fragment explains both her rapport with Apophis and the circus's seeming inability to grind her into Oblivion. The stone also confers an immunity to entropy-based attacks (e.g., aging attacks).

Spriggan's Jar: The Spriggan's Jar is a powerful faerie treasure containing a small fragment of Arcadia's essence. To most the jar merely looks as if it contains colored sand, yet changelings may see something else. Any changeling who makes a Perception + Kenning roll (difficulty 7, two successes needed) sees the sand shift, forming itself into a dazzling, miniature vista of a woodland glade. The changeling must make a Willpower roll (difficulty 9) or be sucked into the tableau. A faerie "captured" in this manner believes she is back in Arcadia and never wishes to leave. Only Astarte may free a changeling ensnared by the jar. (Breaking the jar scatters the sand and the jar's inhabitants to the farthest corners of the Deep Dreaming.) Sand from this jar instantly enchants those it touches. Mortals enchanted in this manner may be affected by all changeling Arts, even if their Banality is high. Astarte only allows fae she esteems into the Spriggan's Jar. The jar is her most prized possession.

Quote: *Walk with me a little space, and I will show you a place of eternal Spring.*

The Intention makes the crime.

— Aristotle

DEVYN CAVENDISH

Position: Ringmaster

Essence: Questing

Nature/Demeanor: Fanatic/Conniver

Tradition: Celestial Chorus *barabbi*

Physical: Strength 3 (can be augmented to 5 when Cavendish falls under Induced Rage), Dexterity 5, Stamina 3

Social: Charisma 6 (Captivating), Manipulation 5 (Silver Tongues), Appearance 3

Mental: Wits 5 (Shrewd), Intelligence 4, Perception 4

Talents: Alertness 5, Athletics 4, Awareness 5, Brawl 2, Dodge 4, Expression 5, Intuition 5, Intimidation 5, Streetwise 2, Subterfuge 5

Skills: Drive 2, Etiquette 5, Firearms 3, Leadership 5, Melee 3, Research 4, Stealth 4, Survival 5, Technology 2

Knowledges: Cosmology 5, Culture 4, Enigmas 5 (Ancient), Law 3, Linguistics 5, Occult 5

Backgrounds: Allies 6, Arcane 4, Avatar 5, Destiny 4, Dream 2, Library 2, Mentor 4, Talisman 5

Spheres: Entropy 5, Prime 3, Mind 3, Spirit 4, Time 5

Willpower: 7

Quintessence: 16

Paradox: 3

Image: Devyn Cavendish is a tall, thin man, apparently in his 40s. He has dark curly hair streaked with gray, and a sharp nose and chin. A theatrical waxed mustache draws attention to his face. His dark eyes cast about nervously; when he's alone, they reveal the darkness of the void.

Cavendish wears the traditional top hat of the ringmaster, as well as a red cutaway coat. He wears tall black boots and a gold pocket watch. His hands are always gloved, and a coiled whip hangs at his side. Cavendish possesses an infernal eye in his right hand, part of a bargain he made long ago.

Roleplaying Notes: You are the master of the Infernal Carnival. You alone remember the dark deals made with forces from beyond reality. The old "stockholders" are very demanding and constantly hungry. Even the remaining members of the ruling triad have little idea how deep you have plunged into debt. That's all right. Astarte is lost in her dream world. The vampire may have to be taught a lesson. To that end, you are grooming Baroque for the vampiric spot in the Infernal Trinity.

Without you the hungry spirits would rip through the circus like a fiery wind. You must keep them fed. You seek to placate them and regain portions of the soul you sold. Consequently, you run a brisk trade in the souls of innocents; beings of power fetch a higher price.

All this you do in secrecy. It is difficult to balance the hungers of the infernal demons and the Wyrms. You pull it off with rare skill, making sure that you are the power broker who skims off the top of every deal. Lately their hunger has grown, demanding more of your attention. As you watch the rising tide, you secretly fear that time may be running out. If it can buy you a bit of time, placate them with the blood of their enemies. For now, small-talk friend and foe alike. Show them that nothing is wrong; you are in control. But your nerves are beginning to fray under the pressure.

History: Devyn Cavendish's original name was Anastagio Salvatorio. He spent his youth in the Italian city-states of Florence and Pisa. The illegitimate son of a priest, he was raised by the priest's brother, a minor artisan, in the late 15th century. Young Anastagio was a quick learner on the streets and at his studies. He possessed a special skill in unlocking deep mysteries for the sheer joy of it. Word spread when he found the fabled flowering rod of St. Joseph in the ruins of a Florentine church. The young boy had insisted that he had called it to him through intense prayer, although the local priests relayed that he had found it after a vision. Soon young Anastagio came to the attention of the Celestial Chorus.

He was approached by members of this great order, who believed that the power within him would be strong. They offered him an education and calling. With the consent of his foster father, Anastagio went to the Chantry in Rome. Some felt that he would one day lead the order, for he was intense in his studies, easily mastering ancient tongues and difficult lessons.

His fall began when he lured two Nephandi into a trap set by his Tradition. The slain two were proved to be transporting a library of ancient tomes to a distant base in the



Pyrenees. Anastagio claimed he had destroyed their offensive codices, but in fact hid them for future study. He sealed his fate when he opened the brittle pages of *Libre Dam'are*, the book of Kurush the Doomed.

Kurush was great among the Nephandi. The Persian mage was believed to have been slain in 1343 by Takshaka of the Akashic Brotherhood. Deciphering the book, Anastagio discovered an intricate code that suggested the Nephandus still lived in the distant Caucasian Mountains. Anastagio slipped from the Chantry, calling down an infernal spirit and escaping in the confusion. Most thought him dead.

His wanderings and eventual apprenticeship under Kurush are the material of many legends. Anastagio, renamed Yawgild the Nephandus by his teacher, soon mastered the arts of infernal exchange. Bargaining with beings from beyond reality became second nature. When the veiled Persian released the new Nephandus to the world, he laughed and told his other disciples, "I have just unleashed the dervish of Hell."

Some say he joined the carnival in India, others in Asia Minor. He apprenticed himself to Mauritius the Carnival Master, but it took scant time before he had learned all that the elder could teach.

Mauritius had been a hedge wizard of note, as were many of the Carnival Masters before him. But he should have listened to his student's proposal: Anastagio offered the hedge wizard his life in exchange for his position. The day after Mauritius' refusal, he was found naked, barking like a dog, and was soon hunted to death by his own hounds. It seemed that Anastagio had fully understood the laws of the carnival before he set foot within, offering his services to the strange powers which dwelt there.

Anastagio allied himself to Astarte, sensing her needs and proposing a partnership in mutual aid. Astarte was taken by the charismatic young mage; the lady of the elder world soon struck up a friendship with the practitioner of the dark, varied as their backgrounds were. The Nephandus found a deep sea of endless forgetfulness within the sidhe lady, and it briefly calmed his fevered dreams. Theodoric the vampire accepted him at face value as a man who'd be good for the day-to-day administration of the traveling carnival.

Mordblund the Tremere slew Theodoric in 1499, and rose to take control of the carnival from his two partners. Astarte and Anastagio struck first, and wrested control back from their rival. They had the aid of Calabris, who

took his place as the youngest of the Infernal Trinity. Originally Anastagio and Calabris were close allies, but Calabris has fallen to solitude in recent years.

Anastagio bargained with the forces of the outer darkness, gaining much power in a short time. He became the most powerful of the Infernal Trinity and the driving force behind the carnival. Anastagio allowed the Wyrms' influence within the carnival to grow to balance the infernal powers headed by Apophis. Without his daily tending to the spiritual appetites of the carnival's two masters, the whole show would quickly fall apart. He is the center that barely holds, the eye in the infernal storm.

So tenaciously has he kept the balance that a tip in either direction could ruin everything. Devyn Cavendish (his most recent name) has skimmed off the sacrifices to the two "stockholders in the business" (his whimsical term, not theirs). He bargains with both for power and attributes, giving even portions of his own soul for future mastery over the dark. For this reason he has a "patchwork" soul and the heart of a calculating machine. He sees all things in terms of profit and exchange.

Devyn Cavendish is the most aware of the true nature behind the illusion. Astarte knows the history, but Cavendish is familiar with the beings who power the circus. If Cavendish learns that the place is being investigated, he will claim that Dr. Owl is the real master of the place. This is a claim the old scientist is swift to comply with, fully believing it. Cavendish will apply all of his fast-talk and charm to this direction, stating that he does know some hedge magic and believes that the circus itself traps souls and unfortunates (like himself) there. Once away from any investigators, he will do all within his power to protect his home against interlopers.

Note: Cavendish is in charge of the acts under the Big Top. He is a showman and diplomat, possessing an eye for talent. In a pinch he must be able to fill in as an animal trainer, a clown, a juggler or equestrian director.

Agenda: Cavendish seeks to pay off the Wyrms and infernal powers and recreate the circus in his own image. He gathers most of the spiritual profits from the daily soul exchange. Ultimately this process would make him a dark Incarna, able to cast his own presence over the entire carnival. To a small extent this has already begun; Cavendish is already skimming from the profits in such a way that it is impossible to follow the ghost trail of exchange and counter-exchange.

Only his servant, Mr. Flint, has an inkling of what Cavendish is planning. If Cavendish reaches his goal, he may keep Astarte and Calabris on. Failing this, he'll try to escape with some of the profits and set up his own carnival. The first option is much easier, as he has infested the place and concentrated himself there. The second option is only viable if he loses to the Wyrms and infernal forces that are gaining on him.

Personal Items

•••• Eye of Kadir

Arete 4, Quintessence 20

An emerald-pupiled eye peers out of the palm of Cavendish's right hand. Cavendish usually covers the eye with a glove, but reveals it to various authorities and enemies of the circus. The Eye of Kadir is an infernal Investment, bargained for at great cost. The eye is a mirror replica of the original Eye of Kadir, an item beyond value in certain mage and Garou groups. Cavendish's eye possesses level four in Mind Sphere (used for Possession and Control Minds). Cavendish alters the memories of those who look into it, or possesses the people as slaves. He uses the eye on local authorities, reporters and enemies of the circus, and considers it a good investment. Not all of its properties are known; it does run on its own Quintessence. Bargaining as much as he does with Apophis and the Wyrms, Cavendish wanted a third Investment as insurance against the other two.

••••• The Entropy Watch

Arete 5, Quintessence 15

When pointed at a life-form when the stop-hand button is hit, the watch causes the target to decay and deteriorate with frightening rapidity. Much as if hit by the Entropy Effect "Blight of Aging," the life-form will effectively age five years for each success scored on the magick Effect roll. Cavendish can have the watch run backward to reverse the Effect; he may use this as a bargaining chip.

The Entropy Watch's power is not drawn from a Node, but from the Quintessence of life energy. An ornate Edwardian watch, carried in a gold casing, it hangs from a chain on Cavendish's vest. It is the focus of much of Cavendish's magick, and is attuned to Cavendish only.

Quote: *I have 53.7 percent controlling interest in my own soul! Those fools on the Board of Directors can't even get their act together to collect. You there, sir, you look like a betting man. I have a little wager . . .*

CHAPTER THREE: THE CIRCUS

GENERAL APPEARANCE

During the day, the Midnight Circus appears as a somewhat shabby, medium-size circus. The tents are gaily festooned, but badly weathered and the colors are faded. The canvas is mildewed, and the carnival's brightly painted wagons are peeling.

As night falls, the carnival takes on a sinister, neon grandeur. The lights glowing through the tents and the many rides are lurid cascades of color. The circus may take on a hypnotic, nightmare quality that drives some of its victims to strange acts of desperation. Its perimeter becomes indistinct; tents that weren't there a minute ago appear unexpectedly. Some people, trancelike, even enter these tents, only to walk into a completely unexpected vista such as their childhood homes or the Atrocity Realm.

ATTRACTIONS

*Next comes the Valley of Bewilderment,
A place of pain and gnawing discontent
Each second you will sigh, and every breath
Will be a sword to make you long for death;
Blinded by grief, you will not recognize
The days and nights that pass before your eyes.*

— Farid-Din Attar, *The Conference of the Birds*

The actual playbill of the circus varies from town to town and night to night, but there is a consistent core of standard acts. Storytellers are encouraged to embellish the acts to strike personal chords with the troupe; if one of the characters is being hunted by the Followers of Set, a snake-handling act, carefully and elegantly described, may well send chills down the player's back.

What follows are descriptions of the "generic" shows circus visitors may well encounter.

THE BIG TOP

Small in comparison to the big tops of most world-class circuses, the big top here still dwarfs all the other structures in the carnival. The tent is dark blue and decorated with stylized astrological symbols. Most of the tent's ceiling is predominated by the circus's symbol, a stylized crescent man-in-the-moon with a serpent coiled around his eye. The big top houses all the circus's headline acts. These include Calabris's magic show, the Bishop's "Family Clown Revue," and all the other animal, aerialist and clown acts that one would expect to find in a medium-size circus. The Big Top Show costs four dollars and one Snare to enter. (For information on Snares and Barbs, the carnival's mystical traps, see page 86.)

Crowds are ushered into the big top amidst the fanfare of music and mimes. The tent seems somehow larger on the inside. Clowns tumble, juggle and perform various antics while the audience is seated. Then the spotlights go wild, finally converging on the lone figure of the Ringmaster. "*Ladies and gentlemen, children of all ages, welcome to Anastagio's Olde Time Lunar Carnival and Midnight Circus!*" he announces, doffing his top hat. Drums roll, and the clowns release doves from cages. Beneath the lights the birds change color into exotic, tropical displays of wonder before vanishing into the upper air of the tent.

THE EQUESTRIAN ACT

As the last birds disappear, four riderless horses thunder into the tent, galloping around the ring. The clowns are suddenly silent, and the Ringmaster steps out of the lime-light. The clowns roll out a large hoop and set it in the path of the horses; the Ringmaster lights it on fire. The horses leap through, one by one, emerging with a rider as they do so. "*Ladies and gentlemen, the remarkable DeEquestro family!*"

Bellicus and Morrell perform rare gymnastic feats on horseback while Messoria and Filipo shoot flaming arrows into the audience. The arrows dissolve before contact.

Bellicus and Morrell somersault onto each other's steeds. Messoria plays the violin while riding, and Filipo balances a sword on his chin, standing bareback as his steed rears up on her back legs. At various points the horses perform tricks with their front legs in the air, gallop backward, waltz and march the Spanish Walk. Cavendish lights the hoop and sets it in place. Rider and horse go through together to the applause of the audience.

THE AMAZING PACHYDERMS!

Next come two Asian elephants, Friedreich and Lou, with their trainer, Klaus Rahn. Two acrobats, Jean and Collette Raison, ride their backs. After introductions by the

Ringmaster, the performance begins. The elephants perform various tricks with their riders, lifting them up and tossing them on their backs, dancing with them (trunks holding the person in a waltz), even sitting and balancing acts. Friedreich, the male elephant, balances on a large pedestal stand with his two front legs while Jean performs a handstand on his back. Following this, Lou assembles a large seesaw, moving the pieces into place with her trunk. Collette stands on one end of the seesaw: Lou places her two front legs on the other end, sending Collette flying into the air. Collette performs a double somersault and lands on Lou's back.

At the close of the show Friedreich and Lou play Frisbee with each other, tossing large hoops with their trunks. Then they are led out of the big top as the acrobats prepare themselves.

AERIAL PERFORMANCE

The acrobats appear on the trapeze, 40 feet above the ground. Collette leaps into the air from her trapeze, caught by her husband Jean. The other performers, Jean's brother Guy and Aubrey Dutetre, emerge on the tightrope, juggling. Guy and Aubrey join Jean and Collette on the trapezes, performing amazing catches and somersaults over the abyss. The aerial performers next crowd the tightrope, with each member getting more daring. Aubrey does a forward flip and catches himself; Jean balances Collette and Guy on a wood piece on his head while walking the wire.

The final act of the aerial show is Collette's solo, an aerial ballet act to violin music. Moving with aristocratic grace, she performs intricate maneuvers through a series of rings and swings. The contortionist acrobat's motions are slow, almost languid, while the audience waits, enthralled in her dance. Collette ends her display with a series of flips and catches which leave the crowd breathless.

DANCING DERVISHES!

Sergei Gumilyov, attired in traditional Armenian attire, claps his hands and his dancers enter. They wear native Georgian and Armenian costumes. The men wear trousers, white shirts and long Cossack-style coats; the women, velvet jackets worn over long blue dresses. To the accompaniment of Persian flutes, drums and the 72-stringed santur, the dancers perform their spectacular show. During a traditional dervish dance, Sergei claps his hands and the dancers become perfectly frozen in their movements, maintaining impossible poses. At a second clap of Sergei's hands, they resume their dance. (During the day the performers are mimes, ride operators and vendors.)

TIGERS OF BORNEO AND ARCTIC WOLVES ACT

Four tigers jump through flaming hoops at the command of the animal trainer, Bill Biloc. The tigers also sit up, jump onto various platforms and stand upright in a line with their front paws on each other's backs. After the tiger show ends,

the spotlight lands on an additional cage where six large wolves are waiting. The wolves also jump through flaming hoops, play volleyball on teams, and perform various doggy tricks. The performance concludes with the wolves howling a wretched version of "Animal Fair" while Mr. Biloc conducts. With a successful Perception roll, characters may notice the unusual size and physical ugliness of the wolves. A Garou may sense the kinship; these are Black Spiral Dancers in Hispo form, now chained to the circus.

Note: These six Black Spiral Dancers allied with the Midnight Circus long ago, believing it to be sent from the Wyrms. Once there they sank to the dual role of watchdogs and animal acts. Trapped in Hispo form, they serve the Midnight Circus as guards and trackers. Together with the DeEquestros, they hunt escapees and enemies of the circus. Their life belongs to the circus now, but their names are/were: Maggirk, Moon-Scar, Dugluck, BloodBane, Laff Dancer and Shadow Splatter.

Sample Hispo Black Spiral Dancer:

Physical: Strength 7, Dexterity 7, Stamina 8

Social: Charisma 2, Manipulation 1, Appearance 1

Mental: Perception 2, Intelligence 2, Wits 4

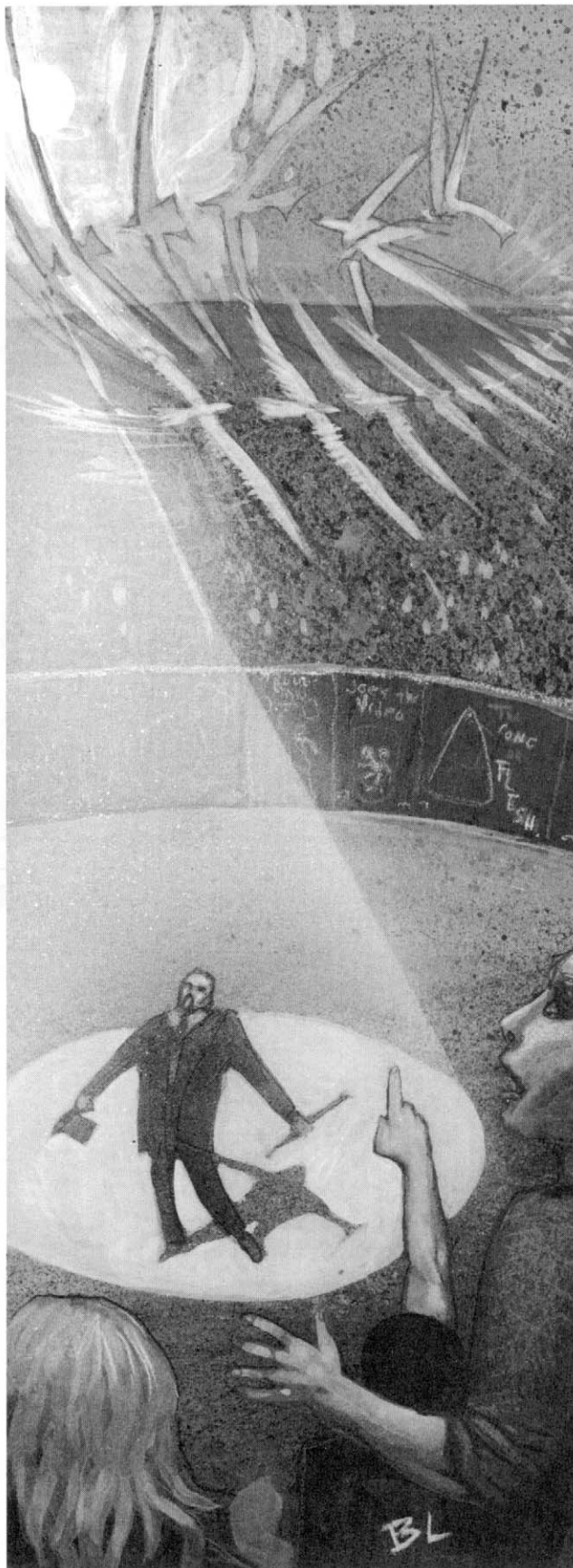
Damage: +1 Bite damage, Difficulty: 7

THE MAGIC SHOW

Calabris's show combines a light, humorous patter with dazzling illusions. The master of misdirection's favorite tricks involve transformation. Assistants leap through fiery metal hoops, changing clothes and even metamorphing from one person to another in the process. The big top itself seems to change under his sway. Audience members may notice their clothing changing colors. Flocks of ephemeral birds swoop around the tent's ceiling, casting rippling shadows throughout the crowd. These disappear and reappear with but a word from the conjurer. Most audience members conclude that it is all done with mirrors, though some credit "that new morph technology they have these days." Calabris' magic show, while brilliantly performed, contains no supernatural elements to it. Calabris is a world-class stage magician in his own right and does nothing to arouse suspicion of his Chimerstry powers.

THE BISHOP'S FAMILY CLOWN REVUE

The circus tries hard to project a "family values" image. To this end, the Bishop's show is one of the circus's most valuable assets. The Bishop is usually billed as a funny wise man. His show has a bright and wholesome air to it. The Bishop's disciples dance and caper around him, prompting laughter, cheers and nods of agreement from the captivated audience. The show varies from night to night, but always contains gaudily produced parables. Overtly religious in nature, they may nevertheless be interpreted in any number of ways. (An atheist may see it as a sly parody of religion,



while a religious person may see it as either a profound religious statement, or as an attack on a rival denomination.) Despite these varying interpretations, the show is, in the end, rather banal. Those who prefer a bit more spice to their comedy may prefer Koba's show.

This ends the big top show. To the fanfare of Bishop's clown orchestra, the performers take their bows and the audience empties from the stands. The Ringmaster announces additional performances and rides on the grounds, stressing the Renaissance Fair, Museum of Oddities and his own gambling tent as examples.

SEND IN THE CLOWNS

There are three clown acts in the circus. The big top clowns belong to the Bishop's troupe, while Koba and Blotto's troupes are "excommunicated" to smaller venues.

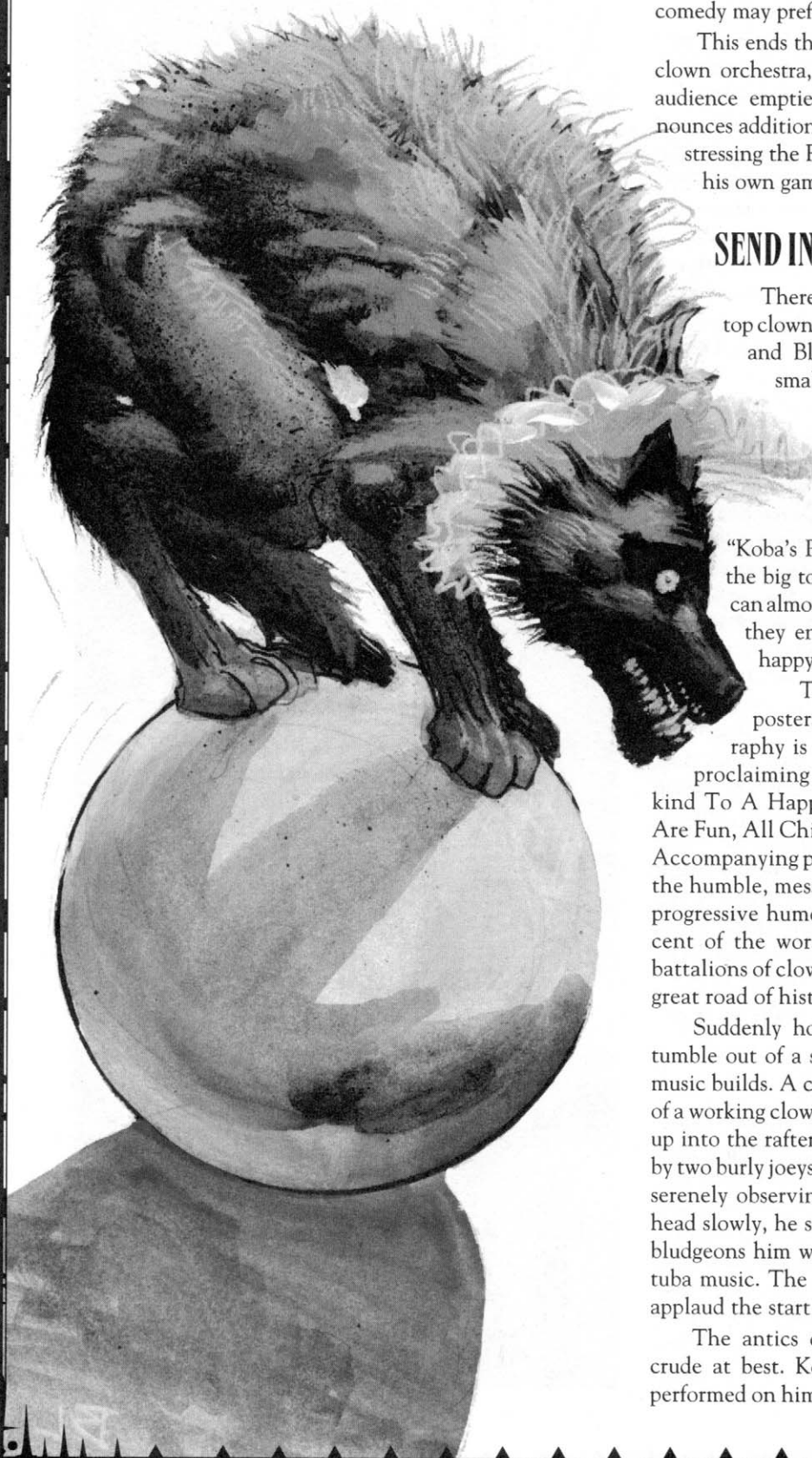
KOBA'S PROGRESSIVE CLOWN SHOW

Next to the big top is a red tent with yellow stars. Outside the entrance a clown wearing a sandwich sign advertises "Koba's Progressive Clown Show!" People leaving the big top are lured into this side tent. Spectators can almost detect a feeling of historic anticipation as they enter the stands. An unseen band plays a happy tune with serious martial overtones.

The interior looms with large propaganda posters dedicated to Koba's genius. The iconography is amazing. Giant posters fall from above, proclaiming "Progressive Clowning Will Lead Mankind To A Happier Future," "Under Koba, All Clowns Are Fun, All Children Happy" and "Tragedy is Comedy." Accompanying pictures display happy citizens applauding the humble, messianic clown who is leading the forces of progressive humor into a utopian future. In art reminiscent of the worse kitsch appeal of Norman Rockwell, battalions of clowns march shoulder to shoulder down the great road of history under their leader's beneficent gaze.

Suddenly horns sound. Clowns in working clothes tumble out of a secret trap door on the arena floor. The music builds. A clown dressed as a bishop steals the wallet of a working clown. Then the music climaxes, a poster rolls up into the rafters, revealing Koba the Klown surrounded by two burly joeys with clubs. Koba puffs calmly on his pipe, serenely observing the antics of the bishop. Shaking his head slowly, he strolls behind the thief and nonchalantly bludgeons him with a tire iron to the accompaniment of tuba music. The working clown gets his wallet back. All applaud the start of the show.

The antics of Koba's Progressive Clown Show are crude at best. Koba is always in control. No tricks are performed on him, nor does he go in for self-abasing theat-

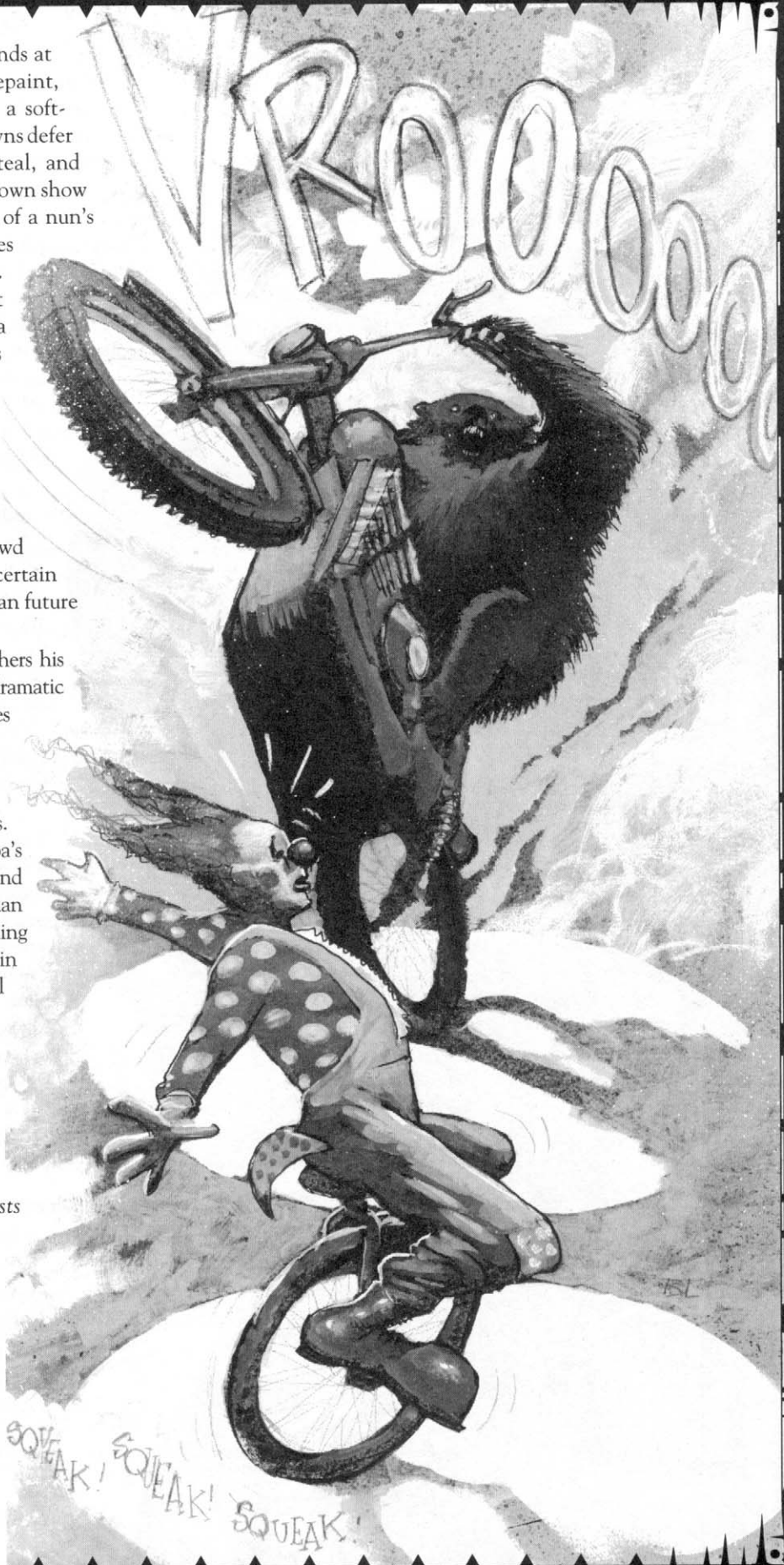


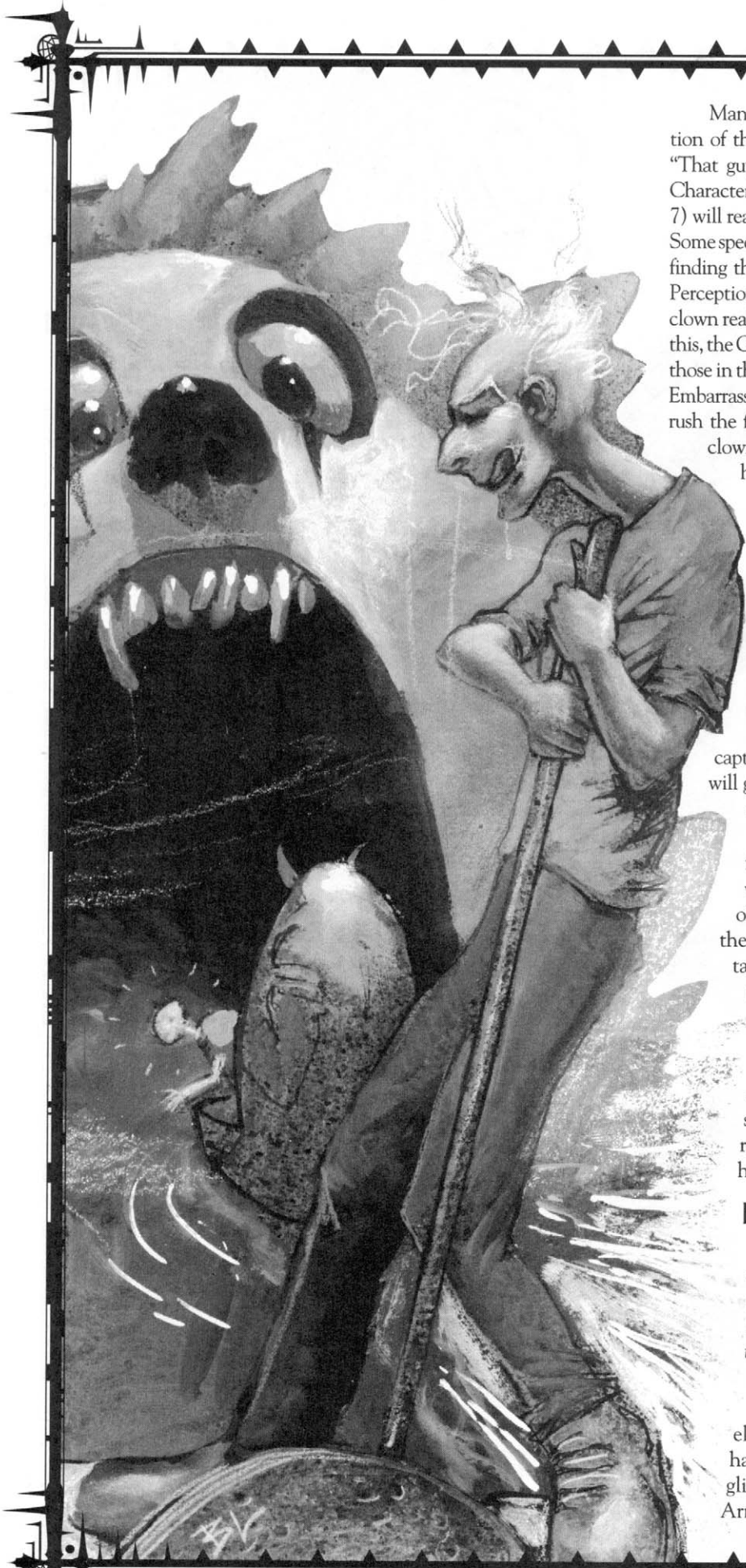
rics; that is for the other clowns. Koba stands at attention, guarded by his thugs in greasepaint, introducing the acts and commenting in a soft-spoken, reasonable manner. The other clowns defer to his "superior wisdom." They juggle, steal, and perform somersaults, mimicking Bishop's clown show with crude anecdotes. Clowns tumble out of a nun's dress; clowns chase dwarfs dressed as parodies of Bishop's troupe. A lot of clubbing goes on. At one point a lazy tramp clown tries to light an oversized cigar and catches on fire. Koba points at him and laughs as firemen clowns struggle with a rebellious hose.

Between acts, Koba's head toady, dressed in a three-piece suit, questions the social value of certain actions. The crowd is subjected to Koba kicking his sycophant, inducing hilarious spins, rolls and falls. Koba patiently explains to the crowd the inevitability of humor evolving by certain ironclad historical laws into a distant utopian future where all will be allowed to laugh.

The grand finale comes when Koba gathers his followers together. To the accompaniment of dramatic music and spotlights, he solemnly announces that there is a traitor in their midst, an unwitting tool of the various retrohumor forces at work under another tent. The spotlight falls on Stephan, a thin clown clad in suspenders. Koba points at him, and Stephan bolts as Koba's followers pick up sticks. They chase him in and out of the aisles and around the tent. Stephan rolls his eyes and froths at the mouth, looking genuinely terrified. Then he spots a unicycle in the arena center and climbs on, trying to pedal to safety. A dramatic drumroll follows.

Suddenly a large poster is unrolled ("Enemies of Progressive Humor Beware!"), and a giant bear on a motorcycle crashes through it. The clown sees the bear and lets out a blood-curdling scream. Stephan pedals furiously, but the unicycle is soon overtaken. *"Even brute beasts understand Koba's wise stewardship of entertainment and leap to defend his noble vision,"* Koba announces. The bear circles the clown like a shark, doing donuts around the doomed unicycle. When the drum roll reaches fever pitch, the giant bear scoops up the traitor and devours him. Koba's loyal clowns applaud wildly, as their leader nods sagely. The bear spits out a floppy shoe and is led away by the clowns. The show ends.





Many spectators find the humor a bit barbaric, a combination of the Three Stooges and Attila the Hun. Others laugh, "That guy with the hammer and flamethrower, he's funny!" Characters who successfully roll Perception + Empathy (difficulty 7) will realize that a pall of violence lies thickly over the crowd. Some spectators are disgusted, but the majority applaud the show, finding the dismal acts genuinely funny. If a player makes the Perception roll during the show's climax, she will realize that the clown really is being devoured by the bear. If she tries to prevent this, the Glamour Veil cast over the Midnight Circus will compel those in the stands to interpret a rescue attempt as part of the act. Embarrassing antics and tuba music accompany the players if they rush the floor. Koba will be whisked away by his guards. One clown will produce a flamethrower while another pulls a handgun; the remainder spill oil on the floor and toss marbles underfoot. The bear will also attack.

Garou using the Gift: Scent of the True Form will realize the bear is a Gurahl, one of the few werebears. Attempting to stop the bear from devouring the clown will only result in a battle; the Gurahl will not listen to reason. Careful observation will reveal that the Gurahl's will is enthralled. The best way to rescue the Gurahl is to approach him in the Penumbra or find him between shows. Chained to the circus and Koba's will, he has forgotten his true nature. Appealing to the captive's true nature (Charisma + Empathy, difficulty 7) will gradually reawaken the Gurahl's memory. His human name is Dimitri, and he can make an excellent ally.

Between the shows, Koba is surrounded by his followers. Observant characters may spot a clown who was in Bishop's show earlier reporting to Koba. There is obviously bad blood between Koba and Bishop, based on the parodies worked into Koba's act. A character who talks with Koba will soon learn that the clown has far more on his mind, namely usurping Bishop to become the chief clown of the Midnight Circus. Allying with Koba might not be a bad move; despite his paranoia and dogmatic entertainment beliefs, he has a spy ring of loyal, if not fearful, clowns and a werebear servant. Koba is also not without his own abilities. In return for any aid, he will demand that the players aid him in his plans to remove Bishop from the scene.

BLOTTO THE CLOWN AND CLOWN ALLEY

"The mirth the clown creates grows in proportion to the humiliation he is forced to endure," Buffo continued, refilling his glass with vodka. "And yet, too, you might say, might you not, that the clown is the very image of Christ."

— Angela Carter, "Nights at the Circus"

Blotto usually stands before a side tent, disheveled, hung over and puffing on a cheap cigar, where he hands out balloons. Another clown performs a juggling act. In the tent beyond, clowns lie collapsed on Army surplus cots or languidly apply makeup. Blotto's

seven clowns work the carnival, making balloon animals, performing juggling and tumbling acts, or passing out fliers and gifts. They become animated for the first couple of days at a new location, but then disappear into their tent in Clown Alley. It is easy to spot the wasted, helpless look in their eyes.

Unwanted by both Bishop and Koba, Blotto's clowns are the rejects and outcasts of the circus hierarchy. The Midnight Circus has ground them down and is about to devour them. They are skeletal scarecrows stripped of all desire. Many turn to mind-numbing drugs or alcohol provided by other circus personnel. Within their tent they can be seen sleeping and nodding off, aware of their fate but unable to fight it. The stench of decay and cheap alcohol permeates their tent. It is not uncommon for one of the clowns to be hallucinating with a case of the DTs, screaming about gluttonous monsters. One of the most unnerving sights is seeing the faceless men of Clown Alley apply the greasepaint and create their faces.

Blotto is the leader and the most alert of the denizens of Clown Alley. He drinks too much, chases the women, and tells off-color jokes, but can be a genuinely funny performer. The others perform, but only the bare minimum. Blotto's clowns are soon to exit their earthly careers, victims of the infernal hunger which waits for all those who enter the Midnight Circus.

Characters may gather information from Blotto's clowns. The clowns are aware that there are dark, destructive forces at work, but no concrete name or shape for their fears. They don't trust most of the major players. Unfortunately, there is little that can be done to help them. Even if physically removed from the Midnight Circus, they will only have wasted half-lives left to them. The scars of the circus are permanent.

RIDES & AMUSEMENTS

*And the angels, all pallid and wan,
Uprising, unveiling, affirm
That the play is the tragedy, "Man,"
And its hero the Conqueror Worm.*
— Edgar Allen Poe, "The Conqueror Worm"

THE TUNNEL OF UNMENTIONABLE DESIRES

Lee Carmody sits in his booth before the Tunnel of Love, a bored old man reading pornographic literature from the 1950s. The lemur perched on his shoulder seems to be following the book as well with a mildly interested look. Over years of observation, he has learned to pick up on subliminal body language. If someone has an appetite for depravity, Carmody will spot them.

In the daytime the Tunnel of Love is harmless enough. The ride (seating two to a car) goes through a dark tunnel along a "river" (actually just a trough) where various mechanical terrors pop out at the customers. By the ride's end, most have a slight feeling of violation.

At night the tunnel entrance looms like a gaping mouth. Carmody seats passengers, then pulls the lever. The car enters the tunnel and suddenly splashes into a dark river, much deeper than the trough. Greasy smoke hangs in the air. The funhouse images take on a ghastly life of their own at night. Floating corpses bob up against the craft, holding trays of fancy chocolates in their stiffened fingers, with more stuffed into their mouths. Behind a glass panel, a 19th century policeman is chained to a monkey organ grinder. The miserable man dances spiritlessly while the monkey turns the music box. A hollow-eyed corpse, pinned to a cross with a red, white and blue-ribboned stake, rises out of the water before the boat.

The craft turns a corner with a jolt, revealing a sensual young woman lounging on fur pelts, ignoring the advances of a desperate clown. She finally drops an article of her clothing in the water. Laughing, the clown dives in after it. Phosphorescent tentacles rise around him and swiftly drag him down, while the maiden ignores his struggles. His bubbles eventually cease. A grinning ape pounds a drum while strange shapes seem to dance in the outer darkness. They approach the boat, but the tentacles rise again, pulling the shadows downward. Suddenly the half-light is extinguished, and frightening laughter echoes throughout the cavern. The tentacles can be seen boiling up under the waters beside the boat. The next thing the riders know, the boat bangs through the end doors, and the ride is over. Carmody winks and helps the passengers out of the boat.

Most people will leave the ride feeling disoriented, but the details of what horrified them will tend to blur. Those who take the ride at night gain three Snares and lose two points of temporary Willpower upon leaving the ride.

The wraith behind the glass is real. The ingeniously constructed "shield" consists of the same substance that coats the lens of the Ghost Glasses. The staked corpse is a vampire, the pelts are werewolf skins, and the young woman is actually a sidhe. Players may seek to free the wraith, or examine other aspects of the ride.

A Scrag spirit in monkey form guards the wraith (Rage 10, Gnosis 4, Willpower 6, Power 40). If the wraith is freed, he will reveal his history and some circus lore. His name is Luke Carpenter, a police detective from Chicago who had been sent to investigate some mishaps relating to the circus in 1880. Slain by the pack of Black Spiral Dancers in the animal show, his spirit has been chained to the circus ever since. He has no Snares or Barbs. If the characters take Carpenter immediately to one of Cara's safety zones, he can go free.

The tentacles do four Health Levels of aggravated damage upon contact. They seek to drag down psychically weak targets — people already consumed by the circus — to the Defiler Wyrms. If pursued, the path leads into the Umbra and eventually into the mouth of the Wyrms itself. The path begins in the water of the ride and continues downward through various Bane-infested challenges. The road is similar to the Black Spiral Labyrinth in Malfeas, where each of the nine levels represents a different physical or psychological battle. In the past, a few fanatic Black Spiral Dancers have leaped into the river, attempting to free the Wyrms.

If questioned, Lee Carmody reveals that the Midnight Circus is a magic zone which reveals all desires. He truly believes that there are beneficial aspects to it. "When you see your desires stripped outta their costumes, you come out the wiser. It's the classic trip, the heroes going to the underworld. I wish them politicians could take it, but we usually have to scrape them off the poles. Self-knowledge ain't meant for all." Mr. Carmody believes in the existence of vampires, werewolves and wraiths; if threatened, he explains that the creatures within the ride are reflections of the viewer's mind. Carmody is merely the barker at the front door; the power behind the ride has its own agenda. He is unaware of the Wyrn-tainted gateway.

THE FERRIS WHEEL

The Ferris wheel is mundane to all except those in the Shadowlands. There it appears as a whirling vortex of near-Maelstrom intensity. The howling, sooty wind that blows through its skeletal frame exerts a nearly irresistible pull on all wraiths who come near it. Wraiths with Argos may even see a massive, black serpent coiled around the wheel, biting its own tail. The serpent is a manifestation of Apophis, and is strong with entropy and Oblivion energies. Wraiths who get too close to the wheel must make a Stamina + Argos roll (difficulty 7) to escape. They may make subsequent rolls, but the difficulty increases by one each round. Once the difficulty reaches 10, the number of successes needed increases each round. Wraiths caught by the wheel lose first a point of Pathos each hour, then lose their Willpower and finally Corpus as they are ground into Oblivion. The only other possible route out is by riding the Maelstrom to its center. This may be done by purposely inducing a Harrowing (see **Wraith: The Oblivion 2nd Edition**).

Wraiths who escape via a Harrowing find themselves inside one of their circus Fetters. They also gain two Snares. Wraiths may escape the carnival by destroying the Ferris wheel, but they must destroy its Shadowlands form (via level three Castigate or level five Argos) and its physical shell (probably with the help of allies) at the same time.

XANADU'S MIRROR PALACE

A large, baroque-façade building greets visitors with the sign "Xanadu's Mirror Palace: Hall of Reflections and Mirror Maze!" Oddly framed mirrors set outside the exhibit display the usual funhouse delights: squat reflections, elongated visions and various peculiar angles that distort and exaggerate the body. Once inside, the visitor enters the Hall of Reflections. Un-Awakened humans may feel

that there is something a bit odd and disturbing about the wall-to-wall mirrors, but pass it off as part of the atmosphere. Garou find that their reflections reveal their frenzied animal natures, while Kindred are portrayed as grotesque, bloodthirsty caricatures of themselves. A Perception check (especially during the night hours) can reveal flashes of alternate realities in the mirrors. Scenes vanish and change, often confusing the viewer. Wraiths may be visible in some mirrors, but never to the un-Awakened.

As midnight approaches, the images become darker and more personalized. Repressed memories and shameful secrets are played out in the mirrors; shadowy figures appear as lost or dead friends, beckoning the viewer to join them. Each mirror now serves as a passageway. A few lead to idyllic, peaceful places, but most open into strange dreamscapes. The longer a person lingers in a "pocket," the greater her chances of becoming permanently trapped. (Roll Perception + Alertness, difficulty 7 + 1 per minute to find the exit passage.) Here the Infernal Trinity feeds their enemies to the mirrors, sacrificing them to the infernal powers which abound there.

Most of the mirror-realms are shadow-haunted places. A few lead to stairways that wind in downward spirals, coiling like a slumbering serpent. The overwhelming sense of fear in these places is so thick that explorers must make a Willpower check to continue (with the difficulty increasing the farther down one goes.) The alert will notice Egyptian hieroglyphics inscribed into the walls, which an Egyptologist, linguist with hieroglyphics or occultist will recognize as similar to those found in the Book of the Dead. The air grows thicker and musty with age, along with a horrible sense of dread. Invisible infernal beings dwell here, attacking any who enter their realm as potential prey. Their laughter sometimes floats up the stairwell, warning of what lurks below. The air at the bottom is almost too difficult to breathe. Corrupted Snake Gafflings crawl in masses at the end of the staircase. Only the mad or suicidal continue beyond this point.

Tainted Snake Gafflings

Rage 6, Gnosis 7, Willpower 5, Power 20

Charms: Airt Sense, Corruption, Materialize, Paralyzing Stare (Cost 1; Snake rolls Gnosis versus target's Willpower. The target is frozen for one round per success the snake rolls over the target's score), Possession

The Mirror Maze comes next. A true maze of mirrors, it is a confounding but entertaining mental exercise. Unfortunately, some of the mirrors are gateways, and people have entered this section late at night, never to return. The maze is like the labyrinth of the Minotaur, spiraling gradually to a central area with only one exit. The central area is an open room surrounded by onyx-

adorned mirrors, each carrying interlocking snake designs around their glass frames. A chill, damp wind blows through this room. At night the mirrors take on a strange luster. Two of them are infernal portals.

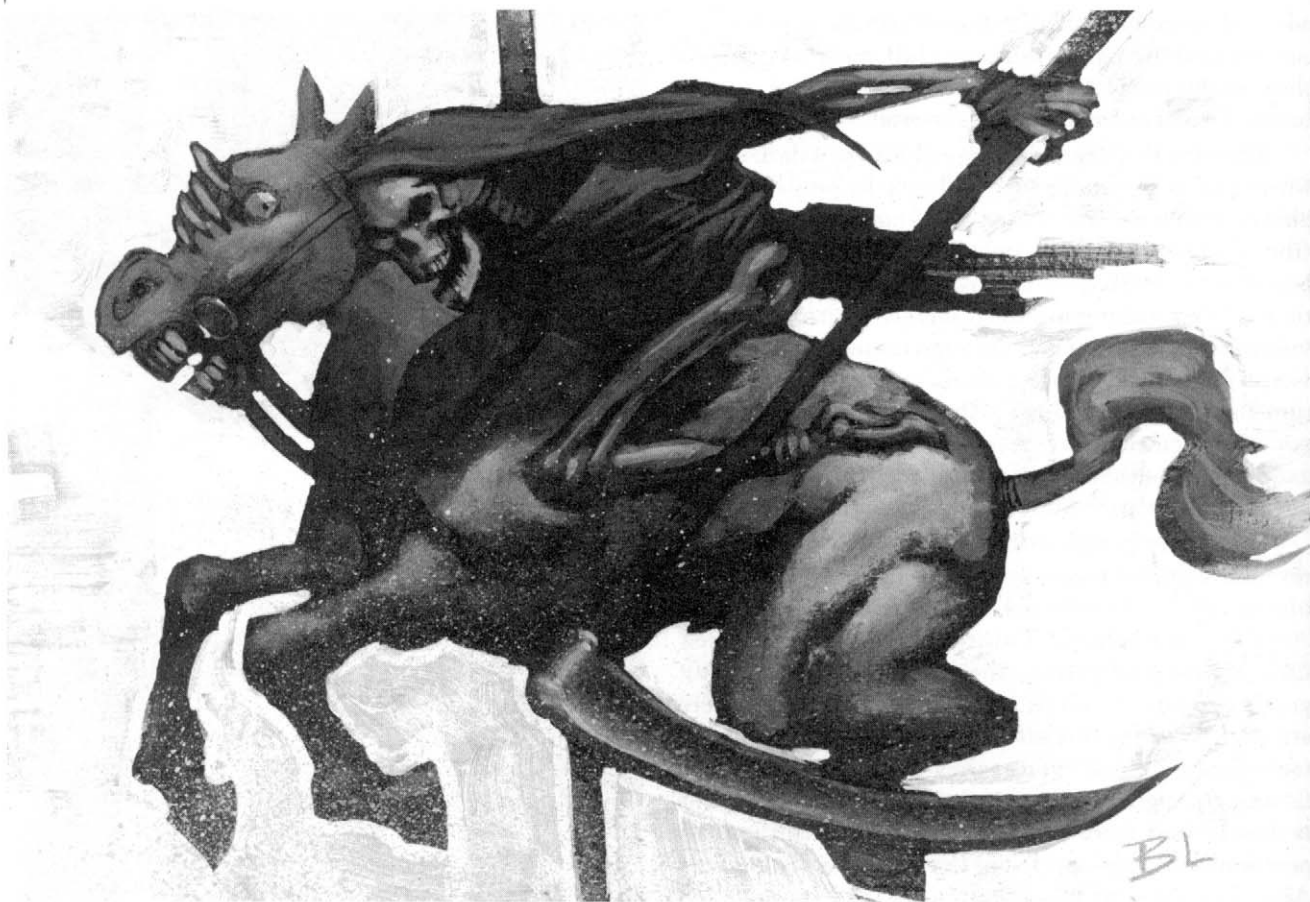
Entering the largest mirror will lead to a dark abode where a massive intelligence will strip its prey like a cat playing with mice. This is one of the passages to Apophis (the other being the Ferris wheel). Those who enter this portal are paralyzed by an invisible weight and questioned by a crushing intellect, merely interrogation for interrogation's sake. The force remains invisible, but the victim temporarily loses 1 point of Intelligence for every turn the entity bears down. Characters must roll Willpower (difficulty 8) to escape, or be spiritually devoured and stripped of their intellect. Far too many circusgoers have left the Mirror Maze as mindless zombies.

The other portal with the snake design opens to reveal a vampire pinned down by stakes. He declares himself to be Mordblund, a Tremere and a former member of the Infernal Trinity. Begging to be released from his infernal prison, the vampire will make any promise to lure victims in. However, would-be rescuers are punctured by invisible wounds, and Mordblund feeds on their blood even as they try to free him, blood flowing through the air to his thirsty throat. Mordblund is thinner and more shrunk in appearance than his mirror image suggests. He has been kept barely alive by Apophis to be bait for vampires. The longer a visitor stays, the more replenished Mordblund will become. Mordblund can be slain, and a Kindred may try to drink his blood (he is 5th Generation). Any rescue or diablerie attempts must be quick, however; the portal is slowly closing while the characters are in this pocket realm. Once it closes, they are trapped as well and may become food for the starving elder.

At night, characters may sometimes see a little girl in ancient Egyptian clothing reflected in the mirrors from every direction, but not physically appearing. She wears two arm bracelets of intertwining serpents, badges of her role as the Messenger of Apophis. Other mirrors in the maze reveal trapped wraiths and dark spirits who mock those in the labyrinth. The way out is difficult to find, requiring time and several Intelligence checks. The mirrors shift constantly, further altering the maze's pattern. When the infernal powers are truly hungry, they can block all exits. Some may opt for smashing the mirrors to resolve things. This only complicates the problem because it leaves gaping holes into the world of Apophis.

By day the maze has a disturbing otherworldly feel; by night it is truly a place of the damned. Possibly worst of all are the images of a character's hopes which flicker and die across the mirrors just before the final exit.





MERRY-GO-ROUND

Fantastically carved beasts from fable and myth make up this unique carousel. Dragons, griffins, unicorns and sphinxes, painted with exacting detail, are a pleasure to the eye if not a little unnerving. Minor infernal spirits hover about the place. On a command word given by one of the Infernal Trinity, the beasts animate into fierce killers for the space of an earthly hour. They were created to protect the Midnight Circus, and are believed to possess infernal ephemeral spirits. There are 20 mythical beasts, four of each fantastic kind mentioned above.

Carousel Beast

Attributes: Strength 5, Dexterity 4, Stamina 4, Manipulation 3, Appearance 5, Perception 2, Intelligence 2, Wits 3
Abilities: Alertness 5, Animal Ken 2, Brawl 5, Melee 5
 Willpower 6, Rage 5, Gnosis 7; Power 45

Other: Bites are difficulty 5 and do Strength + 1 damage (1 action per turn). The claws are difficulty 6, Strength + 2 damage, 1 action per turn (count the unicorn's horn as a claw attack). The number of creatures that animate to do battle depends on the Storyteller.

Note: These creatures can also attack wraiths, and should be counted as barghests.

ARCADEIA

*I dream in my dream all the dreams of the other dreamers,
 And I become the other dreamers.*

— Walt Whitman, "Leaves of Grass"

This wood building contains a collection of pinball, video and interactive games from the 1940s to the present. Mechanical Buddhas tell fortunes for a quarter. Nickel pinball machines and cheesecake postcards line one end; the other contains the newest Pentex-Tellus interactive arcade machines. It's easy to get lost in the games, as they're surprisingly cheap and enthralling. Several kids enter in the day and leave well after dark, wondering where the time went. While some games (especially the Tellus ones) contain Banes, many are safe, overlaid with slightly entropic energy-sapping spells. Two of the more notable games are:

Kill Wolf: Help Ol' One-Eye get his elite troupe of Action Bill commandos to the Indian village, bringing much-needed medical supplies while being waylaid by frenzied werewolves. The graphics are fantastic; the game opens with an old shaman mocking the player, "You will never save the children in time."

Urban Warrior: Play popular martial arts characters Morgoth, Delores Rosa, Puncho Villa, T. Rhino and Tojo Tanaka as they battle their way across the world to earn the prize offered by the Snake Temple to the greatest urban warrior of all. This game is the basis for the hit film, cartoon, novella, TV series and T-shirt merchandising empire which reigns supreme despite the growing popularity of Black Dog Games' *City Fighter*.

Staying in Arcadeia long enough earns two Snares. Returning day after day leaves one a candidate for Bane possession, something like a Mall Walker (see **Book of the Wyrms**). Arcade Walkers possess the same traits as their shopping cousins.

Arcade Walkers

Rage 2, Willpower 3, Gnosis 4, Power 10

Charms: Drain Mental Attributes (Power Cost 5/week; drains one level of Mental Attribute from the host per week, converting it into 10 Power points for the Bane), Possession

The victim becomes a witless idiot, drained of all higher intelligence functions. The young are not the only ones in danger; older patrons get addicted to video blackjack, poker and especially solitaire. Arcade Walkers haunt Arcadeia, and after the circus leaves they migrate to various arcades in the local area.

MINOR DIVERTISSEMENTS

Kiddie Carousels: There are four carousels for the four-and-under set. Their respective themes involve cars, trains, animals and rocket ships. There is currently nothing harmful about them.

The Tilting Cage: This is a circular platform where people are locked into cages. The platform rises and spins until centrifugal force holds the people in place.

Spinning Octopus: Eight arms hold barred seats which spin clockwise, rising and dropping in the air. Like the Tilting Cage, characters should avoid it after eating.

Bumper Cars: Done in a 1950s style, the bumper car ride can cause minor damage. A zone of hostility surrounds the area, and people tend to take out old grudges on each other.

Mini Roller Coaster: The roller coaster has a couple of steep climbs and drops before descending into a series of little climbs and falls. It's nowhere near a major theme park roller coaster, but fun nonetheless.

Ring Toss: A simple "Land the rings on the bottles" game. It looks easier than it is.

Yukon Hunting Gallery: This air rifle gallery boasts a variety of natural and supernatural targets (including a representation of J.R. "Bob" Dobbs). Deer, moose, wolves, cougars, UFOs, yetis and werewolves are some of the moving targets. At night some of the figures briefly

appear as personal enemies and rivals. Like the bumper car ride, an air of hostility hangs over the shooting galley. Some people leave the stand muttering about settling old scores. Sometimes a circus hand covertly lends a real gun to the departing patrons.

Nevada Pete's Photo Saloon: Circusgoers can dress in the uniform of a Confederate general, an old miner or a saloon gal from the Old West. For the lovers of ancient history, Roman togas, medieval robes and Renaissance fashions are ready in the costume rack. The on-the-spot photos are available for a moderate fee. Unfortunately, the costumes are real and possess ephemeral memories of their original owners, which seep into the minds of the innocent costume-wearers. Dreams and memories of other lives follow, striking in random fashion. These haunting images have driven some mad and even to suicide.

ATTRACTIONS

THE QUEEN'S OWN THEATER & PUPPET SHOW

A makeshift wooden stage is set up near the entrance to the Renaissance Fair; the stage area is done in a checkerboard design. The backdrop (where the actors change) depicts the 15th century London skyline, with a crude representation of the Globe Theater. Performers usually use the area between the puppet theater and Shakespeare acts. Clown jugglers from Bishop's and Koba's troupes perform here, as do Vesuvius the Fire-eater, Rhingwaine the minstrel and Orenda. Performers, mainly circus dancers and clowns, perform "The Best of Shakespeare" twice daily. This act includes scenes from *The Taming of the Shrew*, *Julius Caesar*, *Romeo and Juliet*, *Much Ado About Nothing*, *Richard III*, *Hamlet* and *Henry V*. Although mere snippets, they are quite popular with crowds.

The Puppet Show is an elaborate affair. Run by two of Bishop's skilled clowns, a large theater is set up where children laugh and squeal to performances, like "Ivan the Hunter and the Bad Werewolf," "The Stingy Shopkeeper" and "The Princess Who Loved The Moon." Generally speaking, the themes are what can be expected from a Wyrms-infested and infernal carnival. "The Princess Who Loved The Moon" is the sole exception. It is a beautiful piece about a young prince who, tiring of clumsy suitors, loves the moon for its purity. Visually, the princess puppet has a slight resemblance to Astarte.

At certain unannounced times, Cavendish and Astarte will play a human chess game on the black-and-red stage floor, using audience members to portray the pieces. Any pieces who are "captured" are released unharmed.

THE MUSEUM OF ODDITIES

This here's the manticore. Man's head, lion's body, tail of a scorpion. Captured at midnight, eating werewolves to sweeten its breath. Creatures of night, brought to light.

— Peter S. Beagle, *The Last Unicorn*

The Museum of Oddities is a wood and metal building set between Koba's tent and Arcadeia. The building is a windowless structure where visitors are ushered through a labyrinthine maze of walls by the spectral Dr. Owl. There is one entrance and one exit. Photographs depicting famous natural and human oddities adorn the walls; beneath them are placards giving brief histories. The narrow exhibit area leads into the back and finally opens up into a large space. The scent of hay often reaches people before the exhibits become visible in the dim light. The museum's attractions are exhibited in various aquariums, cages and stalls. Dr. Owl and Leon Tilden escort groups of 10 to 15 people in at a time, carefully monitoring their visitors. Leon's lion-faced appearance and pawlike hands may startle the crowd, but Dr. Owl and Leon tell his story, explaining that while Leon looks unusual, in all other aspects he is fully human.

Dr. Owl serves as the public's guide, calmly explaining the exhibited captives away as natural phenomena. He has a love of facts and statistics, and likes to quote the percentage chances of birth defects and dwarfism in studied populations. To him, the Museum of Oddities is a display of nature's unique mutations and variations. Four-leaf clovers and six-armed starfish underline his point, along with two-headed snakes and albino guinea pigs. The books on the walls are for the most part outdated; 18th century encyclopedias by the philosophers and volumes by early British naturalists predominate. His most recent additions seem to be zoology and biology texts from the 1940s.

THE HORNE MAN

Alexander has escaped from the circus twice. He is a satyr born in the mountains of Greece; he believes that he was born to descendants of the great god Pan. Alexander knows little about his kind (and his faerie soul), having grown up in the circus. While he is on circus grounds, his faerie seeming is visible to all onlookers.

Physical: Strength 3, Dexterity 5, Stamina 4

Social: Charisma 4, Manipulation 2, Appearance 4

Mental: Perception 2, Intelligence 5, Wits 3

Talents: Athletics 4, Brawl 2, Empathy 5, Expression 4, Subterfuge 3

Skills: Crafts 5, Etiquette 4, Performance 5 (music), Stealth 2

Knowledges: Enigmas 3, Linguistics 3, Mythlore 5, Occult 2, Politics 2

Backgrounds: Chimera 3, Contacts 2, Gremayre 2

Arts: Chicanery 3, Legerdemain 4, Soothsay 3

Realms: Actor 3, Fae 2, Prop 2, Scene 1

Glamour: 4

Banality: 3

Willpower: 7

Note: Alexander is an accomplished flutist, and can also produce a wild scream (The Cry Of Pan) which sends fear into his foes. The Cry of Pan is similar to the Fianna Gift Howl of the Banshee. All who hear the call must make Willpower rolls (difficulty 8) or flee in terror for one turn per success. This costs Alexander one temporary Willpower.

The Pipes of Pan are a changeling treasure which affect the mood of those who listen to them. The pipes' music may make people happy, lustful or melancholy. To activate the treasure, Alexander must spend a point of Glamour and make a Manipulation + Performance roll against the listener's Willpower. If he succeeds, the listener has entered an appropriate emotional state and will behave accordingly. Each success Alexander wins over the listener's Willpower roll makes the mood last for one hour. Non-fae must be enchanted before they can be affected. The character may make a Willpower roll once an hour (difficulty 8, two successes needed) to throw off these effects. Repeat performances may enslave a character to Alexander's will permanently.

FISH LADY

The Fish Lady is a mermaid captured off the Azores by two Portuguese fishermen. Clymene was originally a chimeric spirit; she entered the physical world by accident. She was kept with the merman Protoith before they escaped; unfortunately, she was recaptured. Kept in a large tank, she can breathe in the air but longs for the warm waters of her Near Umbra home. She went from the spiritual to the physical by gradual degrees, aided by the heavy pull of the circus and the Banality of Dr. Owl.

The beautiful Clymene has a fierce (if subtle) sense of humor. Many have fallen for her, causing no end of trouble for Dr. Owl. Would-be rescuers are always coming to save her, stretching Owl's patience to the limits. Despite everything, she is fond of the old doctor; at times the two discuss philosophy and poetry. Clymene and Alexander are also great friends.

Physical: Strength 2, Dexterity 5, Stamina 4

Social: Charisma 5, Manipulation 4, Appearance 5

Mental: Intelligence 3, Perception 4, Wits 4

Talents: Athletics 5, Empathy 4, Expression 5

Skills: Etiquette 4, Performance 5, Survival 3

Knowledge: Enigmas 4, Linguistics 3, Occult 3

Backgrounds: Allies 3

Special: Speech of the Beast (as the Garou Gift), Haunted Heart (as the Chicanery cantrip)

Glamour / Gnosis 7, Willpower 5, Banality 5

SERAPHIM (THE ANGEL)

A young woman with blue and red feathered wings, Seraphim resembles more the Persian depiction of angels. Her hair is the color of dusky twilight, and her eyes are

alight with strange fire. The offspring of two Chimerlings, she was caught in the Near Umbra. The heavy pull of the circus has permanently altered her spirit self to a physical form. She can still fly, and is the only one of Owl's exhibits not caged. While on display, she plays her lute and is shy with visitors. Her "native" language is soft and musical, almost like strangely beautiful poetry. Seraphim will not leave the circus unless the Horned Man does; she is secretly in love with him. She could remember her Chimerling heritage if she entered the Penumbra.

Physical: Strength 2, Dexterity 5, Stamina 3

Social: Charisma 4, Manipulation 2, Appearance 5

Mental: Intelligence 3, Perception 2, Wits 3

Talents: Athletics 5, Empathy 4, Expression 4

Skills: Crafts (Music) 5, Performance 4

Knowledges: Enigmas 4, Mythlore 3, Linguistics 1 (a halting mixture of Spanish and English)

Gnosis 5, Willpower 7

THE SPHINX

A human head on a lioness' body — this is Hathor, the circus' sphinx. The circus acquired her in Lower Egypt, but her true origins are mysterious. She serenely watches her surroundings without a word spoken. At night, when Dr. Owl leaves, she will answer questions, but only one per character, ever. Dr. Owl believes she merely has a parrot's ability to mimic human speech, but the sphinx has far more. Never one for conversation, she spoke with Alexander and Clymene for a time, but now speaks no more. The other captives believe that her fate is entwined with Dr. Owl's — she will never fight or attempt to escape. Hathor has the ability to look into the future. What secrets she has found there, she has kept to herself.

HARPY

A bird of prey with a woman's head, the harpy is kept in a giant bird cage, where she glares ferociously at any who pass. Nicknamed "Olga," the harpy was found near the shores of the Black Sea, where she was summoned from sleep to serve Baba Yaga. Dr. Owl believes it is the result of Soviet nuclear testing in Kazakhstan. Her battered wings cannot support her, and the feathers on her left side are black and red and longer than the feathers on her right. Her claws do aggravated damage. Other victims of atomic testing line the walls nearby — strange specimens floating in formaldehyde such as one-eyed cyclops babies and worse.

PYTHON

This gray and yellow snake's length reaches 18 feet. Coiled in a special cage, the snake, Mehen, has oddly intelligent eyes. No one is certain, but some believe Mehen swallowed the young centaur the museum had





found some time ago. Dr. Owl has since taken stronger precautions to keep Mehen secured in his holding cage, out of the main viewing area. At night the serpent chants odd prophecies in Egyptian and Aramaic. The rest of the "zoo" becomes uneasy when they hear the incantations wafting from his pen. Mehen is not of human intelligence, but is a receptacle for Apophis, parroting his master's wisdom. Mehen has a venomous bite (Strength + 1 damage) and a hypnotic stare. Those who meet his gaze must roll Willpower, difficulty 8 to look away.

Physical: Strength 7, Dexterity 4, Stamina 6

Social: Charisma 3, Manipulation 1, Appearance 0

Mental: Perception 3, Intelligence 1, Wits 1

Abilities: Alertness 4, Athletics 4, Brawl (choking, striking) 5, Intimidation 5, Primal-Urge 5

Note: The Python's poison slowly paralyzes his victims, draining one Willpower per turn. It takes seven hours for the poison to wear off.

THE RENAISSANCE FAIR

Elements of the Renaissance Fair are visible during the day. Young men and women in colorful period garb act as singers and storytellers, while selling their superior handmade crafts. Changelings will notice that they are fellow faeries by making a Perception + Kenning roll (difficulty 6). Rhingwaine, Calypso and Mr. Quigley are most prominent in the daytime

fair. Astarte rarely appears before dark. Any visiting fae receive invitations to the circus's nighttime festivities. As twilight falls, the fair packs up until the next morning. Enterprising non-changeling characters may follow the departing fae, but inevitably lose them as they enter the Dreaming — unless the changelings desire otherwise. Certain select humans and Prodigals (supernatural non-fae) may receive invitations to attend the revels if their Banality is low.

Changelings may enter the faerie court as they would any freehold, while non-changelings must first be enchanted (usually they receive a token). The path to the glade appears as a trail of silver stones. The mundane world melts away, replaced by a faerie glade. The air here is warm and pleasant. Colored lanterns cast a soft glow over the clearing. There is a great green fae balefire blazing at its center. Colors here are incredibly vibrant, and visitors immediately feel at home. The sound of merriment fills the air as the faerie court and its monarchs, the Summer King and the Autumn Queen, welcome the visitors. The food and drink is heady, enchanting all non-fae for the remainder of the evening, or longer if Astarte desires. There is mesmerizing music, intoxicating companionship and otherworldly delights here to please the most jaded palate.

Despite the court's benign appearance, it is an Unseelie freehold. Normal humans are Ravaged, but usually leave with few other ill effects. Visiting changelings may undergo

an Epiphany (see **Changeling: The Dreaming**) while here because of the intensity of the revels, but may find their Unseelie Legacies dominating for the next few days. Only select non-changeling powers work within the freehold. Most vampire Disciplines work, though Dominate, Presence and Obfuscate are weakened. Necromantic powers will not work here. Wraiths are incapable of entering the Dreaming. Spirit magics (Garou Gifts and the Spirit Sphere) work normally, but the types of spirits encountered here are unfamiliar chimera and not easily controlled. The Time and Entropy Spheres have no effect here, unless permitted by Astarte.

FREAK CITY

Freak City is a large, press-board cubicle, gaudily decorated with crude paintings and posters advertising its performers. One-quarter of the hastily fabricated structure contains a small theatre where visitors are seated in uncomfortable folding chairs. The nature of the show varies depending on the venue and time of day. The performers here consider themselves artists and attempt to put on short plays. Most of these are morality plays which caution people to "judge not, lest you be judged." The visitors are then escorted to the "freak corral" where they quickly forget this lesson. Here they see some of the carnival's human oddities and other freaks of nature. The most bizarre freaks, such as Cone of Flesh or Mr. Bile, are only unveiled in more "progressive" areas. Despite this, even Freak City's more mundane freaks are disturbing. The circus discourages children and the "faint of heart" from attending. (Some children manage to sneak in and are never seen again.)

Most of Freak City consists of living space for the freaks, though some prefer to live elsewhere. Bizarre sounds emanate from within at all hours; even hardened carnival veterans tend to give the area a wide berth. The better part of the building consists of a maze. Most of the performers here live in small garretlike rooms or even animal pens. Those higher in the hierarchy have better quarters. At the maze's center, Cone of Flesh holds its decadent court in opulent, tasteless surroundings. It sits on satin pillows and is fanned by minions wearing harem outfits. Only freaks may enter the living area. The building's inhabitants harry intruders, though most run from any real resistance. The freaks are not the real danger here, however. Every minute the character stays here she gains a Snare. For each Barb gained here, a character picks up a strange deformity of some sort and loses a point from any of her Social or Mental Attributes (Storyteller's choice). If the character reaches five Barbs, she becomes one of the freaks and takes her place among them. If the character escapes the circus before gaining five Barbs, the physical side effects of her visit to Freak City fade with time.

THE MYSTICS' TENT

In a small, unobtrusive tent, three magicians peddle their wares, offer sage advice, and even bring enlightenment to the public. Oddly, none of these magicians are here at the same time as the others, and each assiduously denies the existence of the other two. The tent changes appearance to match its current occupant; its true nature is unknown. The tent exudes strong Prime, Spirit and Time energies, while Garou may detect a strong Wyld presence.

The first magician to enter is Kuanyn, a Chinese woman attired in traditional clothes. While she occupies the tent, brightly colored banners and kites fly from the masts and good fortune symbols adorn the outside. Kuanyn's tent is a safe area for wraiths while she's inside. She discovered a natural tear in the Tempest woven into the fabric of the carnival (some say by Cara herself) and placed this in the tent. She employs traditional Chinese and Tibetan fortune-telling methods, and can even contact the dead through a form of hedge magic. The methodology she uses contains some Tibetan elements. Kuanyn will barter with the dead, wanting information in exchange for what she knows. Not of the path of Cara, Kuanyn views the Midnight Circus and its long history as relatively minor matters in the vast cosmology of the universe. When she leaves the tent, the dead also must leave.

Sergei Gumilyov is the second mystic. When he enters, the tent takes on a Middle Eastern air. Gumilyov performs hypnotism for interested parties (he can remove up to two Barbs if the patient makes a successful Willpower roll) and other tricks. He will explain that some of his tricks are real phenomena and some are sleight of hand. He will also perform sacred Persian music. Gumilyov knows about the path of Cara and can be helpful. He has taken vows not to actively harm the circus, however.

When Herr Fidler occupies the tent, it is black with red trimming; it smells strongly of sulfur. Herr Fidler is only in the tent about an hour a day. He is a practitioner of a strange blend of magic and pseudoscience. Fidler usually can't be bothered with entertaining the circus patrons. He is especially hostile to free-thinkers and small children.

FORTUNA'S WHEEL

Devyn Cavendish opens up his own small tent at night. The tent is covered with large playing cards and flashing red and blue lights; an electric sign reads: "Beat the House at Fortuna's Wheel!" The interior is quite posh. There are two blackjack tables and a roulette wheel, and slot machines abound. Cavendish, in his red coat, with a coin changer on his belt, greets visitors. Briskly shaking hands, he announces, "We gamblers have to stick together," with a conspiratorial wink. Although the tent ostensibly is running for various

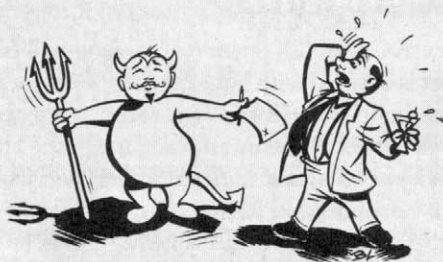
charities, it is soon obvious that serious gambling is going on here. Wax statues of Native American chiefs and a curious man covered with a thousand realistic eyes line the entrance way. Mr. Flint works a blackjack table along with Cavendish in the earlier part of the evening. The slot machines are typical of their breed; however, the card tables are different. Cavendish possesses the Entropy Effect: Game of Luck, which allows the mage to virtually determine the outcome of any game of luck.

Cavendish is more psychologically adept than he initially appears. He allows players to win hands, gaining money and confidence, before he stacks the house in his favor and goes for the kill, ruining their hand and taking their money. Using all his charisma and charm, he talks people into continuing. "I've never seen anything like it. Luck is with you tonight, sir. In 12 years of dealing I've never seen a better player." When the night is over (and Flint and the half-hearted gamblers have long since left), people bitten seriously by the gambling bug find they owe Cavendish considerable sums. They may even stand on financial ruin. Again, Cavendish acts very understanding. Realizing that he is dealing with good, honest working people, he will agree to give three-fifths back if they sign a piece of paper, promising their immortal souls as collateral.

With that, the Ringmaster produces a piece of paper adorned with a caricature of a 1950s spandex devil with a pitchfork, giving a piece of paper to an astonished businessman. It reads:

"I, _____, hereby let it be known that I lost my soul gambling at Anastagio's Olde Time Lunar Carnival and Midnight Circus. I hereby forfeit all rights, entitlement and obligations of said immortal soul to Devyn Cavendish, proprietor. Signed, on behalf of the Board of Directors,

X Devyn Cavendish.



People usually sign the above paper with a laugh, and keep it as a souvenir. (Rolling Perception + Empathy vs. Cavendish's Manipulation + Subterfuge reveals that Cavendish isn't kidding.) The Defiler Wyrms and Apophis have just profited, with Cavendish getting his cut. Cavendish then announces that the tent will be opening the following night for gambling. However, the stakes have subtly increased. On a subliminal level, some gamblers realize that the Ringmaster holds their souls, and they go home to nightmares. By the time the circus leaves an area, Cavendish has collected numerous souls to feed the Board of Directors as well as skim off the top to purchase sections of his own soul back. The last nights of the circus in an area find the tent full of desperate gamblers attempting to win their souls back. The smarter ones attempt to strike up various deals with Cavendish, even sacrificing innocents and loved ones to make the damning dreams stop.

It's not impossible to win a soul back. All you have to do is make a deal, or win at the tables. Threatening Cavendish with harm might work in the short run, but his response is to summon the four wax statues to life (three Native American chiefs and the Eye-Man). They are guardian creatures enslaved by the Ringmaster.

GUARDIAN CREATURES

Attributes: Strength 5, Dexterity 2, Stamina 2, Manipulation 5, Perception 4, Intelligence 3, Wits 4

Abilities: Alertness 5, Awareness 4, Empathy 2, Intimidation 5, Enigmas 3, Occult 5

Spheres: Forces 3, Life 3, Matter 3, Spirit 4

Willpower: 8

Arete: 5

Quintessence: 9

Paradox: 0

Note: Cavendish feeds these creatures Quintessence. The Native American statues may indulge their opponents in a riddle-game (the Storyteller may want to roleplay this or handle it as an opposed roll of Intelligence + Enigmas). Eye-Man will only fight and search for the enemies of the circus. He was originally a human oddity who studied magic and became the thrall of dark forces. Cavendish fed him to the circus, making his spirit stronger while destroying his original body. He is silent and never speaks. When the wax animated body perishes, the spirits possess new bodies. The Midnight Circus resurrects them again and again to perform its dark missions.

Usually the last night in town, the ambassadors from Apophis and the Wyrms show up at the tent to collect their due. The ambassador from Apophis is a little girl dressed in Egyptian garb, while the Defiler Wyrms send the Inside-Out Man to collect. The Inside-Out Man is a walking inverted cadaver. Blood vessels and raw sinews line the exterior of the ghastly body. Cavendish is unusually humble before them (especially the girl), and gives them their take in souls once the tent has closed for business. The souls are kept in boxes which are locked, sealed and engraved with the insignia of the Midnight Circus.



SEMIRAMIS' LOFT

Even the most jaded sensualists of the World of Darkness may find something new in Semiramis's Loft. The carnival's brothel is innocuous, almost demure, from the outside. The overall impression is always one of quiet good taste (as opposed to the rest of the circus). Entry is by invitation only, and the bordello is open only at night. People may be lured in through the exotic dance show performed in another tent (anyone over 18 admitted). The circus invites a select few people to enter the Loft itself at each town it visits. Normal humans and supernatural characters alike may receive the engraved ivory and black invitation from the club's proprietor, Mr. Smiley. (Mr. Smiley is a dead ringer for Pee-Wee Herman, and an adept Cultist of Ecstasy.)

Mr. Smiley or one of the Hetaerae greets the guest. They serve refreshments (including blood on request), and briefly interview the guest. The host may answer questions, and even share his or her thoughts on the circus. (They obviously think it's great.) Then the visitor receives a silver key and a room number. Within this room is the guest's deepest fantasy. Each room is a pocket Horizon Realm (see **Mage: The Ascension**). At least one of the Hetaerae will be waiting within. Garou or mages with the Spirit Sphere may notice that the entire room is filled with highly specialized versions of the Wyld spirits known as Color Clouds (see **Umbra: The Velvet Shadow**). These clouds, in conjunction with the Glamour Veil, Calabris' Chimerstry and the Hetaerae's personal illusion powers, create an illusion that is *almost* impossible to see through.

Even the most jaded Cultists of Ecstasy or satyrs may not recall pleasures greater than those encountered here. The Hetaerae cater to the guest's every whim. Fantasies here may be raunchy, romantic or even demure. They may involve just one partner or a cast of thousands. Sex that spins into violence will result in the guest's ejection into the Violence pocket realm, however (see the Glamour Veil, **page 85**). The Violence Realm here has a sexual patina, but the character still accumulates Snares normally until she ceases violent action. Outside of this, anything goes. Despite the carnival's dark origins, guests may gain certain temporary benefits (restored Willpower or Gnosis points, lessened Banality, etc.). The Loft's staff does not acknowledge wraiths, but the Restless may sneak in a Skinride (see **Wraith: The Oblivion**).

THE DOWN SIDE

Visitors to the Loft get screwed in more ways than one. Every visit to Semiramis' Loft costs a minimum of four Snares. The cost for a Skinride is three Snares (wraiths get in cheap.) Additional Snares accrue for each Hetaerae added. (The number of illusionary partners may be nearly infinite.) Besides the Snares, the guest permanently loses three dice from his Dice Pools when attempting any harm against any of the Hetaerae. Barbs mount up quickly here. Characters who join the circus via the Loft may end up as Hetaerae themselves, though it's just as likely that they will end up in Freak City. *Caveat emptor.*

CONCESSION STANDS

Numerous concession stands dot the carnival. These sell all manner of circus foods and souvenirs. Games of skill and strength allow circusgoers the chance to win prizes. Most of the items won or purchased here are completely normal, though some may contain minor Banes. Some of the items may also cost Snares, or even full Barbs, depending on their general use.

BACCHUS'S TENT

The largest dining-drinking area in the carnival, this tent is marked by a sign depicting the reveling god of the vine. Picnic tables and foldout chairs line the inside floor, and a bar/order area stands to the back. The menu offers the standard carnival fare (hamburgers, hot dogs, barbecue chicken, pizza, soft drinks) as well as beers ranging from inexpensive to imported. Run by Maria de la Montana, a tough Colombian woman, the place is a popular watering hole for off-duty carnies. Blotto has a favorite stool up at the bar. An observant visitor will notice that the denizens of "Freak City" usually arrive in a group and sit at a far picnic table. Their usual spot is Rudolf's Stein Hall, a smaller food and drink tent close to their working stations. The vendors, clowns and ride operators dominate this place, especially late at night.

Fights have broken out here between the many circus factions, especially Koba and Bishop's clowns. Romances, friendships, breakups — entire lives of the employees of the Midnight Circus revolve around this tent. It's a good place for gossip. The human employees huddle here and feel somewhat safer. The beer is cheap, and the good alcohol comes out later, after most of the visitors have left. The tent also serves Russian vodka, Kentucky Bourbon (for Cavendish) and even Danish mead if Astarte should drop by. A home brew, Anastagio's Olde Time Lunar Beer, is also sold. A rich dark blend, it is Bane-tainted and a single bottle bestows three Snares.

On Friday nights the tent holds a "theme night," usually for the benefit of a local charity. '50s nights, country line-dancing and lately disco-retro have hit the tent. These are good for the circus and draw in more people.

TATTOO TIM'S PARLOR

In one of the trailers near the entrance stands Tattoo Tim's office. Tattoo designs adorn the inside of the small trailer. Tim, a nervous chain-smoker, shows customers his photo-album of tattoo samples, puffing away all the while. His art is top notch; it's also Bane-infected. The tattoos are a major Snare and cause their victims to lose interest in life. While the Midnight Circus is in town, it draws the victims of Tim's art back over and over.

GUISEPPI'S PIZZA STAND

Guiseppe's Pizza Stand is not all it seems. Those who are using any spirit detection powers (Spirit Sphere, or certain Garou Gifts) may notice that his oven is baking more than pizza. Burned into the back of the oven is an infernal sigil that allows the oven to process the raw spiritual energies stolen through Snares and Barbs. This oven is but one of several such nodes. Destroying the oven releases all the spiritual energy stolen that day. Soulstuff released in this manner returns to its rightful owner (as long as she doesn't already have five Barbs). The sigils on these devices vary. Most are harder to locate, and may require different powers to disable them.



"Ghost Glasses"

Cost: Three Snares



These are available at several concession stands and at the bottle toss. They are cheap plastic glasses with swirled lenses, highly reminiscent of the X-ray specs advertised in comics. They are billed as allowing the viewer to see ghosts. While most humans merely see the world in a ghostlike haze, Awakened humans and other supernatural creatures can see real wraiths through them. The viewer must make a Perception + Alertness roll (difficulty 2 + the local Shroud) to see any wraiths present. Wraiths may hide from the glasses by either fleeing into the Tempest or by using level one Argos (Enshroud). The glasses also allow the character to hear the wraith, though their voices are never louder than a whisper. The glasses lose power after about a week.



THE CIRCUS'S METAPHYSICAL NATURE

The usual laws of reality do not apply to the circus and its denizens. The carnival is primarily the tool of the Wyrms and various infernal elements. These patrons supply the carnival with powerful mystical tools to facilitate its mission. The carnies live a strange, timeless existence and do not age while within its clutches. Reality bends and flows around the carnival, altering the perceptions of those who come into contact with it. The carnival is able to seduce and destroy its targets through myriad methods, though there are only three primary forces at work. The first of these two powers are supplied by the carnival's Wyrms and the demonic patrons. Auras of illusion (the Glamour Veil) and corruption (the Corruption Field) envelope the circus. Underneath these twin evils is the almost imperceptible, original nature of the carnival (Cara).

The various metaphysical aspects of the carnival may be detected through the second and fourth levels of Auspex (Vampire); the Gifts of Sense Wyrms, Name the Spirit or Pulse of the Invisible (Werewolf); Mind, Prime and Spirit

REVEALING THE CARNIVAL'S TRUE NATURE

The Storyteller must walk a fine line between revealing too much about the carnival and not revealing enough. The carnival is a mystical enigma. It has stymied some of the greatest minds in the World of Darkness throughout history. Reality itself rebels at the carnival's presence. By all accounts, it shouldn't even exist. The carnival resists any easy answers, but clever characters may eventually unravel part or all of the mystery. This process should be a slowly unfolding one — like a lotus flower unfolding. Each new layer uncovered should reveal a new mystery, as well as answers to old ones. This process must not be played out purely along mystical lines, but through roleplaying. The characters must question the carnival's inhabitants, gleaning what they can from each encounter. No member of the circus has more than a narrow view of the carnival's reality, and the players must piece these disparate elements together like a giant jigsaw puzzle.

magicks (Mage); Castigate or Phantasm (Wraith); and the first level of Primal and Soothsay (Changeling). The mixed nature of the carnival is so complex that even the most learned occultists have trouble untangling the various mystical paradigms from each other. The infernal energies involved make this process all the more difficult.

For example, a mage who decides to map the carnival by using the Effect: Sense Quintessence to analyze Patterns of reality throughout the carnival is likely to be frustrated. In a greater sense, the entire carnival reads as a Node, but there are numerous anomalous readings from the other realms of reality that seem to interfere with this Sphere effect. Combining other Spheres in a Rote to widen the search parameters should add somewhat to the mage's knowledge. The Spirit Sphere indicates that there are Umbral energies involved, but the mage is unlikely to be able to follow the pattern to its source.

THE GLAMOUR VEIL

The Glamour Veil is woven into the fundamental nature of the circus. It envelops and permeates it, defying the most rigorous attempts to examine it. It is part Chimerstry, part Veil, part magick and part Glamour. (It doesn't normally extend into the Underworld.) It cuts across all magical paradigms and is of unknown origin. It may be a construct, a naturally occurring phenomenon or an alien entity. Certainly it has tinges of Wyrms, Wyld and infernal energies. The nature of the Glamour Veil is primarily one of illusion, but it has other abilities. It plays tricks with memory, and allows for the carnival's transport between the realms it travels through. The Glamour Veil primarily deals with the outward aspects of the carnival and is predominantly the domain of the vampire Calabris.

- **Illusion:** Nothing is as it seems in the Midnight Circus. Although most of its inhabitants are natives of a distant place or time, their outward appearance and even their demeanor changes to match the cultures they visit. Even in such a place as the Umbra, the carnival takes on aspects of the dominant indigenous culture. The Glamour Veil also acts as a translator, thus allowing the carnival workers to speak the local language.

This chameleon power is not custom-designed for each culture, but is more a natural extension of the local psychic *zeitgeist*. This power even extends to a basic knowledge of the local culture, thus allowing the carnival denizens to mix with the localities they visit. People who visit the circus merely "see what they expect to see." The descriptions given in this book are primarily of the aspect seen in most of North America and Western Europe. Even these descriptions may vary from town to town, however.

One of the most useful components of the Glamour Veil lies in its Veil aspects. Like the Delirium caused by Crinos-form Garou, the Glamour Veil partially protects normal

humans from the bizarre occurrences which regularly happen at the circus. The circus's Veil affects all un-Awakened humans in the same ways as the Garou Delirium. It freezes them into place, more in confusion than fear, and then allows them to rationalize any strange sights they have seen. (For game mechanics see **Werewolf: The Apocalypse** — **Wraith** players may substitute the Fog.) The Glamour Veil automatically goes into effect, unless a member of the carnival desires otherwise. Awakened characters are immune to the Glamour Veil and may act freely around it, but they still only see the carnival's surface appearance.

- **Travel:** Enemies of the circus are astounded by how easily the carnival seems to escape their best-laid ambushes. The carnival is a transdimensional entity, crossing from one plane of existence to another with appalling ease. It ranges the Umbra, travels the winding trods of the Dreaming, enters alien Horizon Realms and even pays infrequent visits to the Shadowlands. This ability is powered by the infernal power of Apophis and the Wyrms, but is, by itself, a crude and unwieldy tool. Only Astarte is adept at opening the portals between these realms and negotiating their alien paths.

- **Defense:** The Glamour Veil, along with its other abilities, transports those who become violent toward the circus to a pocket realm. The true nature of this realm is unknown, but it resembles the real world in every way but one. Here the offenders may vent their violent impulses on screaming carnival barkers, side show freaks, innocent bystanders and members of the Infernal Trinity. Real blood sprays from open wounds; dying screams rend the air. The carnival workers possess no supernatural abilities and don't stand a chance. The only way out of this pocket realm is to cease all violent action. The reemergence into the real world is easily detectable, since all signs of carnage instantly vanish and the joyful sounds of carnival again fill the air.

Those who stay in the pocket realm for more than five rounds gain a Snare for each two rounds thereafter. Characters who stay too long in this realm quickly gain enough Barbs that they may be collected at leisure by the Infernal Trinity.

The other defense measure afforded to the carnival by the Glamour Veil is against mental tampering (Dominate, Mind Effects, Sovereign, etc.) by outside sources. This aspect of the Veil gives all circus denizens the Merit *Iron Will* against any attempt to either gain illicit information against the carnival, or to influence them against their fellow circus performers. This aspect of the Glamour Veil fades somewhat with distance. The Infernal Trinity therefore never allow their subordinates to travel far from the fold.

WEAKNESSES

Although the Glamour Veil is a potent tool, it is not all-powerful and can be defeated. The Glamour Field collapses temporarily if members of the carnival attack a character. (The field only collapses for that character, and this only happens if the carnival worker attacks first.) As mentioned

above, the Glamour Veil is an intricately woven skein of illusion powers. This mixture is wholly unique in the World of Darkness, in that it synthesizes five paradigms under which the disparate denizens of the World of Darkness operate. The "matrix" in which these five spheres of influence mix is decipherable only by those with an advanced knowledge of metaphysical dynamics (e.g., Occult). A character with such a strong grounding in these matters may begin to analyze the various properties that make up the Glamour Veil, though this takes time to do. The character must also have access to specific knowledge about the various aspects of the Veil (e.g., Umbral, Dreaming, Sphere and Infernal aspects).

The characters may temporarily sabotage certain aspects of the Glamour Veil by disabling various artifacts hidden throughout the carnival. These artifacts include various arcane instruments and diagrams which facilitate, amplify and direct the Glamour Veil's functions. These artifacts are disguised as elements of the carnival and often appear as mundane as a cotton candy machine.

THE CORRUPTION FIELD

If the Glamour Veil represents the surface aspects of the carnival, the Corruption Field is its heart. The carnival corrupts by its very proximity. The Corruption Field is a powerful construct created by the circus's twin patrons, Apophis and the Defiler Wyrms (see **Werewolf: The Apocalypse**). The Corruption Field works its wiles in three ways: Barbs, Snares and Investments.

BARBS, SNARES AND INVESTMENTS

"What's your pleasure, sir?" Is it wealth, sex or power? Perhaps something more noble? Maybe you are a soldier of Gaia and wish to rid the world of the Wyrms. Perhaps you are finally fed up with the Technocracy blocking your path to Ascension. Whatever it is, the carnival will provide it for you — for a price. Only by accepting nothing from the carnival may a character remain free of its grasp, but even passive contact has its dangers. Just watching a show or eating cotton candy gives the circus a small foothold on the character's soul. Even though the character may pay for carnival goods with money or other coin, the carnival always exacts its true price in terms of Snares, Barbs and Investments.

- **Snares**

Snares are the carnival's method of sinking its invisible talons into its victim's soul. Everything worth having from the carnival has a cost. The denizens of the circus do not, of course, mention the true price. As the victim accumulates first Snares and then Barbs, the reality of their "harmless" trades will become apparent; but by then it may be too late. As a rule, a character notices nothing amiss until she gains her first Barb. If the character escapes the circus's clutches before gaining her first Barb, all but two Snares will slowly fade over time. Five Snares equate to one Barb.



Snare Costs:

- A day of general shows and rides; a “magic” tattoo; several drinks at the bar.
- A lesser specialty show or ride; a minor fetish.
- A greater specialty show or ride; an average fetish; an audience with one of the Infernal Trinity.
- A greater fetish; a night with the Hetaerae.
- A level of a Discipline, Gift, Sphere magick, Arcanoi or Art. (Snares of this magnitude may only be granted by the Infernal Trinity, unless otherwise noted.) Any greater favors cost Barbs and require complex ceremonial preparations.

Note: Any powers gained in return for Snares are real and permanent.

• Barbs

Barbs indicate to what degree the circus has gained control over the character’s soul. These eldritch appendages have a real and profound effect on the character in game terms. Each one gained makes it more difficult to escape the circus’s clutches. Even one Barb gives the carnival some control over the character’s life forever. The circus allows most victims to leave after gaining only one Barb. As the character gains each additional Barb, though, the circus’s hold on him grows. Barbs are permanent. Only a being of great power and wisdom (i.e., an Incarna), one of the Infernal Trinity, or a follower of the Path of Cara may remove them.

1 Barb: The circus has a minor toehold in the character’s psyche. The character suffers short lapses of memory, sees everything with a slightly malevolent cast, and is disliked by animals.

2 Barbs: The Infernal Trinity hears everything that the character does within circus grounds. The character also has a desire to stay with the carnival (Willpower roll, difficulty 6 to resist). The character smells slightly of the Wyrms, and believes she is being followed. Vampires who gain two Barbs lose one Humanity permanently. The character loses one Willpower for purpose of resisting the circus’ pull.

3 Barbs: The Infernal Trinity can tap into any of the character’s senses, no matter where on Earth she is. The character smells strongly of the Wyrms and causes strong uneasiness in all she encounters (-3 to all Social rolls). The character feels as if she is being constantly watched. Mages gain one permanent point of Paradox. The character is now at -2 Willpower for purpose of resisting the circus.

4 Barbs: The Infernal Trinity may keep tabs on the character, as long as he is on any plane of existence that the circus has previously visited. The circus may also exercise temporary control over the character, using him to harm his friends or perform other missions. (This is handled by one of the Infernal Trinity rolling Manipulation + Occult versus the victim’s permanent Willpower.) The Trinity may exercise this power no matter how far the character is from the circus. The character is at -3 Willpower for purpose of resisting the circus.



5 Barbs: The character is now a nonplayer character and under complete control of the circus (and the Storyteller). The character either leaves with the circus, or is quickly rendered down into nothingness by Apophis. Circus members may escape temporarily by making a Willpower roll (difficulty 10). The character may then stay away by spending a permanent Willpower point every month until they run out. Willpower may only be restored by returning to the circus; there it returns at the rate of one point a year.

- **Investments**

Investments are favors granted by demons. While most of the circus's members join the carnival through Snares and Barbs, a few are ensnared through direct contact with demons. These deals are mostly made when someone requests a favor outside the carnival's power. A request for the death of a hated enemy or the return of a dead loved one may require more specialized talents than the carnival can supply. Investments are covered at length in *The Storytellers Guide to the Sabbath* and *The Book of Madness*. In general, Investments may achieve anything that a reasonably powerful servitor demon could accomplish, either on its own or through connections. Larger favors, of course, require more Investments. Certain requests (such as "Bring me the heart of the Antediluvian Nergal") are not likely to be fulfilled, simply because the demon lacks the necessary power to perform such a task.

Unlike Barbs and Snares, which accumulate without the victim's knowledge, Investments must be consciously entered into by both parties. Investments may "buy" anything that Barbs do at an exchange rate of two Investment points for each Barb. (The carnival completely owns the victim's soul after 10 Investments.) The Storyteller should consider requests for Investments carefully before granting them. Of the Infernal Trinity, only Calabris has acquired no favors through Investments.

THE SPIRIT OF CARA

The spirit of Cara refers to the circus's original, primordial nature. Before its corruption by Apophis and the Wurm, the carnival was a benign force in the world. Even before Namrael the Enochite lent her protection to the Children of Seth, the carnival existed after a fashion. Whether the Goddess Cara really existed is still a matter of fierce speculation to some, but most consider her a myth. Despite this, some believe that beneath the Defiler Wurm, beneath even the soul-shattering power of Apophis, lies the true soul of the carnival, unsullied and inviolate. Astarte knows more about this path than the others in the Infernal Trinity. Calabris is fast learning more than he wishes.

The spirit of Cara mystically manifests itself as areas of relative stability where the more malign forces of the carnival have trouble gaining purchase. These "Sanctuaries" are

inconsistent in location, appearance and nature; sometimes opening for short periods of time before closing forever. Sanctuaries tend to open in places frequented by those who follow the Path of Cara. There are three basic types of Sanctuaries associated with Cara: Healing, Knowledge and Illusion. The spirit of Cara may guide those in need to these safe areas through visions, portents and verbal direction (in the form of advice from those in the carnival who follow her path). Attempts to directly contact the spirit of Cara fail unless one finds a Sanctuary of Knowledge. A point of Willpower, Gnosis, Quintessence, Pathos or Glamour must be spent to open any Sanctuary.

SANCTUARIES

Healing: Cara was, among other things, a goddess of healing. There are places where her medicinal arts still hold sway. By opening one of these Sanctuaries (Intelligence + Occult, difficulty 8), the character may either heal three points of aggravated damage or remove three Snares. This type of Sanctuary is not prejudiced in whom it heals — even the worst minions of the Wyrms may gain healing here. A Healing Sanctuary may heal up to 15 points of damage before closing in on itself. The elephant stall is one such Sanctuary, as is the Scribunda Sisters' tent.

Knowledge: The rarest of the Sanctuaries, these places carry memories of almost everything that has ever happened in the carnival. The characters may be guided to this type of Sanctuary by a vision of a woman wearing a white cloak. She does not speak and is as intangible as a wraith. Knowledge Sanctuaries may be opened in a number of ways. These ways include an Intelligence + Occult roll (difficulty 7, two successes needed), the Open Caern Gift, the second level of the Spirit Sphere, the first level of Phantasm (a sleeping mortal must be nearby), or the first level of Soothsay. Anyone with more than two Barbs may not access this Sanctuary.

Once opened, the character sees a randomly selected but major event from the carnival's past (Storyteller's decision). The player may also ask one "yes or no" question about the

carnival for each success rolled while opening the Sanctuary. The answer, while definitive, always comes as a vision and may require a Wits + Enigmas or Occult roll (difficulty 7) to decipher. Only one person may use this Sanctuary before it disappears, but the other characters may suggest questions.

Illusion: Both Cara and Namrael were said to be puissant in the arts of illusion. This type of Sanctuary may appear spontaneously when the characters are in dire need. The illusions woven through this Sanctuary are similar to those woven throughout the rest of the carnival (they cut across the five paradigms), yet they may fool even the most powerful of the carnival's denizens. The illusions cloak and protect those who battle the carnival. When this form of Sanctuary first envelops the characters, it may hide them completely from any hunt party that pursues them. This camouflage dissolves if the characters take any violent action against the circus.

CIRCUS TRANSPORTATION

The Midnight Circus traverses the various realms it visits through the gate magics of Astarte and the power of the Glamour Veil. The circus must also use more mundane transportation. Although the carnival is in many ways a metaphysical construct, it requires a more "real" shell to give it form. The circus's inhabitants are flesh and blood beings with physical needs. (The carnival requires transportation to carry the many performers, their equipment, supplies, the circus animals, etc.) The form of transportation they use varies greatly, depending on the circus's destination. The circus may travel by train, by truck or in a caravan of gaily painted wagons drawn by teams of horses. In such realms as the Umbra or the Dreaming, the circus may adopt even stranger methods of transportation.

Despite this need, the circus can occasionally take the form of ephemeral spirits in certain realms, or in case of emergency. This allows the circus to flee areas of great danger swiftly, without resorting to more mundane means of escape. Traveling in such a manner is very draining to both the circus and Astarte.



CHAPTER FOUR: BREAD AND CIRCUSES

STORYTELLING THE MIDNIGHT CIRCUS

World of Darkness: Midnight Circus crosses freely over all five World of Darkness games. To fully utilize all the characters and situations herein, the Storyteller should be at least somewhat conversant with all five games, though **Midnight Circus** can be customized to fit only one game. This book gives numerous reference sources to assist the Storyteller. The Storyteller may wish to consult the sources for clarifying information, helpful tips and aid in running the disparate supernatural forces and entities in this book.

This chapter includes a brief lesson on crossover rules, hints on how to approach the game for each of the five World of Darkness lines (together and separately) and notes on circus tactics. There are also a number of short story arcs to help the Storyteller trick — er, facilitate — player entry into the fun of the big top.

CROSSOVER RULES

Midnight Circus is a full-bore, five-game crossover project. As such, it's worth briefly touching on how each group's powers affect the others in terms of game mechanics. The following are general guidelines only — details of any particular Discipline, Gift, Sphere, Arcanos or Art should override any statement made below.

POWER LEVELS

When there is a contest between two powers the Storyteller should first decide which contestant (if any) is the more powerful. The Storyteller should compare a vampire's Discipline rating, a Garou's rank, a mage's Sphere rating, a wraith's Arcanos rating, or a changeling's Art rating. The supernatural with the highest score usually wins outright. This does not necessarily apply to every case; for example, a vampire's Fortitude may still partially block a

mage's Force Sphere attack, even if the mage's rating is higher. If the contestants are evenly matched in power, make a resisted roll.

The scores compared reflect the being's overall ability, but not necessarily the level or the rating of the power used. In other words, a vampire with Dominate 4 will use the level one Dominate, Command the Wearied Mind, more effectively than a vampire with Dominate 1. Elements like duration, damage and range do not change, but the effect's potency against other supernatural powers does.

[A note: This ruling can lead to some difficulty, as a vampire or similar entity allowed to exceed a rating of 5 in its abilities can thereby defeat anyone or anything not part of its paradigm. These

rules can also tend to be weighted against low-rank Garou or low-Arete magi (who cannot purchase level 5 Gifts or Spheres, whereas neophyte wraiths may purchase level 5 Arcanoi). Remember that it's often preferable to give players a chance against even the most powerful of opponents — after all, if the struggle is truly impossible, why bother? Feel free to adjust this general guideline as necessary to make the story run more smoothly.]

DIFFICULTIES

Sometimes a rule may call for a character to defend with a Trait she does not have. For instance, some Garou Gifts have the target's Rage as the difficulty for the activation roll. If the character does not have Rage, what does she use instead? When all else fails, the default difficulty is 6. If the target actively resists, the Storyteller may choose to use the character's Willpower rating instead. Willpower is another handy default, since it is a Trait common to all the Storyteller games.

Changeling Note: In order for changeling Arts to affect non-faeries, the changeling must first overcome the target's Banality rating. To do this the changeling must expend a point of Glamour and then roll her permanent Glamour score versus the target's Banality rating. Banality ratings vary heavily among the supernatural. A Fianna Garou or a Malkavian vampire may have a 3 Banality. Verbena and Dreamspeaker mages may have a 4 or 5, while most Virtual Adepts have a Banality of 7 or 8. Technocracy mages and very old vampires usually have a Banality of 10.

THE CIRCUS AND THE WORLD OF DARKNESS

The circus is a cynosure of sorts, a nexus point where those of the five largest supernatural powers cross paths. These meetings are rarely planned and occasionally explosive. The following information is presented to help the Storyteller decide how the circus interacts with the five main groups.

THE KINDRED

The Midnight Circus was created to protect the Children of Seth (humans) from the Children of Caine. Since antiquity, however, the devouring serpent Apophis (see History) has been the wheel that drives the circus. Apophis is vampiric in nature, and the carnival may well show modern Kindred disturbing reflections of their parasiticism. In some ways the Kindred are less well-equipped to divine the carnival's true nature than the other supernatural groups. Vampiric senses, as a rule, do not extend into the other realms (Umbra, Horizon Realms, the Underworld, the Dreaming, etc.) frequented by other supernatural beings. They must, then, approach the carnival from a more "human" perspective. This means that they should pay closer attention to nuance and the psychological makeup of the

EXAMPLE

A vampire has Obfuscate 3 and is using Obfuscate 2 Unseen Presence. A Rank Four Garou attempts to use the level one Gift Sense Wyrn to find any corruption in the area. If the vampire is using Obfuscate, can the Garou sense him? The Garou is Rank Four, and the Kindred's Discipline rating is only 3, so the Garou has a chance of detecting him.

"Has a chance" is the operative phrase here. The Garou must still roll Perception + Occult (just like any other Garou using Sense Wyrn). If he has no successes, he doesn't notice the corruption. With one success, he detects the vampire.

Now, what if the Garou were Rank Three? He would have power equal to the vampire's Obfuscate 3. The result would depend on a resisted roll. The Garou would roll Perception + Occult, while the vampire would roll Wits + Stealth (just like any other Kindred using Unseen Presence). Whoever has the most successes wins. If the vampire wins, he remains undetected. If the Garou wins, he sees the vampire. Ties go to the defender; in this case, the vampire remains hidden.

What if the Garou were only Rank Two? His Gift would not be powerful enough to penetrate the Obfuscate, though the Storyteller should let the player roll anyway so that she cannot guess the vampire's Discipline rating.



carnival's denizens. While some of the carnival's deeper secrets are hidden in one of the above realms, the greatest mysteries are "hidden in plain sight." Vampirism is an important component of the circus for numerous occult reasons, and a vampire always holds one of the three seats in the Infernal Trinity.

THE GAROU

The few Garou who know of the carnival view it with suspicion and hostility. It is clearly a tool of the Wyrms and Banes follow in its Umbral wake, yet it is strangely replete with strong Wyld energies. The Penumbra here is seemingly a never-ending battle between Wyrms and Wyld. Hellholes open in the local Penumbra, only to be overgrown by grass and Wyldlings, which are in turn devoured by Banes. Although the Wyld and Wyrms energies seem to be equally strong, the Wyrms hold the balance of power in this struggle, slowly depleting the Wyld energies in any place it visits. The carnival rarely stays in any area long enough to turn the balance of power irrevocably to the Wyrms, but Wyld-spirits are hard-pressed to spring back from such an incursion.

This overall process is difficult to detect at first. The initial impression is usually one of a dynamic state of equilibrium, with neither Wyrms nor Wyld gaining ascendancy. Perhaps the Wyrms here is a fragment of the original Wyrms of Balance. Despite this philosophical caveat, the first reaction of many Garou is to attack the carnival on sight. Most of the Banes who follow the circus appear mindless and do not directly interact with the carnies, though there are exceptions. The Penumbra immediately surrounding the carnival offers quicker pathways to the Atrocity, Flux and Legendary Realms. In each Realm the characters may see faint reflections of the carnival appropriate to it (e.g., the Atrocity Realm shows the carnival as a vehicle of torture and sadism, while the Legendary Realm reflects its more mythological aspects). These Umbral shadows of the carnival are archetypal, and the characters may glean knowledge of the carnival's true nature from studying them. The carnival is equivalent to a great caern; the Gauntlet surrounding is at 4.



THE MAGI

The carnival is a powerful Node and stretches into several Horizon Realms. The true number and nature of these Realms are difficult to categorize, however, and few mages have cared to risk the dangers implicit in studying them. Mages may draw Quintessence from the carnival as though it were any other Node, but the Quintessence here is tainted by entropy. Mages gain a Snare for every two points of Quintessence they draw. Besides this, Entropy and Time magicks are more likely to be coincidental, while the circus impedes and perverts Correspondence Effects, treating them as more likely to be vulgar.

However, due to the Glamour Veil, Effects cast by mages (even those who do not belong to the carnival) are less prone to Paradox when cast when within the circus's physical boundaries. All vulgar magick usually works as though there are no Sleeper witnesses around. Carnival members may nullify this aspect of the Glamour Veil (usually when attacked) by spending a point of Willpower.

THE RESTLESS

From their vantage point in the Underworld, wraiths are the only creatures in the World of Darkness who can usually see through the Glamour Veil. Some turbulence perpetually

follows the circus — not enough to qualify as a Maelstrom, but Nihils open with alarming frequency wherever the circus goes. The carnival only appears in the Underworld when it is traversing the Skinlands. It disappears from the Underworld altogether when it travels to another realm such as the Umbra.

In the Underworld, the carnival exerts a dark psychic gravity like that of Oblivion in the Tempest. Any wraiths who approach the carnival feel both a powerful physical pulling at their Corpus and a strong mental resonance with their Shadows. Rather than being seduced by the carnival, wraiths are bodily forced onto circus grounds. Once in the circus, wraiths are hit by a constant effect like that of the Shade Power Rend the Lifeweb. While a wraith is on carnival grounds, all her Fetters are reduced to a rating of 1. However, she may create temporary "circus Fetters" of almost any object or person within the carnival grounds. (But be careful of attaching to one of the carnival's necromancers...) A wraith may create circus Fetters by spending a point of Willpower; each point of Pathos she invests increases the rating by one, up to a maximum rating equal to that of her highest normal Fetter. Circus Fetters can equal the wraith's normal Fetters in value, but disappear once the wraith escapes (without being thrown into into a Harrowing).

Wraiths within the circus gain one Snare and one temporary point of Angst per day. Some wraiths manage to escape the carnival, but most are ground down into Oblivion or turned into servant Spectres. Most Spectres remain outside in the surrounding Tempest, but some wander the carnival grounds attacking any wayward wraiths and dragging them in Stygian chains to the Ferris wheel. The two greatest carnival threats to wraiths are obviously Baroque and Zimbira (the necromantic Keeper of the Dead and the Spectre Huntmaster).

Phantom winds blow sluggishly through the carnival grounds. Wraiths here feel as if they are constantly in a gusty drizzle of oily black rain and particles of soot. Any wraiths cannot contact the Skinlands through Embodiment or Puppetry unless the target sees them first (through "Ghost Glasses"). The Glamour Veil also covers up any use of Pandemonium. Wraiths who manage to contact the Quick may be able to help them see the carnival's appearance from a wraithly perspective.

THE KITHAIN

The carnival casts no reflection in the Dreaming until it has stayed in a given place for some time. Once it has had the chance to interact with the population, it enters the local psyche, scarring minds and polluting dreams. Only then does it begin to appear in the Dreaming, growing stronger each day it remains in the area. Astarte's membership in the circus has greatly increased its impact on the Dreaming. It is now a Lost One freehold (see **Nobles: The Shining Host**).

The denizens of the Dreaming that surround the circus are almost without exception wicked chimera. Physically, they are distorted versions of carnival members. Some seem humorous, while others appear monstrous in the extreme. As is the case with the carnival's Penumbra reflection, glimpses of the circus' true nature may be gleaned by viewing its reflection in the Dreaming. Information gained in this manner is not necessarily accurate, however. The dreams and imagination of those who visit the circus shape the appearance of the chimera. Examples of chimeric carnival denizens may include a feline version of Astarte, a demonic Devyn Cavendish, or even a 25' high version of Cone of Flesh (a truly disgusting proposition).

Chimera are created spontaneously, shortly after the first guest arrives on opening day. These chimera become more plentiful and powerful as time passes. Like the carnival itself, there is a definite hierarchy of power in its double in the Dreaming. The newly created chimera scramble for power among each other. Although the circus' chimeric doppelgangers resemble the members of the carnival, they do not necessarily follow its hierarchical system. Chimeric duplicates of fifth circle carnies may rule the carnival in the Dreaming. Changelings may encounter a carnival in the Dreaming ruled by Koba or Cone of Flesh, while Cavendish or Calabris are near the bottom of the pyramid. The carnival's

appearance in the Dreaming reflects the whims of the more powerful chimera. Most of the chimera created by the carnival fade away after it leaves. Some may stay on indefinitely, haunting the Dreaming's scarred psyche.

CROSSOVER GROUPS

Homogenous groupings are too limited in powers and perception to affect the circus on all of its myriad levels. Only a troupe with characters from all five games has a chance of seriously impeding (or even destroying) the carnival. Of course, even given such a group, the circus will still likely survive. Although a crossover team may have many advantages against the carnival, it also has some disadvantages. The denizens of the carnival are masters of evasion and misdirection. Even the lowest of the concession stand worker may be adept at turning the enemies of the carnival against each other. (The Infernal Trinity are masters at this.) Vampires can be set against Garou and changelings against magi, confusing and weakening unwary characters while the carnival feeds on their strife....

THE HEART OF THE MATTER

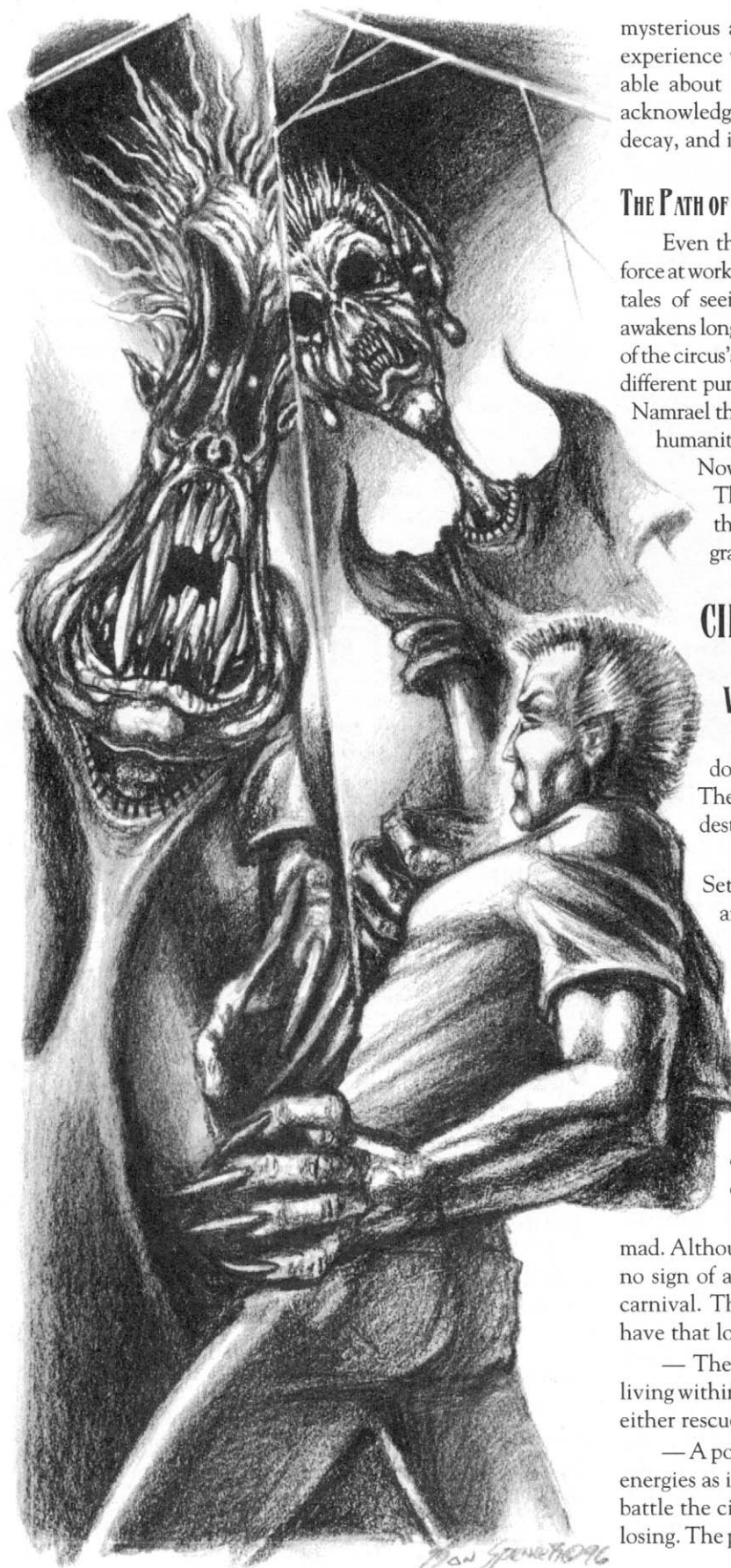
Three primary forces control the carnival's destiny. The players may hear Cavendish refer obliquely to the "shareholders." This phrase refers to the circus's three patrons: the Defiler Wurm, the Infernal (as represented by the demon Apophis) and the goddess Cara.

THE DEFILER WURM

The Defiler Wurm's influence is the most keenly felt of the circus's patrons. While the carnival may ultimately be predicated to entropy and destruction through the demon Apophis, its most obvious power is in its corruption. The Defiler Wurm feeds richly from the souls the carnival consecrates in its name. No place that the carnival visits remains unscathed. Few who enter the circus gather enough Barbs to become enslaved, but even the most casual contact corrupts. The circus defiles a town by its very presence, and all who meet it, even if they only gain one Snare, are easier targets for the Wurm in the future. The agents of the Wurm visit the circus somewhat more frequently than the carnival's demonic contacts. Of the Infernal Trinity, only Cavendish has extensive dealings with this Wurm. Astarte, a disciple of Apophis, views the Wurm as "unclean," while Calabris avoids it out of general good sense.

THE INFERNAL

As a rule, the circus's infernal patrons do not deal directly with anyone except the Infernal Trinity. Despite this aloofness, they are highly protective of their investment and guard it viciously from other infernal entities. The circus's demonic patrons are shadowy figures, every bit as



mysterious as the Defiler Wyrms. Cavendish has the most experience with them, though Astarte is more knowledgeable about their leader, Apophis. The ancient Egyptians acknowledged Apophis as a force representing entropy and decay, and it is the main energy that drives the carnival.

THE PATH OF CARA

Even the lowliest roustabouts know that there is a third force at work, but few know anything of its true nature. Some tell tales of seeing a ghostly woman in white whose presence awakens long-forgotten emotions. Those who know something of the circus's history are aware that the carnival once had a very different purpose than it does today. The "goddess" Cara and Namrael the Enochite originally created the circus to protect humanity from the multitude of horrors that walk the night.

Now there is little left of the carnival's original purpose.

The way of Cara lies buried under the twin powers of the Wyrms and Apophis. Still, like a fragile blade of grass, it sometimes pushes its way to the surface.

CIRCUS STORY HOOKS

VAMPIRE

— A vampiric mime attacks humans randomly and blatantly, threatening the Masquerade. The mime is part of the carnival, and any attempts to destroy her inevitably involve other circus members.

— Setite activity in the area increases. The Setites worship the circus as an agent of corruption, and sacrifice people to gain its favor.

— The child of an important elder joins the circus against her will. The elder asks the characters to retrieve the wayward neonate.

WEREWOLF

— Bane activity in the area increases exponentially. These Banes are extremely vicious, and some are of an unknown type. The characters are sent to investigate.

— A well-respected Garou elder is going mad. Although all outward signs point to possession, there is no sign of a Bane. The elder is known to have visited the carnival. The circus is leaving in two days; the characters have that long to save his soul.

— There is a rumor of a member of the lost Croatan living within a Wym-infested carnival. The characters must either rescue, capture or destroy her.

— A powerful Wyld caern is swiftly depleted of its Wyld energies as its guardian spirits assault the circus. There they battle the circus's Wym elements, but the Wyld-spirits are losing. The players must stop the circus before the caern dies.

MAGE

— It doesn't take Master Porthos to see that magicks are working differently around the circus. However, as far as any observers can tell, the carnival's warping effects come from a strange blend of static and dynamic magick. It's strange as hell, and probably in need of observation.

— A Nephandus mage believes he can gain power through the circus by sacrificing a mage soul from each of the Traditions (including Hollow Ones). Two mages are already dead. Are the characters next?

WRAITH

— An important Hierarchy Anacreon is sucked into the Tempest surrounding the circus. The characters must rescue him before the circus grinds him down to Oblivion.

— Wraiths are entering the Maelstrom and coming out as Spectres. Furthermore, large numbers of Spectres follow the circus. Attacks on local wraiths increase, badly disrupting the local Necropolis.

— Hundreds of new Nihils open spontaneously in the surrounding Shadowlands. The carnival may be the pawn of a powerful Malfean. A circle of Heretics believe the carnival is a harbinger of the Sixth Great Maelstrom. They are purging "impure" wraiths.

— There is a rumor of a powerful necromancer using the carnival as cover for his schemes.

CHANGELING

— Human dreamers spontaneously begin to generate rich but tainted Glamour. The circus may be some sort of Lost One freehold (see **Nobles: The Shining Host**).

— Hideous chimera appear in the local Dreaming, attacking fae and indigenous chimera alike. The longer the circus stays, the more powerful these newcomers become.

— Local trods warp badly around the carnival, making them unpredictable and dangerous. The Silver Path here fractures and may redirect even the most dependable of trods into such places as the Deep Dreaming or the Nightmare Realms.

— Rumor arises that the circus is a gateway to Arcadia. Obviously, the truth of this must be tested.



LEIF
JONES
1996

CHAPTER FIVE: THE WASTE LAND

*And I will show you something different from either
Your shadow at morning striding behind you
Or your shadow at evening rising to meet you;
I will show you fear in a handful of dust.*

— T. S. Eliot, "The Waste Land"

The Waste Land is a multi-tiered adventure designed for use with any or all of the five World of Darkness games. **The Waste Land** may be played on a number of different power levels. Some of the characters encountered here are relatively weak, while others are quite powerful. The circus is but one of the participants in **The Waste Land**. The carnival's arrival shatters the area's fragile status quo, setting a chain of potentially disastrous events in motion in the heart of New York City.

Storyteller's Note: **The Waste Land** is set in New York City, but the Storyteller may wish to move it to her chronicle's location. With only minor modifications,

this adventure may be relocated to almost any rundown industrial region. Owing to the nature of having five worlds converge, it does not generally follow the usual linear game style of most adventures. Although the adventure suggests a rough chronology, most of it may be changed to accommodate the pace set between the Storyteller and the players.

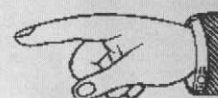
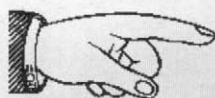
The Storyteller should keep this adventure as freeform as possible, and may change the power levels listed here to fit her chronicle. **The Waste Land** can go in any direction, the more creative the better.

PROLOGUE

Unless the players are native New Yorkers, or regular listeners to the "Rod Lightner Show," they have probably never heard of the Waste Land. The Waste Land is the nickname of a small, semi-autonomous borough between the

southern tips of Brooklyn and Queens. Most New Yorkers avoid the area. It has a dark reputation even among the city's most hardened slum-dwellers. The area has a higher per capita murder rate than any other place in the city, and personifies the growing devastation of most major urban centers in the World of Darkness.

WASTE LAND ADVENTURE HOOKS



The following are a list of reasons why the characters may enter the Waste Land. The Storyteller should read the adventure thoroughly and consider the characters' motives and general natures before deciding which hook, or mixture of hooks, she uses to engage them in the adventure. The Storyteller may also wish to add elements from her own chronicle.

CHANGELINGS

- King David's palace of Tara Nar is in upstate New York; he has an additional palace in Manhattan. The arrival of the carnival does not go unnoticed by him. Within a day of the carnival's arrival, strange and unruly chimera pour forth from the area. The king's chamberlain asks the players to investigate.
- Tassia, the ward of Duke Pwyffelt (an influential pookanoble), disappeared while attending school in New York. She was last seen entering the Waste Land. The duke calls for volunteers to find her; he promises both knighthoods and unlimited use of his trod to those who do.

WEREWOLVES

- Three Fianna musicians have disappeared over the past two months. A Wisdom-spirit believes that the missing musicians may be in the Waste Land, but the area is too rife with Banes for the spirit to go further on its own.
- Garou Monkeywrenchers have determined that there is a dangerous Pentex project ongoing in the Waste Land.
- The Circus Lupus (a pack of Bone Gnawer cubs) are involved in a pitched gang war with some bikers known as the Young Bloods. The Young Bloods are now on the offensive due to their new patrons in Pentex. The characters are asked to aid the Circus Lupus.
- Bane activity in the Waste Land increases dramatically. Greater numbers of Banes based in the area attack Garou and their spirit allies.

VAMPIRES

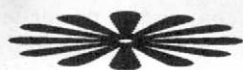
- A Toreador violinist was kidnapped from his Soho loft over two months ago. A couple of Caitiffs in the Waste Land saw a vampire fitting his description a few nights ago. They claimed the Toreador was being chased by white-suited men. The Toreador's sire, an influential elder, will reward the characters for rescuing her child. The characters receive the Caitiffs' names (the Parkers) and are asked to investigate.
- The Camarilla hears the Sabbat is pulling all of its operatives out of the Waste Land. The characters are sent on reconnaissance into the area.

MAGES

- The characters hear that the Technocracy may be conducting mass brainwashing experiments in this area.
- Recent rumors of a major summoning by the Nephandi have the local mage population on edge. A Hollow One from the Waste Land notices spirit activity going through the roof, and asks one or more of the characters for help.

WRAITHS

- The Waste Land is ruled by a Heretic despot. The characters are "requested" by the local Hierarchy to infiltrate his court and bring back information on him.
- Spectre attacks have grown more common around the Waste Land; a contact of the Circle fears that a new Nihil may have permanently opened up. He asks the Circle to investigate, and to close the Nihil if possible.





THE WASTE LAND

LOCATION

The area known to most New Yorkers as the Waste Land is actually the borough of Westborough, a small wedge-shaped valley between Brooklyn and Queens. The area borders marshy swamp and the lower New York Bay to the south; it is about four miles from the Atlantic Ocean. Sparsely populated by New York City standards, Westborough still has a population in excess of a hundred thousand. Because of bad management by the local town council, and the fiscal austerity regime recently instituted by the city government, many of the usual city services (health department, garbage collection, sewer maintenance, etc.) do not reach much of the population on a regular basis. As a result, most of the streets here are strewn with garbage. Large, marauding packs of rats and dogs wander through the rubble, making walking an often-dangerous proposition.

HISTORY

The borough of Westborough grew with the rest of New York City, completing its transformation from rural farmland to cityscape in the late 19th century. The borough drew many immigrants and flourished during the 1920s and '30s.

During World War II, the area became a major producer of naval vessels under the aegis of the area's main employer, Nastrum Enterprises. Heavy industry kept the area artificially stimulated during much of the Cold War, and the area still boasts a few military suppliers. Heavy industry remained the backbone of the borough's economy. While this supplied many jobs, it also made Westborough one of the most polluted areas in the region.

Bad times started in the mid-1970s when Nastrum, the area's primary employer, pulled up stakes for Mexico. With little tax base and corrupt officials looting the local treasury, the borough remains New York's most embarrassing example of inefficiency and corruption. The area was dubbed the "Waste Land" in the early '80s. Many Americans on the East Coast now know of it, thanks to the ridicule heaped on it by the charismatic talk-radio host Rod Lightner.

SECRET HISTORY

The great psychic gravity that seizes the heart of the Waste Land has its origins before Europeans first settled the New World. The Nunnehi (Native Americans changelings) long recognized the area as a center of strong negative dream energies. With the aid of the Wendigo Garou, the Nunnehi managed to contain these energies, slowly tapping and dispersing them in the hope that they

might eventually dispel them altogether. The evil was contained for a time by both the native supernatural beings and certain sympathetic European fae and Garou. These forces cemented their alliance by planting a great silver elm tree in the area known as the "Rift." The tree served as a ward against the many dark chimera and Banes which emanated from the Rift. When the alliance ultimately fell, the tree burst into flames. Over the subsequent centuries, balefire flames have eaten away at the great elm, slowly destroying its efficacy as a sentinel against incursions from the Atrocity Realm. This realm underlies most of the Penumbra in the area.

When Pentex took over Nastrum Enterprises in the 1950s, they took advantage of their carte blanche status in the area to uproot the borough's long-standing neighborhoods. The borough became badly polarized along racial lines, with most of the borough's white residents settling in the area dubbed "Devil's Town." Most of the area's African-American population wound up in the area known as "Dog-Town." The two sides of the borough now look at each other across a growing chasm of fear and distrust. The area reached near bottom in 1990 when an invisible wave of malign energies rippled through much of the borough. 40 neighborhood residents died, though Pentex covered it up (see Experiment IV below).

GEOGRAPHY

DEVIL'S TOWN

Devil's Town is predominantly populated by white blue-collar workers of Irish and Italian descent. It is a mix of boarded-up businesses and dilapidated brownstone apartments. The main employer on this side of town is Mars Electronics, a subsidiary and lone remnant of Nastrum Enterprises. (For more on Devil's Town, see Project Twilight.)

DOG-TOWN

Predominantly populated by African Americans, "Dog-Town" was originally not a pejorative term, but referred to the area's favorable location (i.e., "a dog's place in the sun"). Dog-Town is mostly supported by service industry jobs, though the high-tech incinerator, Ardu Enterprises, lies in a small wooded area on its southernmost end. A perpetual black haze from Ardu's smokestacks lies over much of the borough.

NO MAN'S LAND

The long narrow strip between Devil's Town and Dog-Town, No Man's Land is a recent addition to the Waste Land. A direct result of the recent "Hell Night" riots, this



strip is a band of devastated buildings inhabited by only the homeless, marauding gangs and rats. Compared to No Man's Land, the rest of the Waste Land is a paradise.

MEMORIAL PARK

A small patch of green growing out of the urban decay, Memorial Park is one of the few areas in the Waste Land not completely given over to the ravages of the Defiler Wurm. Located on the waterfront, Memorial Park is bordered by Devil's Town to its east, Dog-Town to its west and No Man's Land to its north. The neighborhoods immediately surrounding it are some of the few in the Waste Land that reach out across the racial boundaries dividing the rest of the borough. It was for this reason that the carnival located here. It is considered "neutral territory," and is well-placed at a minor subway hub.

THE HEIGHTS

Many do not consider the Heights, a series of wealthy gated communities, to be a part of the Waste Land. Most of the upper-echelon management at Arduus and Mars Electronics live in the Heights, commuting to their respective jobs in the Waste Land (sometimes under heavy guard). The Heights are protected by walls and their own private security force. Although Rod Lightner claims to broadcast from the Waste Land ("the belly of the beast," as he puts it), he is really located in the Heights.

THE WASTE LAND'S PSYCHIC NATURE

The Waste Land is a psychic anomaly, even in the World of Darkness. It is a place where dreams die and the worst degradations are commonplace. The atrocities here are part of a vicious circle. The people are victims of a deep psychic scarring in the fabric of the Tellurian. Few can ever muster the willpower to escape the area or change it for the better. There are a few bright points of light that stand out in this miasma of gloom, but most of these rapidly sputter and die.

This psychic deadness resonates in such "side worlds" as the Penumbra or the Dreaming, and even the Shadowlands. This sinkhole has become prime real estate for Pentex, which finds it conducive to some of their ongoing experiments. The risks inherent in conducting these experiments in such a densely populated area as New York are greatly ameliorated by the almost sheeplike nature of the local populace.

THE PENUMBRA

The Waste Land's Penumbra is a Wurm-riddled maze of Weaver constructs. As with most urban centers, Net and Pattern Spiders abound; the Weaver here actively aids the Wurm. The Penumbra here borders the Atrocity Realm. More than once the Defiler Wurm's realm has encroached on the local Penumbra, and even into the real world. The Gauntlet here is 8, reflecting the high Weaver presence. Any Garou

who botches going into the Umbra will find herself in the Atrocity Realm. The most prominent feature of the Penumbra here is an area known as the "Rift" (see below). The Rift appears as a great, festering sore traversing a long strip throughout most of the Waste Land. This sore oozes a pink pus which is greedily slurped up by the many Banes nearby. Banes here are mostly Ooralath and Hoglings (see **Book of the Wurm**).

THE SHADOWLANDS

The local Shadowlands mirror the Waste Land in many ways, and are politically and geographically autonomous from the rest of the New York Necropolis. The Waste Land Underworld is unremarkable in most ways, though more wraiths seem to become Drones here than is usual. A Heretic despot named Guanab has set up part of the Waste Land as a fiefdom. Wraiths who clash with him are usually Moliated into hyena-faced barghests or parts of Heaven (Guanab's beehive-shaped hut).

Guanab becomes aware of the carnival almost immediately upon its entrance into his domain. He sends several of his Thralls into the Tempest that surrounds it, but they do not return. He learns by observing the living that there is a Skinland carnival inside. He will pay a reward of 50 oboli to any who can bring him more information. If he meets any wraith player characters, he uses first bribery, then threats to make them investigate the carnival for him.

The local Hierarchy's presence is small: several overworked Legionnaires and their commander, Miles Kline, who maintain a small outpost in No Man's Land. They are the unfortunate victims of "out of sight, out of mind" with the Citadel, and Kline is forever trying to scrape together enough weapons and armor to keep his legion together. They would gladly take Guanab out if they had the manpower. If Kline or his Legionnaires meet any wraith characters, they will attempt to press them into service, asking them to look into the carnival while they try to keep up with the Spectre influx brought on by its arrival. Kline manages to dig up three soulsteel weapons for the characters upon their "admission" to the legion. Characters who perform well, no matter what their faction, will gain an ally in Kline.

THE DREAMING

The local Dreaming lies smothered under a Wintry blanket of Banality. The few chimera who exist here are nightmare creations born of the most twisted minds. These chimera are predominantly Nocnitsa (see **Changeling: The Dreaming**), mostly in the form of hideous scavenger beasts with little or no intelligence. The carnival attracts these beasts like moths to the flame. Due to the Waste Land's cruel humor, a chimeric Koba the Clown quickly takes over the carnival's Dreaming aspect. (Koba's show does record business here.) Huge banners display Koba destroying the enemies of progressive humor (i.e., the Bishop). This travesty does not reach into the Dreaming surrounding Astarte's court.

DECEMBER 31/JANUARY 1

It is New Year's Eve when the carnival arrives in Westborough. The clowns and Calabris entertain the onlookers as the circus sets up in the Memorial Park festival area. All its town permits are in order. With the arrival of midnight, the big top is set up, and New Year's Eve partygoers are invited to a short, free show of clowns and magic acts. The show is over in 15-20 minutes, and the party folks are shooed homeward.

By midday on New Year's Day, word has spread about the circus. Regional talk-radio host, Rod Lightner, notes the carnival's arrival on his morning "mission report," and interviews Cavendish briefly on the air. The Ringmaster is convivial and compelling, deftly avoiding the usual political shoals encountered on Lightner's show. Lightner praises the carnival for "bringing holiday joy" to the embattled people of Westborough, and gives it his hearty endorsement.

Lightner, a Technocracy *barabbi*, is one of the first supernatural beings in the Waste Land to notice the carnival's arrival. He sees its arrival as an omen of good things.

THE ROD LIGHTNER SHOW

The Rod Lightner show adopts a military format, and features have titles like "roll-call" and "taps." When Lightner doesn't like what a caller is saying, he cuts them off with a grenade sound effect. Broadcasting from station WBNK in the Heights, Rod Lightner is a favorite son in the Waste Land. For years he has forwarded a political and social agenda well in keeping with his Technocracy superiors. Over the last few weeks, however, he has suddenly changed his format to a frothing diatribe about the approaching "end times." The abrupt change has scared some of his old fans away, but attracted others. He also mentions on the air that he is having a big party on January 3 (by invitation only.)

CIRCUS AGENDA

The circus is in the area to collect "soul dross," soul energies tainted with the darkest despair. Devyn Cavendish has his own agenda, planning to steal Lightner's soul and sell it to the circus's patrons in return for part of his own. The soul of a mage as powerful as Lightner is worth a fair amount on the infernal market. Astarte also has an agenda for the area — to seek out the Silver Elm.

CHARACTER ARRIVAL

If the characters are actively hunting for the carnival, it may take them a day or two to zero in on its location once it arrives in the Waste Land. This is especially true if they have to travel a long distance to arrive here. The Storyteller should attempt to make getting to New York as easy as possible for them, since it will increase the time they have to

investigate. If the Storyteller uses some of the adventure hooks listed in this chapter, the characters may never have heard of the carnival before.

HOTELS

• **The Monolith** — The Monolith is a huge boondoggle of a hotel. When the Westborough economy went belly-up in the late '80s, the local chamber of commerce had the hotel built to encourage tourist dollars (which proved nonexistent). The hotel is large, luxurious and almost empty. Currently a small gaming convention is underway here, and costumed conventioners wander the halls. One of these conventioners is Mars Electronics Director Eldin Kurtz.

• **The Gilded Lily** — A once-opulent hotel that has fallen on bad times, the Gilded Lily is best known for its ambiance. Decorated in Art-Deco style, the 30-story hotel is an architectural masterwork with a torrid history (feel free to invent anything from vampire princes to gangster shootouts). In a side foyer is Basset's Antiques, where Mr. Basset has worked since the 1930s. He is a curmudgeon with little patience for those who are "just here to browse." He is also Awakened, possesses a sizable occult library, and is fairly knowledgeable about the supernaturals in the area (mostly from observation). If the characters can get past his brusque nature, they may find him a wellspring of information. Those who gain his trust or respect may be told that there is "something strange" in the main ballroom.

The ballroom is a grand affair, decorated mostly in silver and green. It is usually empty, but unlocked. Everyone notices that there is a "good feel" to the place, though few know why. Growing at the ballroom's center is the great Silver Elm. This spirit tree may only be seen from the Penumbra or the Dreaming, burning with bright green balefire.

CHERIE AND LORD RIVERTHRUSH

There are currently two important guests at the Gilded Lily. Cherie Leblanc (see "Cherie Gets a Tattoo") and Lord Aldwyn Riverthrush (see History) are both guests on the 10th floor. Both are familiar with the Midnight Circus. They have joined forces, and may aid the characters if they deem the newcomers trustworthy.

CHERIE LEBLANC

Nature/Demeanor: Survivor/Caregiver

Physical: Strength 2, Dexterity 3, Stamina 4

Social: Charisma 4, Manipulation 3, Appearance 4

Mental: Perception 2, Intelligence 3, Wits 4

Talents: Alertness 2, Brawl 1, Empathy 3, Expression 4, Streetwise 3, Subterfuge 2

Skills: Animal Ken 1, Drive 3, Performance 2, Repair 2, Stealth 4, Survival 3

Knowledges: Bureaucracy 2, Investigate 3, Medicine 1, Occult 2, Politics 1

Backgrounds: Allies 2

Image: Cherie is a strikingly beautiful young woman who dresses in a combination Goth-grunge style. She has blonde-brown hair and intense brown eyes. There is a tattoo of a Pan figure over her heart, and she wears a rodent pendant around her neck.

Background: Cherie met Alexander, the Horned Man, while working in a small-time carnival where Alex was hiding from the Midnight Circus. When the Midnight Circus reclaimed Alex, Cherie vowed to help him. Her tattoo was created with dyes Alexander had given her, telepathically connecting them at times. By this, Cherie became able to hunt the circus.

Cherie recently learned that she is Bone Gnawer Kinfolk. By lucky chance, she met Lord Riverthrush in New York, and he was moved to help her. With his information on the history of the circus and her guiding tattoo, the two believe they have a chance to hunt the carnival down.

Agenda: Free Alexander from the Museum of Oddities. If there is time, or the opportunity arises, she will wreak as much havoc on the circus as possible.

Special: Cherie has a rodent pendant she wears about her neck. It works like the Wyrmscale Garou talen (Gnosis 8) and has limited resistance to the Wyrms. The sigil causes Wyrmservants touching the pendant to lose two points of Willpower per turn. Unlike Wyrmscale, it is not made from a bound Wyrmservant, nor does the sigil burst into flame when the Wyrms notices it; it presumably contains a Rat Gaffling.

Cherie's tattoo telepathically connects her to Alexander at times. Alexander stole the unique inks from Dr. Owl when he first escaped the circus. She must make a Perception + Empathy roll to activate it.

Quote: *I'm getting him out. You with me?*

LORD ALDWYN RIVERTHRUSH

Essence: Questing

Nature/Demeanor: Architect/Curmudgeon

Tradition: Sons of Ether

Mentor: Sir Stanley Whitby

Cabal: Knights of the Isosceles Triangle

Physical: Strength 2, Dexterity 3, Stamina 4

Social: Charisma 3, Manipulation 3, Appearance 4

Mental: Perception 3, Intelligence 4, Wits 5

Talents: Alertness 4, Awareness 3, Expression 5, Intuition 3, Subterfuge 3



Skills: Drive 2, Etiquette 5, Leadership 4, Stealth 2, Technology 5

Knowledge: Computer 2, Cosmology 2, Culture 3, Enigma 4, Harmonic Radionics 4, Investigation 2, Linguistics 2, Medicine 3, Occult 4, Research 2, Science 5

Spheres: Correspondence 2, Entropy 2, Forces 5, Life 3, Mind 5, Matter 4, Prime 3, Spirit 1

Backgrounds: Allies 3, Avatar 5, Influence 2, Library 2

Arete: 5

Willpower: 7

Quintessence: 5

Paradox: 6

Image: Lord Riverthrush is an elegantly dressed, silver-haired Englishman with a mustache. Although an older man, he is fit and trim, the result of the military exercises he performs daily. Lord Riverthrush walks with a silver-handled griffin cane, though not due to any infirmity.

Roleplaying Notes: You are somewhat reserved and old fashioned, an Englishman who plays the role of the curmudgeon to the hilt with a sympathetic heart beneath it. You get quite enthusiastic about the subject of theoretical science, and are willing to help others in this area. A gentlemanly conduct and high ethical standard keep your reputation intact. You have no use for the Technocracy, having lost friends to their deadly machinations. Now you

are in a bit of a quandary. This young American woman you've met has told you of her problems with the Midnight Circus. You have pledged to help her. This would avenge the death of your colleague, Dr. Thomas Brusaw, but you also have another task. The Technocracy has been experimenting with vibrational apparatus you fear may have come from some of your early research in the area. You mean to shut down their lab permanently. Both roads are hard, and you hope you have enough time (and powerful allies) to pursue them.

Background: Aldwyn Riverthrush was born in Tiverton, England, a member of the aristocracy. Studying physics at Cambridge, he worked for British Intelligence during the War. He resumed his studies at Oxford after the war, becoming interested in the process philosophy of Alfred Whitehead. Always intrigued by theoretical science, he founded a journal, *Vulcan's Forge*, which addressed the topic.

This brought him to the attention of Sir Stanley Whitby, a member of the Sons of Ether. Aldwyn succeeded to his title and membership in the Tradition at about the same time. Several of his patents in the area of enhanced hearing aids as well as inheriting land in the Blackdown Hills guaranteed him a small fortune, allowing him to pursue his studies of vibrations and polarization of light. His greatest success came when he reproduced sound frequencies from the fourth dimension to an astonished group of Ether Scientists.



The Technocracy heard of his success and attempted to recruit him. When he refused their offers, they attempted to intimidate him into service. Building a hidden lab, he retaliated with some success against their base in Cornwall. How he defeated them is not known, save for his insistence that his "Uncertainty Pitch" greatly changed matters.

Recently he received Professor Brusaw's letters concerning the Midnight Circus. When he heard about the Technocracy conducting tonal experiments in Westborough, he went to investigate. Fearing that the experiments may have been based on some of his old notes, he arrived in town, coincidentally, with the Midnight Circus. There he met Cherie Leblanc in a diner, where she told him her story. He gave his word to aid her. Now he has two tasks: to destroy the Technocracy lab and help Cherie rescue the Horned Man.

Agenda: Lord Riverthrush hopes to destroy the Technocracy lab in the area and help Cherie rescue the Horned Man. He realizes the need for allies against both. Aldwyn possesses the history notes related to the Midnight Circus (see Chapter One), and will share them with others if an alliance proves agreeable.

Equipment: Cane (focus for Matter and Forces magick), various technical foci/devices.

Note: Lord Riverthrush has created his own rote, one that he calls "Harmonic Radionics" (Forces 1, Prime 1, Spirit 1). This rote allows the mage to detect the spiritual Resonance of an object by its tonal Resonance in the Penumbra. The mage must enter the Penumbra to use this rote. This rote allows the mage to establish a "harmonic signature" on any spirit entity that exists directly in, or has an expression in, the nearby Penumbra. Riverthrush's foci for this rote are a pendulum and a "three dial box" which appears, to the untutored eye, to be a simple steel box with three knobs and a brass antenna. He may establish such a signature on the circus once he visits it. The signature that is coming from the Penumbra in Devil's Town is particularly disturbing to him. The epicenter of this effect leads to Mars Electronics.

Quote: *It seems our opponents haven't been very sporting about our research. Stiff competition always infuriates them. Reminds me of the time I was in Kenya with Dr. Ainsworth and we discovered that little Technocracy operation. Tsk, tsk. They were too stupid to utilize the prime resource of the area: the native mages. Let me tell you, I've seen things those Kenyan Dreamspeakers can do that would scare the title off any European mage.*

THE SHADOWLANDS (ROSEWOOD & LINDEN BLVD.)

Every night at 11:59, just as she has for the past five years, Sandra Warden comes to this corner to watch her '85 Honda veer around the corner and go out of control, smashing into the utility pole. Usually the car has two occupants: her husband Rashad in the passenger's seat and her son Marcus in the back. The driver's seat is empty; it was hers the night of the crash. She has no way of knowing that the crash was not her fault, or that more than 40 other people died at that same instant that night. She and her family were dead before the car ever hit the pole.

Sandra believes that her husband and son have become Drones. A citizen in good standing with the New York Citadel, she is acquainted with a number of local wraiths (including Kline), although she avoids Guanab. Other wraiths speak highly of her, but few know her well.

The night of the carnival's arrival, Sandra notices that her son is missing from the endless passion play. She believes it may have something to do with the bizarre Maelstrom that just kicked up in Memorial Park. She will ally herself with any wraiths (or living beings) who can help her find her son. If no one assists her, she enters the storm surrounding the circus the night of January 3.

SANDRA WARDEN

Nature/Demeanor: Martyr/Traditionalist

Physical: Strength 2, Dexterity 3, Stamina 4

Social: Charisma 3, Manipulation 3, Appearance 2

Mental: Perception 3, Intelligence 3, Wits 3

Talents: Alertness 2, Awareness 2, Dodge 2, Empathy 3

Skills: Drive 1, Etiquette 1, Firearms 1, Meditation 3, Stealth 2

Knowledges: Bureaucracy 3, Computer 2, Investigation 2, Law 1, Linguistics 1 (Spanish), Occult 2

Backgrounds: Allies 2, Contacts 3, Resources 2

Passions: Protect and recover Marcus and Rashad (Love) 5, Make amends for the crash (Guilt) 4

Arcanoi: Argos 2, Embodiment 1, Inhabit 2, Outrage 2

Fetters: Telephone pole (4), Old house (2), Rusted wreck of a car (1)

Willpower: 7

Pathos: 6

Permanent Corpus: 8

Shadow: The Perfectionist

Angst: 5

Thorns: Shadowed Face, Bad Luck

Dark Passions: Reduce Sandra to a mindless Drone (Self-Hatred) 5, Kill others the way Rashad and Marcus died (Hate) 3

Merits: Higher Purpose (Free Family)

Equipment: Stygian steel dagger

Image: A slender African-American woman in her mid-30s, Sandra is almost six feet tall. She wears her hair very short and close to her head, and has coffee-colored skin. Sandra's eyes are wide, almost to the point of being catlike, and her strides are extremely long. Generally Sandra is seen in the clothes she wore the night of her death: a long camelhair coat, gloves, black slacks and a white blouse.

History: Sandra lived in Westborough all her life, growing up in Dog-Town, meeting her husband there, and eventually moving up to a small section of the Heights. She died there too, and leaving was never an option. All Sandra

remembers of the accident is that she took a corner too fast when returning from a vacation on the Jersey shore. She truly believes that her driving error caused the accident, and has been unaware of the events of the Atrocity Wave.

Since passing on, Sandra has watched the pale shadows of her family recreate their demise every single night. During the rest of the night, she floats around the Necropolis, trying to avoid political entanglements and making more acquaintances than friends.

Roleplaying Notes: Your family was everything to you, and you killed them. If only you had been a little faster on the brakes, if only you hadn't been thinking about the vacation you had just finished, if only.... Your Shadow harps on it nightly. Still, you hold out some hope that you may rescue them someday. You've been told that your family are Drones, and that the condition is permanent, but there's always a first time. Now Marcus is missing, perhaps into that strange storm that settled into town. The Quick have been going in and coming out with balloons and treats. Maybe Marcus woke up and went to see what was going on. You don't know what's in there, but you don't like the thought of Marcus in there alone.

JANUARY 2ND

It's snowing, but the carnival is still crowded. The sensation-starved people of the city brave the weather to enjoy the show's attractions. Strangely, the snow doesn't seem to collect nearly as much within the carnival grounds as in the city at large. Those who can see into the Penumbra notice that twisted air spirits (Banes) seem to be diverting the worst of the weather, creating a zone of comparative comfort for the circusgoers.

THE CAITIFF

After dark, two vampires, Roger and Stacey Parker, take some time off from their work at the Concord shelter to see the carnival. The two enjoy several of the shows and stroll into the hall of mirrors together. Once inside, they become separated from each other in the maze and wander the hall aimlessly, becoming increasingly lost. Stacey steps into the heart of the maze where she hears a voice whispering about her unborn child from one of the mirrors. It apparently knows a great deal, and promises her the thing she wants most in the world — the birth of her child. Eventually she finds Roger, and they make their way out. They are badly shaken, but Stacey seems strangely triumphant. This scene occurs unless the characters have already met the Parkers and somehow prevent them from entering the carnival.

The Parkers are unusual in many ways. They are two of the very few people in the Waste Land who care about anything beyond their own needs. With the aid of their

ghoul, they run a homeless shelter in Dog-Town. They will be receptive to any civilized overtures by the characters. If the characters are Camarilla vampires searching for the missing Toreador, they may meet the Parkers early on in the story to ask them about what they saw. If the characters are from any other supernatural organization, they may meet the Parkers at any time, either at the shelter or the circus. The Parkers are cautious about whom they meet, but are also interested in making contacts wherever possible.

A Bone Gnawer pack, the Circus Lupus, watches over Concord Shelter. They are self-professed protectors of the homeless and thus have not yet attacked the Parkers. The Gnawers suspect the Parkers are Kindred, but haven't smelled a Wurm-taint on the shelter workers.

THE PARKERS

Clan: Caitiff

Sire: Unknown

Generation: 9th

Embrace: 1963

Apparent Age: Mid-20s

Haven: Concord Homeless Shelter

Nature/Demeanor: Architect/Survivor (Roger); Caregiver/Caregiver (Stacey)

Physical: Strength 2 (Roger 3), Dexterity 3, Stamina 4

Social: Charisma 3, Manipulation 2, Appearance 2 (Stacey 3)

Mental: Perception 3 (Stacey 4), Intelligence 3, Wits 3

Talents: Alertness 3, Athletics 2 (Roger), Brawl 3, Dodge 2, Empathy 3 (Stacey 4), Leadership 3, Streetwise 3

Skills: Animal Ken 2, Drive 1, Firearms 2 (Roger 3), Music 2 (Stacey), Repair 2, Stealth 3, Survival 2

Knowledges: Bureaucracy 2, Computer 1, Finance 2, Investigation 2, Law 3, Occult 2, Politics 3

Disciplines: (Roger) Animalism 1, Auspex 2, Fortitude 2, Protean 2; (Stacey) Auspex 2, Fortitude 1, Obfuscate 2, Presence 2

Backgrounds: Allies 3 (Gangrel), Contacts 2 (Nosferatu), Resources 3

Virtues: (Roger) Conscience 4, Self-Control 5, Courage 4; (Stacey) Conscience 5, Self-Control 4, Courage 4

Willpower: 5

Humanity: 8

Merits: Inoffensive to Animals, True Love, Baby Face (Stacey)

Image: Roger Parker is a wiry, athletic man in his mid-20s. He is clean-shaven with medium-length dark hair. There is something feral about him, although he does not appear predatory in appearance or demeanor. He favors casual clothing (jeans, flannel shirts, etc.), and reminds most people of the outdoors. Stacey seems to be a pretty woman in her early 20s. She has long strawberry blonde hair and



freckles (rare for a vampire). She is lightly tanned and can easily pass for human. She dresses functionally in clothing that could be anywhere from the late 20th century.

Roleplaying Notes: You loved each other since the first moment you met, and that love survived your death and rebirth as vampires. Maybe you're crazy trying to maintain your idealism after all these years. When you were in college, everybody told you that optimism would die when you entered "the real world." Now, 30-odd years later, here you are, and your feelings haven't changed. You feel a calling to serve those less fortunate than yourselves; that's why you returned to the Waste Land. It hasn't always been easy, but as long as you stay together, you know that everything will be all right. One of the most important things to both of you is to guard your unborn child. You harbor the deep hope that one day it will be born, although you have no idea how.

Background: New York divinity students, the Parkers went South to register voters during the Freedom Summer of 1963. While there, a white-robed vampire attacked them on a lonely road. He Embraced them for reasons that the Parkers still do not understand. Once the initial shock wore off, the Parkers made their way back to New York. Without a sponsor, they were initially tempting targets for both the Camarilla and the Sabbat. But they set up their work in the

homeless shelter and carried on as though they had never changed. Their open, friendly manner cultivated friendships among both the Camarilla and the anarchs. The Sabbat has left them mostly alone for some reason.

Stacey is a true vampiric anomaly in that she was two months pregnant at the time of her Embrace. Unlike most women in this condition, she did not spontaneously abort upon changing into a vampire. She has carried the child since that time in the hope that it will come to term. Roger is more pragmatic about the likelihood of this occurring, but supports his wife. Stacey is certain that the birth will occur. A few acquaintances with occult connections are trying to help out.

Equipment: .45 pistol, casual clothing, cellular phone

Note: Since the two have gone through their vampiric existences side-by-side, their Traits mirror one another closely. What Roger learns, he soon teaches to Stacey, and vice versa.

Stacey has carried her unborn child for over 30 years. While visiting the hall of mirrors, she heard a voice promising to bring her child to term. The voice was that of Baroque, who sensed the child trapped in its strange nether-state. Baroque believes that it may serve as a catalyst for his necromantic powers, thus furthering his agenda against Calabris. Although suspicious, Stacey has agreed to meet with Baroque on January 5th.



THE MISSING TOREADOR

Camarilla vampires can get some information from the Parkers about the missing Toreador. If the characters aren't Camarilla, but prove friendly, the Parkers may volunteer this information anyway. The Parkers were in Devil's Town several nights ago and saw the Toreador being pursued by several men in white lab coats. The Caitiff attempted to aid their fellow vampire, but were overpowered by several toughs. The "scientists" had strange-looking hypoguns, and the toughs exhibited bizarre powers. The Parkers remember that one controlled insects; another turned into a green viscous liquid (a.k.a, First Team #212).

A thorough search of the abduction site (Perception + Alertness, difficulty 8) may turn up a tranquilizer dart, some green viscous slime scraped on a nearby wall and a small box of bow resin. There is a strong Wyrm-taint to the area. The area also has a large number of fairly fresh dog tracks in the snow (the Circus Lupus). If the characters use Auspex level 3 Spirit's Touch or any other psychometry powers, (i.e., Postcognition for mages, Backward Glance or Tattletale for changelings, etc.) they may discover several things.

The green slime is from a fomor who turned into slime to avoid Roger's claws. The resin box belongs to the Toreador violinist. Spirit's Touch on the box may render such

images as a violin being played in a frenzied manner, a darkened room filled with computer consoles and shifting patterns of colored light, and several faces. All these images are nightmarish and unclear. The faces include several scientists and Rod Lightner. Garou may detect evidence of Ash Scrag activity, leading the characters to Ardu Enterprises.

ARDUS

Ardu, a wholly owned subsidiary of Pentex, is the main polluting industry in the area. Its smokestacks belch forth clouds of soot day and night. As a result, the cancer rate in the Waste Land is 20 percent higher than in the rest of New York. The Penumbra around the plant is a haven for Hoglings and Ash Scrag. Plant security is light by Pentex standards: tamper-resistant cameras and alarms, and only eight guards. The guards are well-trained, though not on par with a First Team. They are all immune to the Delirium. Each carries an assault rifle and silver bullets. They also possess Power Goggles (see *Freak Legion*), which allow them to see Garou moving through the Gauntlet. The plant's General Manager, Doris Milke, is a striking white-haired lady. She wears light gray business suits, chain-smokes, and smells like an ashtray. She worships the Maeljin Incarna, Lord Choke (see *Book of the Wyrm*). She is human, but immune to the

Delirium. She carries a revolver with silver bullets, and possesses a Bane fetish that can instantly summon 1-10 Ash Scrag. These Scrag have the Charm Materialize, and are thus a danger to those both in and out of the Umbra.

ASH SCRAGS

Rage 10, Gnosis 4, Willpower 6, Power 40

Charms: Body Wrack, Fog of Ash (like the Black Fury Gift: Curse of Aeolus, but creates a blinding cloud of ash and black dust. Adaptation negates the effects of this Charm), Incite Frenzy, Materialize, Possession, Venom Blood. Power cost is two for each Charm.

ASTARTE AND DR. OWL

That afternoon, Astarte and Dr. Owl enter Mr. Basset's antique shop. Both are wearing normal clothing. Astarte feigns interest in some of the antiques, charming (and subsequently enchanting) Basset. Dr. Owl examines the merchandise, all the while muttering about its "obvious poor quality," but buys something anyway. If the characters are there (as hotel guests, meeting Cherie or Lord Riverthrush, or because they followed Astarte from the circus), they may interact with the circus folk as they choose. Should any of the characters confront Astarte about being a changeling, Dr. Owl breaks in, scolding the very notion of such fanciful creatures. "*Faeries? Vampires and unicorns? Bah! This is the 20th century, sir!*"

Astarte is aware of her vulnerability away from her freehold, and does nothing to antagonize the characters. During his transaction with her, Basset mentions the unusual ballroom and a couple of his pet theories on the place. Astarte politely excuses herself and enters the ballroom (via Wayfare or the Dreaming if the characters interfere). She examines the Silver Elm, then conjures a silver needle into the tree's side; the flame surrounding the tree then changes from green to royal purple. Astarte cannot be dissuaded from doing this, but may tell the characters that she is helping the tree. If the characters interfere with her, she uses Wayfare to return herself and her covey to the circus. (Dr. Owl is carrying a token that allows her to transport him, despite his banal nature.) If she escapes in this manner, the characters notice that she has somehow embedded the needle in the tree, despite their best efforts. They may not remove the needle by any means.

POOKA-BOO

That night there is a minor disturbance at the carnival. A young woman wearing a hospital gown appears on the circus' main concourse. She is frightened, and seems to be under the influence of some sort of drug. If the characters approach her reassuringly, she will talk with them. Her answers are disjointed, frightened, sometimes incoherent. If the characters try to take her into custody she disappears, only to reappear

elsewhere in the circus. Changeling characters may quickly recognize her as Kithain (she is Tassia, the ward of Duke Pwyffelt, although she doesn't remember her name). She makes a motion as if she is breaking something every time she teleports. (This is her Bunk, Shatter Glass, but strangely, she only breaks chimeric glass.)

Tassia is being followed, and her pursuers soon catch up with her. They are a motorcycle gang of ghouls called the Young Bloods (see **Project Twilight**). They are tracking her through a device implanted below her scalp next to her skull. They can't duplicate her teleporting powers, however, and are running themselves ragged trying to catch up with her. But when they arrive, her Wayfare abilities inexplicably fizzle. When they manage to catch sight of her, they drive her into Freak City and give chase, mostly on foot. If the characters are there, they may become involved however they like.

Once she manages to get out of sight for a round, Tassia turns into a cat and begins to randomly teleport through the mazes. The freaks shoo the paying public out and then disappear into the woodwork. The rowdy ghouls terrorize some of the more helpless and simpleminded freaks when they can. One tries to kill Mulella; another finds his way into Cone of Flesh's lair and is never seen again.

When the remainder manages to catch up with the girl, she disappears and does not return. (Some characters may be able to magically track her to Mars Electronics.) The bikers are forced to retreat from Freak City's warping effects, but some don't escape. Player characters in the maze must also beware its Snare powers. CoF may see Tassia and desire her for a pet. The Young Bloods will now consider the carnival a blood enemy, despite any injunctions to the contrary from their superiors.

THE YOUNG BLOODS

Formerly autonomous, the Young Bloods have come under the control of Pentex, who offers them a reasonably stable supply of blood. They are currently freelancing for Mars Electronics. The company has them on retainer and may call on them whenever they wish. The Young Bloods are suspicious of both Kurtz and Lightner, but continue to work for them as long as they are paid. The Young Bloods are vicious killers and kill street people for fun, a practice that has them at war with the Circus Lupus. The gang makes liberal use of their Pentex connections for protection and ammunition, and their Pentex-supplied weapons are slowly turning things in their favor. Some are seasoned killers that would do a Sabbat pack proud, others are vicious but stupid.

One wears a mask because he fed from a Nosferatu vampire and his face has broken out in green pustules. Another has a taste for Malkavian vitae and is slowly going insane. The bikers require vampire blood once a month to remain ghouls. While Pentex supplies them with some, the corporation can hardly manufacture vitae, and so the Young Bloods are usually lean and thirsty.

Ghoul Attributes

Physical: Strength 3, Dexterity 2, Stamina 3
Social: Charisma 2, Manipulation 2, Appearance 2
Mental: Perception 2, Intelligence 2, Wits 3
Talents: Alertness 2, Brawl 2, Intimidation 3, Streetwise 3
Skills: Drive 4 (Motorcycle), Firearms 2, Melee 2, Stealth 2, Survival 2
Knowledges: Investigation 1, Occult 2
Disciplines: Fortitude 1, Potence 1 (their leader has Celerity 1, Potence 2, Fortitude 2)
Equipment: Mini-Uzi with silver bullets, silver daggers, motorcycle, leather jackets.

TASSIA

Court: Seelie
Legacy: Pishogue/Riddler
Seeming: Childling
Kith: Pooka
House: Dougal
Physical: Strength 2, Dexterity 5, Stamina 3
Social: Charisma 2, Manipulation 2, Appearance 3
Mental: Perception 3, Intelligence 2, Wits 3
Talents: Alertness 3, Athletics 3, Dodge 4, Empathy 3, Kenning 2, Streetwise 2
Skills: Drive 1, Etiquette 2, Melee 1, Music 4, Stealth 3
Knowledges: Computer 1, Enigmas 1, Mythlore 2
Arts: Chicanery 1, Dream-Craft 2, Primal 1, Wayfare 5
Realms: Actor 3, Fae 1, Nature 2, Scene 4
Backgrounds: Chimera 2 (Sparrow), Contacts 3, Gremayre 4, Title 4
Glamour: 10
Banality: 8 (2 while asleep)
Willpower: 5

Image: Tassia is a pretty girl in her late teens. She has short, blonde shag hair, and usually wears upscale grunge clothes. In her faerie seeming, she has a long cat tail that curls around her ankles, cat's ears, and downy fur along her cheeks. Her animal form is a sleek, reddish-gold house cat.

Roleplaying Hints: This is the last time you come to New York! The world used to be such a happy place; you had friends, a lovely home.... You have dreams about being a faerie princess — silly, isn't it... isn't it? Real or not, you're not about to share that with them. You came here for music school. Some men grabbed you, and you wound up here. Wherever here is. They keep you drugged, and you can't remember how to use your... canned-trips (?) to escape. Only your dreams sustain you now. In your dreams you almost remember.

Background: Tassia is the ward of Duke Pwyffelt, an influential Concordian noble (see **Nobles: The Shining Host**). A promising musician, Tassia came to New York to study music.

Unfortunately, she soon came to Eldin Kurtz's attention. Intrigued, he ordered her captured for further analysis. Kurtz does not understand her abilities, although he recognized her as possessing a "static magic equivalent" of the Correspondence Sphere (her Wayfare Arts). Progenitor drugs prevent her from using her abilities while awake, or even remembering her past. When sleeping, however, her mind becomes active and free of Banality. Upon the circus's arrival, her latent Wayfare abilities activate. She "sleep teleports" to the circus and explores.

Note: Thanks to Progenitor drugs, Tassia has an artificial Banality of 8. If this reaches 10, she will completely forget her fae nature and become a normal human. Every time she visits the circus, her Banality temporarily drops by one, but she also picks up a Snare. She returns to Mars Electronics upon awakening.

Quote: *Excuse me, did you see a rabbit with a pocket watch pass by?*

JANUARY 3RD

It is no longer snowing, but temperatures plummet. Not many visit the carnival during the day, but a surprising number come that night. Cherie and Lord Riverthrush sneak into the carnival and search for Alexander. When they locate the Museum of Oddities, Dr. Owl explains that the Horned Man will be back on the night of January 5th. Any attempts to force him to reveal Alexander's whereabouts result in Husk's being awakened and a short fight designed to chase the unrulies out, although Owl has no qualms about turning over the captured to Cavendish.

THE CIRCUS AND THE WASTE LAND

By January 3rd, the circus is having a strong impact on the surrounding side realms. Bizarre chimera spring from the minds of the carnival's visitors in the local Dreaming. The Shadowlands are rife with Spectres, and more Nihilis open every day. Only Garou and mages with the Spirit Sphere notice the circus's most pronounced effect, however. They may make an Intelligence + Occult roll (difficulty 7) to discover that the circus's strange Wyrms/Wyld dichotomy is severely disrupting the Waste Land Penumbra's Wyrms/Weaver energies.

Mars Electronics is performing a very delicate experiment (see below). The experiment's director, Eldin Kurtz, has noticed bizarre anomalies ever since the circus's arrival. That day there is an "incident." Gruesome Atrocity Realm Banes flood the control room, and are barely contained by the plant's security. This "Bane spike" happens at least once a day for the rest of the circus's stay. Each surge is larger than the one before.

PENTEX

Pentex subsidiaries in the Waste Land include Mars Electronics, Arduus and several O'Tolley's restaurants. While O'Tolley's and Arduus do the Wyrms's bidding in a number of ways, Mars is a priority facility.

MARS ELECTRONICS

A subsidiary of Nastrum Enterprises, Mars Electronics is best known for its production of high-tech electronic (command and control systems) for the military. They also manufacture surveillance and assassination tools for covert intelligence organizations like the CIA and NSA. Mars is located directly over one end of the "Rift." Most of the building is plain and unassuming in appearance. The two upper floors contain office space, research and development, and some production facilities. The office space is well appointed... for the mid-'70s. Experiment IV is in the basement behind a massive steel door.

Also in the basement is a small, private hospital wing where Eldin Kurtz keeps a number of "pet projects." Some are physical oddities, while others are unfortunate supernaturals, including the pooka Tassia. Most, if not all, are frequently doped-up with Progenitor drugs, but those with their lucid periods will help any rescue attempt however little they can.

Mars Security

While the building appears to be low-security from the outside, it is tightly monitored and well-guarded. Cameras, motion detectors and an advanced alarm system protect it. Wurm-enslaved Net Spiders protect these electronic safeguards against magical tampering. All attempts to circumvent or subvert these systems are at 8 difficulty and require two successes. The basement systems that directly control Experiment

IV are especially well-guarded. The plant's physical protectors include 12 guards and First Team #212. The plant is also heavily guarded in the Penumbra. Ooralath shamble around the perimeter, attacking any who approach the plant through the Penumbra. Scryer Banes act as spies, reporting any suspicious movements to Rod Lightner, Eldin Kurtz and the four Drattosi (see *Book of the Wurm*). Unlike the Ooralath, the Drattosi are intelligent and coordinate their attacks to maximum efficiency. They live in a radioactive waste storage area in the basement.

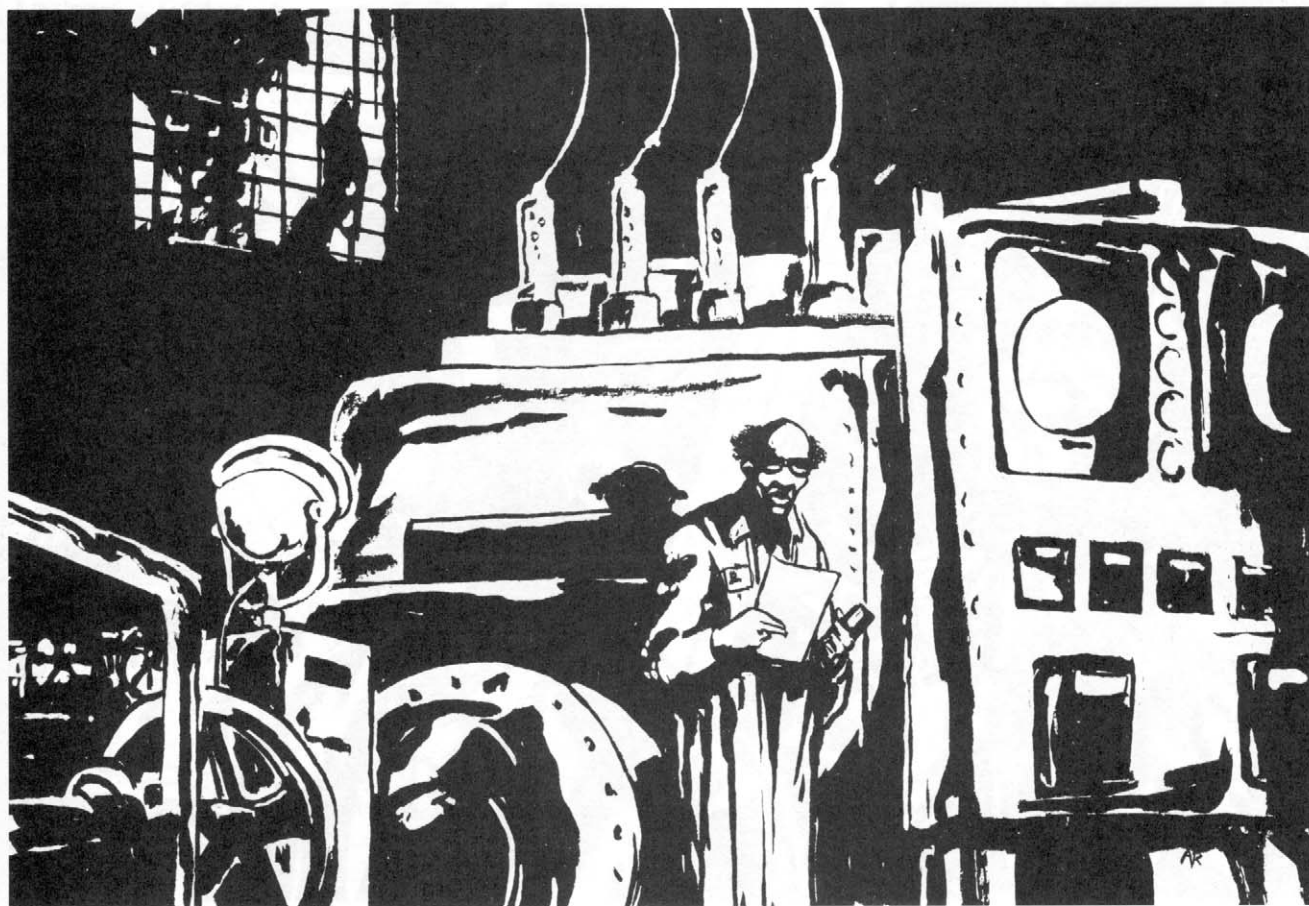
Mars security is mostly geared toward Garou, but Lightner has also implemented safeguards against mages. A Talisman in the plant's basement notifies Lightner if anyone enters the basement through Correspondence magick. He arrives via a vulgar Correspondence Effect if Mars security is badly breached. He brings First Team #212 with him if they were away from the plant. The Gauntlet within the building is 9, as is the Banality level.

EXPERIMENT IV

They told us all they wanted was "a sound that could kill someone."

— Kate Bush, "Experiment IV"

For years the researchers at Mars labored to create the perfect assassination tool for use by the intelligence community. In the late '80s they succeeded beyond their wildest dreams. The company's founder, Cyrus Kurtz, had a strange and vivid dream. This dream was, in reality, a message from the



Maeljin Incarna, Doge Klypse (see *Book of the Wyrms*). The dream instructed Kurtz to capture four musicians (three Garou Fianna and one Toreador) and force them to play. The scientists manipulated the music in accordance with an arcane mathematical formula supplied by Kurtz. The result was a beautiful, unearthly sound that welled up from the Atrocity Realm. In that instant all the employees present, as well as 40 passersby in the nearby street (including the Warden family) were assaulted by a wave of nothing less than pure horror. All died. The rift collapsed upon itself and resealed.

A Pentex control team came in to clean up the situation. Even in an area as spiritually dead and apathetic as the Waste Land, this was no easy task. Through Pentex controls of the local news station and most elements in the local police, they managed to bribe, intimidate or kill witnesses to ensure their silence. Since the original subjects died, the Experiment is only now getting up to speed again. Three more Fianna and another Toreador are forced to play nonstop. Their music is slowly building the "Atrocity energies," which Pentex hopes to harness as a deadly weapon. Cyrus' brilliant, but volatile and weak-willed son, Eldin Kurtz, is the current director. Eldin is afraid of a repeat of the 1990 incident, but fears the experiment has gone too far to turn back. While Eldin is the project's director, he is not the prime force behind the experiment. The true puppeteer is the Nephandus mage, Rod Lightner.

ELDIN KURTZ (DIRECTOR, MARS ELECTRONICS)

Essence: Dynamic

Tradition: Progenitor *barabbi*

Nature/Demeanor: Praise-Seeker/Traditionalist

Physical: Strength 2, Dexterity 2, Stamina 1

Social: Charisma 1, Manipulation 3, Appearance 1

Mental: Perception 4, Intelligence 5, Wits 4

Talents: Alertness 2, Awareness 4, Dodge 2, Instruction 2, Intuition 2, Subterfuge 3

Skills: Firearms 2, Research 5, Stealth 2, Technology 5

Knowledges: Computer 4, Cosmology 2, Investigation 2, Medicine 5, Occult 2, Science 5 (Biology)

Backgrounds: Arcane 1, Avatar 3, Node 5 (The Rift)

Spheres: Entropy 2, Forces 2, Life 5, Matter 1, Prime 3

Willpower: 7

Arete: 4

Quintessence: 3

Paradox: 5

Merits/Flaws: Eidetic Memory

Image: Eldin is a thin, sullen African-American science nerd. His brown skin has an unhealthy, jaundiced yellow cast to it. He has oily, unkempt hair and is balding on top. He



usually wears a lab coat over a rumpled suit, or more likely a Black Dog Games T-shirt. He has to wear thick glasses, and has a perpetually stricken expression on his face.

Roleplaying Notes: Damn your old man! Damn Lightner! And while you're at it, damn you too! Things are going to blow up in your face, you just know it. All the latest Experiment IV readings are off the scale! Dad didn't have the faintest idea of what he was starting, but Lightner obviously does. This scares the hell out of you.

Background: The son of Mars Electronics founder, Cyrus Kurtz, Eldin inherited the job when his father died in the 1990 blast. A brilliant scientist like his father, Eldin was the only one with the knowledge to finish the project. Pentex and Rod Lightner have made sure that he doesn't quit. An avid roleplayer since college, Eldin uses fantasy to escape the horrific realities of his life.

Equipment: Laptop computer, gaming dice, dogeared copy of Black Dog Games' *Zombie: The Putrescence*™

Note: Kurtz is attending the gaming convention at the Monolith Hotel (see above). He avoids conflict with any supernatural types (e.g., the characters), and can summon his First Team via subdermal radio if he gets into any trouble. Although Kurtz is Nephandi, he may decide that Lightner is going too far.

LIGHTNER'S PARTY

The night of January 3rd is Lightner's big bash. As mentioned on his radio show, the guest list boasts celebrities such as the lieutenant governor and various sports figures. The only women at the party are single and beautiful. Cavendish and two of the Hetaerae (Rati and Iolanthe) are also present. The party is by invitation only, but determined characters may wrangle an invitation or enter in disguise. Lightner's home is a luxurious, secluded mansion. It is on five acres of its own property and heavily wooded. It is well-guarded by men with automatic weapons. The party is held around an indoor/outdoor Olympic pool. Mirrored glass encases most of the pool room. The guests may look out, but no one can see in from the outside.

The party is a "smoke-filled room" affair. Political cronies receive payoffs and flirt (or more) with the female "party favors." (Female characters may be completely disgusted, or use this as an opportunity to get dirt on Lightner.) Lightner is flanked by Iolanthe and politely rebuffs any romantic overtures from anyone else. (He is planning to visit Semiramis' Loft later that evening.)

Around midnight, the glass around the pool shatters as bullets rip into the throng. Five guests die and 12 more are injured; the characters may also be hit. One of Lightner's sycophants pulls out a gun and fires at Lightner. Cavendish pushes Lightner out of the way, but is grazed in the process. Guards quickly subdue the gunman, who accuses Lightner of "selling out America." Characters with telepathy may detect

that the assassin has been brainwashed. The assassin is also insane, however. Any information gained from him is fractured and maddeningly inconclusive.

The bullets from outside were fired by six members of Lightner's security force. They too show evidence of mental tampering. After the initial volley they pull back to a defensive position, firing on anyone who approaches. The men are armed with assault rifles and are well-trained (Dexterity 3, Firearms 3). Lightner is grateful to Cavendish, who privately tells him, "*We Nephandi have to stick together.*"

The next morning, the assassination attempt is all over the news. Lightner goes on his radio show and dramatically describes his narrow escape from a "liberal hit-squad." The real force behind the assassination attempt is a Sabbat assassin called White Lily.

ROD LIGHTNER

Essence: Primordial

Nature/Demeanor: Fanatic/Traditionalist

Tradition: New World Order *barabbi*

Physical: Strength 4, Dexterity 4, Stamina 5

Social: Charisma 5, Manipulation 5, Appearance 3

Mental: Perception 4 (7 – Eyepiece), Intelligence 4, Wits 4

Talents: Alertness 3, Athletics 3, Awareness 4, Brawl 4, Dodge 4, Expression 5, Intimidation 3, Subterfuge 5

Skills: Etiquette 1, Firearms 4, Leadership 2, Meditation 3, Melee 2, Research 3, Stealth 2, Survival 2

Knowledges: Computer 2, Cosmology 2, Enigmas 2, Investigation 3, Law 1, Linguistics 1 (Ancient Chaldean), Wyrms Lore 3, Occult 3

Backgrounds: Allies 3, Arcane 2, Avatar 4, Destiny 4, Influence 3, Node 2, Resources 5, Talisman 4 (Blast Pistol and Spirit Goggles; see **Mage: The Ascension**).

Spheres: Correspondence 2, Entropy 2, Forces 3, Life 4, Mind 3, Prime 2, Spirit 1

Willpower: 8

Arete: 4

Quintessence: 4

Paradox: 4

Merits/Flaws: Media Ties, Political Ties/Overconfident, Driving Goal

Equipment: Suit, dress blues, limo, copy of own biography.

Image: A large and physically fit man in his late 40s, Lightner has "retired military" stamped all over him. He has short, neatly combed silver hair. He wears conservative business suits (though he tends toward flashy ties) or rugged hunting gear. He still drags his dress uniform out for special occasions. He alternates facial expressions, usually switching between one of grim determination and one of reasonable appeal. Lately, however, some fans have noticed a strange gleam in his eye.

Roleplaying Notes: You were the archetypal Technocrat, so sure in your charts and macroeconomic computer models. You fine-tuned the world, keeping the insanity of the nether regions at bay. Or so you thought. Your investigation into a mysterious artifact called the Hunger Stone led you to Istanbul. You spent most of your time there in a cloud. There were mages there, and vampires as well. You drank of the holy nectar of the Wyrms. The scales fell from your eyes, and its power stood before you. You predicted the circus's coming. You knew what you must do.

Background: Lightner Awakened as he lay bleeding to death on the jungle floor during the Vietnam War. Miraculously surviving, he became an up-and-coming power within the New World Order after a dishonorable discharge (the circumstances are never spoken about). An expert at forwarding the Technocracy agenda, he manipulated paradigms like most people flip them. Early in his career he became obsessed with finding a powerful artifact known as the Hunger Stone. While investigating its whereabouts in Turkey, the young Technomancer ran afoul of the powerful Nephandi/Setite coalition. The two forces easily coopted the young mage through seduction and promises of power.

Now secretly a member of the Nephandi, Lightner returned to America. There he continued his affiliation with the Technocracy, while also gaining power in Pentex. Using both parties' resources and his questionable status as a war hero to create a small radio empire, Lightner fashioned a reputation to many as the only "common sense" voice on the radio. Lightner uses his show to forward both Technocracy and Pentex philosophies disguised as "family values." Over the past month, however, he has traded in his normal supply-sider speeches for a wild-eyed, pseudo-Biblical rant about the approaching "end times." His Technocracy superiors are becoming increasingly alarmed.

Agenda: Release the Atrocity Wave and announce the primacy of the Wyrms.

Note: Brainwashed by a fringe cult of Nephandi Wyrms-worshippers, Rod Lightner believes he is a prophet sent by the Wyrms to announce the beginnings of its reign on Earth. This position is extreme, even by Nephandi standards. Any local Pentex, Technocracy and Nephandi interests in the area will move to stop him if they discover his plans, or cover the damage up if he succeeds. Lightner realizes this, but is a true Wyrms fanatic. He is on a kamikaze run for the Nephandi/Setite coalition, and is prepared to die.

Quote: *I find it strange that you would call me a "fanatic." I am merely favored by the Wyrms. When it wraps the world in its coils and crushes you to dust, we shall see who is right. Ring the Armageddon Bell loudly, that all may hear!*

WHITE LILY

Clan: Malkavian *antitribu*

Sire: Nero

Generation: 6th

Embrace: 1776

Apparent Age: 23

Nature/Demeanor: Architect/Loner

Physical: Strength 3, Dexterity 6, Stamina 4

Social: Charisma 3, Manipulation 4, Appearance 4

Mental: Perception 6, Intelligence 3, Wits 4

Talents: Acting 3, Alertness 5, Brawl 5, Dodge 3, Intimidation 3, Streetwise 3, Subterfuge 4

Skills: Drive 2, Etiquette 3, Firearms 5 (Sniper Rifle), Melee 5, Security 3, Stealth 5, Survival 3

Knowledges: Black Hand Knowledge 3, Computer 2, Finance 2, Investigation 4, Linguistics 3, Occult 3

Disciplines: Auspex 3, Celerity 3, Dementation 5, Dominate 4, Fortitude 3, Obfuscate 6, Potence 1, Protean 2

Backgrounds: Allies 4, Contacts 5, Resources 3, Status 3 (Camarilla), Status 2 (Black Hand)

Virtues: Callousness 3, Instincts 5, Morale 4

Path: Power and the Inner Voice 7

Willpower: 8

Merits/Flaws: Iron Will, Daredevil, Code of Honor

Image: White Lily looks like an athletic woman in her mid-20s. She has blonde hair in a blunt-cut bob, and has a beauty mark near her mouth. She wears a padded black jumpsuit with high-laced combat boots. Over this she wears a black leather jacket with many pockets sewn into it to accommodate her weapons. She wears round sunglasses and moves like a panther.

Roleplaying Notes: You are of the Black Hand and go wherever it tells you. You travel the world, destroying those Kindred who endanger your sect. An unknown mage has violated even the precepts of his impure coven, the Nephandi. He is setting an undesirable chain of events in motion right in the middle of New York, the Sabbat's most important regional stronghold. You must destroy him before he can do great harm. Nothing must stop you.

Background: Almost nothing is known of White Lily's past. Presumably Embraced by a powerful Black Hand assassin, White Lily quickly took to both the ideology and the training of the sect. She is one of the Hand's most reliable agents, and has also maintained an identity within the Camarilla.

Equipment: Sniper rifle, sai, pistol with silencer, silver bullets

Note: At the time of the party Lily is not yet certain that Lightner is her target, and staged the assassination attempt to flush him out of hiding. She used a combination of Dominate and Dementation to turn Lightner's guards against him and obscure her path. She may make short-term alliances to further her ends, but only on her terms. She considers the circus unimportant, and will not attempt to damage it unless it gets in her way.



SANDRA WARDEN

Late that night, Sandra Warden enters the carnival grounds (unless she has already done so with the characters) searching for her son. Zimbria quickly captures her and throws her into the Ferris wheel. Unless she is rescued, Apophis devours her within 18 hours.

JANUARY 4TH

The cold snap continues with intermittent flurries. There is another Bane spike at Mars Electronics. Experiment IV's readings go off the scale, and some Banes almost escape the building. During the ruckus, one of the imprisoned Fianna escapes and flees blindly into the local Penumbra. First Team #212 sets out in hot pursuit. Kurtz tries to pull the plug on the experiment, but to no avail. The musicians stop playing, but the music continues. Kurtz calls Lightner, who tells him to "handle it."

SEWER WOLVES

Early that night there is a news story about a sewer worker being attacked by a wolf somewhere in Devil's Town. The man encountered the escaped Fianna, who is wandering trancelike in the sewers. The pursuing First Team is quickly running him to ground. Hearing the news, the Circus Lupus decides to investigate. The characters may look into it, and the circus freak Tub of

Flesh is drawn to the activity while wandering in the sewers on an unrelated matter. This is a chance for the Storyteller to run an all-out firefight in the sewers. The characters may aid any or no sides. The Circus Lupus and the First Team will almost certainly fight each other. The Fianna is badly deranged, and babbles about a low glass building (Mars Electronics) if rescued. The Circus Lupus will either try to contact other New York City Garou or ask the characters to escort the Fianna to safety.

THE CIRCUS LUPUS

The Circus Lupus are a racially diverse pack of Bone Gnawer cubs who have gained status and experience well beyond their years. The pack has made it their mission to protect the weakest members in society, those whom no one else will look after. To this end they have taken up arms against the Young Bloods, as well as their suspected masters in Pentex (see **Project Twilight**). They recently burned down a Magadon warehouse, and Pentex now has a file on them. Despite their grubby demeanor and appearance, the Circus Lupus have a very good reputation with the people of New York, and even have friendly ties with the police. Pentex may have more trouble than usual using the police to curb their activities. The Circus Lupus are not particularly powerful, but they are a cohesive group and very loyal to each other. They do not know exactly what Mars Electronics is up to, though they now suspect it has Pentex connections and is working on something sinister. The pack will share this knowledge with the characters if they trust them.

ANGIE (PACK LEADER)

Breed: Homid

Auspice: Theurge

Tribe: Bone Gnawers

Nature/Demeanor: Architect/Alpha

Physical: Strength 2 (4/6/5/3), Dexterity 5 (5/6/7/7), Stamina 3 (5/6/6/5)

Social: Charisma 4, Manipulation 3 (2/0/0/0), Appearance 2 (1/0/2/2)

Mental: Perception 3, Intelligence 3, Wits 4

Talents: Alertness 3, Athletics 3, Brawl 3, Dodge 3, Empathy 3, Primal-Urge 3, Streetwise 5, Subterfuge 2

Skills: Animal Ken 3, Melee 2, Leadership 3, Stealth 2, Survival 3

Knowledges: Enigmas 1, Investigation 2, Law 1, Linguistics 1 (Spanish), Occult 2, Rituals 2

Backgrounds: Allies 4, Contacts 3, Fetish 3, Kinfolk 2

Gifts: (1) Cooking, Mother's Touch, Persuasion, Sense Wurm, Spirit Speech (2) Blissful Ignorance, Jam Technology, Staredown

Rank: 2

Rage 6, Gnosis 5, Willpower 7

Rites: (Mystic) Rite of Talisman Dedication

Fetishes: Fang Dagger

Image: Angela Carlotti, or "Angie" to her friends, is a pale 12-year-old girl of Italian descent. She is extremely thin, almost emaciated, and has somewhat pinched features with a hawkish nose. She has long, straight, dirty-blond hair, and wears worn jeans and a denim jacket. Her eyes are sharp and predatory, betraying a seriousness far beyond her age.

Roleplaying Notes: *You don't like to kill, but it's got to be done. There's people out there needs protectin', and there's others who do the killin'.* Sometimes they kills with a can of gasoline and a match; others do their killin' with paper, and laws, and poisons. Some killers wear leather, like those Young Bloods. Others wear nice suits like those Wurm-things in Mars and Magadon. Don't matter. Either way, they're bad men and they got to pay.

Background: Angie was born and raised in Devil's Town. Her mother was an alcoholic and her father committed suicide when she was six. Fortunately her uncle, a Bone Gnawer pack leader, recognized her Garou heritage and saw her through her First Change. Six months later a Pentex First Team killed him. Unimpressed by the adult world's inability to punish evil and help the weak, Angie formed her own pack of cubs. The Circus Lupus has been at war with first the Young Bloods and now Pentex for over a year.

Equipment: Fang Dagger, street clothes, walkie-talkie.



CIRCUS LUPUS GAROU

Besides Angie, the Circus Lupus has five other members of varying breeds and auspices. Most are Bone Gnawer cubs, though there is one Red Talon in their ranks. Their names are Kyle, Chester, Gracie, Donna and Hrar Swipes-the-Wyrm's-Stuff (the Red Talon). The following are sample characteristics.

Physical: Strength 2 (4/6/5/3), Dexterity 4 (4/5/6/6), Stamina 3 (5/6/6/5)

Social: Charisma 2, Manipulation 1 (0/0/0/0), Appearance 2 (1/0/2/2)

Mental: Perception 5, Intelligence 2, Wits 3

Talents: Alertness 4, Athletics 3, Brawl 3, Dodge 3, Intimidation 2, Primal-Urge 3, Streetwise 5

Skills: Animal Ken 4, Performance 2, Stealth 3, Survival 4

Knowledges: Occult 1

Backgrounds: Allies 3, Contacts 5

Gifts: (1) Beast Speech, Blur of the Milky Eye, Heightened Senses, Leap of the Kangaroo, Scent of Running Water Rage 7, Gnosis 6, Willpower 7

Rank: 1

Equipment: None

FIRST TEAM #212

First Team #212 is the designated defense team for Mars Electronics and reports directly to Eldin Kurtz. However, they really take their orders from Rod Lightner, who uses them as his personal assault team. The team receives orders from both Kurtz and Lightner through subdermal radios implanted in the base of their skulls.

OL' ONE-EYE (SERGEANT)

Nature/Demeanor: Survivor/Traditionalist

Physical: Strength 4, Dexterity 4, Stamina 3

Social: Charisma 2, Manipulation 2, Appearance 1

Mental: Perception 3, Intelligence 2, Wits 3

Talents: Alertness 4, Athletics 4, Brawl 4 (Boxing), Dodge 3, Intimidation 3, Streetwise 3, Subterfuge 2

Skills: Drive 3, Firearms 4 (Assault Rifle), Leadership 4, Melee 3, Repair 2, Stealth 3, Survival 2

Knowledges: Computer 1, Investigation 1, Occult 1, Pentex Lore 3

Backgrounds: Allies 3, Contacts 5, Fetish 3, Rank 2, Resources 3

Willpower: 7

Flaw: One Eye

Image: A short, burly man in his early 40s, Ol' One-Eye looks like a sergeant from an old World War II comic book. He has a graying buzzcut and chops on foul-smelling stogies. He wears a bizarre pair of goggles (his Power Goggles) and a flak jacket that acts as three points of body armor.

Roleplaying Notes: Aw, geez! What a buncha freaks they got you workin' with this time. No company loyalty at all! You have nothing against fomori per se. It's just that these ones are too damn screwed up. You feel like one of those sergeants in those WWII movies, the kind who has to take a bunch of lovable misfits and turn them into a fightin' team. Good luck with these freaks. Still, what the company wants, the company gets. The company's been better to you than anyone, even if Black Dog Games got your Wrath™ card wrong. You fanatically devour every bit of company news. If you have any "fault" it's that you are more loyal to Pentex than to the Wyrm. The Pentex Board of Directors are like gods to you; you've even met some of them. That's why you keep that scrapbook.

Background: Caught in 12 major bombardments during the Vietnam War, Roger Stevens left the Army a little shaky. He got a Purple Heart for the eye he lost, and a heroin habit. He spent some time as a gang enforcer before coming into Pentex's sway. It was as if he was born again. He beat his habit, and now only gets "high" on the latest company memo.

Equipment: Power Goggles, dogtags, scrapbook, M-16 with silver bullets, fragmentation grenades

Note: A Pentex zealot, Ol' One-Eye keeps a scrapbook of all the Pentex bigwigs that he has met over the years. This book has more names and faces in it than most Garou Monkeywrenchers will collect in a lifetime. Ol' One Eye's book would be worth a lot to Pentex's enemies. Some players may recognize his image from one of the Tellus video games in Arcadia (see Chapter Three).

Quote: *Incoming!*

CHANTEUSE & DANSEUSE

Fomori Breed: Hollow Men

Nature/Demeanor: Predator/Deviant

Physical: Strength 4, Dexterity 4 (7), Stamina 4

Social: Charisma 2, Manipulation 2, Appearance 4 (0 close up)

Mental: Perception 3, Intelligence 2, Wits 3

Talents: Alertness 3, Athletics 3, Brawl 3, Dodge 3, Intimidation 3, Streetwise 2, Subterfuge 3

Skills: Etiquette 1, Firearms 3, Melee 3, Performance 4 (Dance), Stealth 5, Webmaking 4

Knowledges: Enigmas 2, Linguistics 2 (French, Russian), Occult 3

Backgrounds: Allies 4, Consecrated (Defiler Wyrm), Fetish 3, Rank 1, Resources 3

Powers: Dispersion, Fangs, Mega-Dexterity (+3), Prolonged Life, Regeneration, Scent of the Wyld, Venomous Bite, Wall Walking, Webbing

Taints: Breed Prejudice, Derangement (Choromania), The Fading, Rotting

Willpower: 7

Fetishes: Fomorol

Merits/Flaws: Ambidextrous/Intolerance (Men)

Image: The Rampall sisters are empty bags of skin and bones, animated by thousands of black widows. While both women appear beautiful from a distance, closer examination reveals that they are decomposing mannequins of flesh. Their skin undulates slightly, and occasionally spiders crawl from open spots in their skin. The two wear heavy concealing clothes (trenchcoats, sunglasses, etc.) to conceal this fact. Underneath their coats they usually wear leather dom outfits. They have large holes gnawed in their flesh from when they tried to eat each other.

Roleplaying Notes: Whenever you are sad or lonely, the spiders tell you what to do.

Background: Aspiring dancers in Paris during the 1920s, the Rampall sisters were a minor sensation by the age of 18. Abducted from their dressing room one night, they were locked in a dank cellar. Given neither food nor water for eight days they ate insects to ward off starvation. In the dark of the cellar they were unaware that most of the insects were Wurm-corrupted black widows. These Banes made them hungrier still, until they finally turned to cannibalism. The spiders multiplied inside their corpses, displacing their remaining internal organs by sheer mass. They were now of the Hollow Men, one of the oldest and most vicious of the fomor races. After killing the Hollow Man responsible for their transformation, they wandered the world, wreaking vengeance on all men. Eventually they came into contact with Pentex, which persuaded them to kill only "certain" men.

Equipment: Uzi with silver bullets, silver knife, sunglasses, trenchcoat

Quote: *Itsy-bitsy spider crawls all around my brain. Plucks at my nerves and drives me quite insane.*

YELLOW JELLO-DOGG

Nature/Demeanor: Reveler/Rebel

Physical: Strength 3 (8), Dexterity 3 (4), Stamina 4 (6)

Social: Charisma 1 (0), Manipulation 2 (0), Appearance 2 (0)

Mental: Perception 3, Intelligence 1, Wits 3

Talents: Alertness 2, Athletics 3, Brawl 3, Dodge 3, Streetwise 2

Skills: Drive 1, Firearms 2, Stealth 4

Knowledges: Occult 2

Backgrounds: Allies 3, Resources 2

Powers (Ooze Form Only): Body Expansion, Chameleon Coloration, Ectoplasmic Extrusion, Extra Speed (3), Malleate, Mega-Dexterity, Mega-Strength, Mega-Stamina, Plasmic Form, Regeneration, Slobber Snot, Toxic Secretions, Umbral Passage

Taints: Addiction (Magadon Drugs), Brainwashed, The Crusties, Doomed (2), Ugly as Sin, Worms

Willpower: 7

Image: In his human form, Wienerke is a tall, gangly man in his late 20s. He has wild, unkempt hair and wears a Lynyrd Skynyrd T-shirt. In his "ooze form," he is a vast, roiling mass of glistening yellow-green mucus, stinking like rotten eggs.

Roleplaying Notes: Howooooo! Just a fun-lovin' party animal, that's you! The rest of the team's way too serious; you try to cheer them up from time to time. Morale's important when fighting those tree-huggin' Gaia-mutts. The others think you're stupid, but you've proven time and again that you can beat most anything on two (or four) legs. You are the chosen one of Lord Collum and Lady Yul, the lords of sludge and poison. You know this because they tell you so!

Background: Not rich enough to be a drunken frat-boy, Martin Wienerke at least got the drunk part down-pat. Going by the motto that "life is a party," Martin crashed every party he could find. He took great pride in being able to drink everyone under the table. One night he was by the railyards and ran into a scary bunch of vagrants. They had some kick-butt "glow-juice" which gave him super powers! He realized he could make the world safe for all Wurm-kind and joined Pentex.

In reality, Wienerke was an experiment gone wrong. Pentex was experimenting to see how many Wakshaani and H'ruggings (see **Book of the Wurm**) they could inject into a human. The result was an extremely potent fomor who could transform into a giant pool of toxic sludge. Wienerke was at first intractable, but Pentex eventually brainwashed him into thinking the Wurm had chosen him for a great destiny.

Equipment: Magadon drugs, ragged street clothes, First Team uniform

Note: Wienerke believes he hears the voices of powerful Wurm lords telling him what to do, but these orders really come from Pentex via a gelatinous radio receiver in his brain. A Net Spider protects it from tampering.

Quote: *Ooze Power on!*

ENFANT TERRIBLE

Contrary to Sandra Warden's belief, her son is not a Drone, nor has he ever been one. Sandra, in her grief and ignorance about wraithly existence, did not see that Marcus was actually still in his Caul, a wraith waiting to be born. After weeks of struggle, he finally manages to wriggle out of his Caul and escape the nightly wreck. Marcus is a bright 10-year-old boy with an impish sense of humor. By January 2nd, he will be out and about in the circus. While he neither knows nor understands what Zimbra and Baroque truly are, they frighten him, so he avoids them. So far, he has managed to stay hidden from them, mostly through luck. Watching the various circus people, he picks up quite a bit of information, although what he actually saw will get

a little garbled in translation since he knows nothing about the supernatural. One thing he notices is Baroque's Artifact, the Hand of the Yama Kings. It looks like something important, but he doesn't know why. He also thinks the Ferris wheel is something bad, a hunch confirmed when he sees his mother suspended on it six hours after her entrance into the circus.

This inspires Marcus to action. The next thing the characters see is Marcus' hotfooting it across the circus grounds toward the Ferris wheel with the Artifact. This throws both Baroque and the circus' Spectral contingent into a panic, and they immediately charge after him. The characters may decide to help out, or they may simply duck and cover, but either way there's going to be a lot of excitement in the park.

If Marcus makes it to the Ferris wheel, the Spectres will hesitate to go in unless ordered to by Baroque. All wraiths who enter the wheel suffer the damage inflicted by it. The Spectres don't gain Snares, but do suffer other penalties, and at least one will be destroyed. The Artifact will protect Marcus from the worst of the storm's ravages, but he lacks the experience (and Arcanos) to navigate the Tempest. The only way he may escape is with character aid. If the characters don't help Marcus, he and his mother are quickly ground down into Oblivion. The Artifact will then disappear into

the Void forever. However, if characters help him, he may escape alone or even rescue his mother. The Hand may still be lost in the rescue, and even if the characters rescue Marcus and Sandra, there's still Baroque to deal with.

JANUARY 5TH

The weather gets much warmer and much of the snow melts. There isn't another Bane spike during the day, but Kurtz's data suggests the biggest surge is yet to come. Kurtz gives up on trying to convince Lightner, and goes over Lightner's head to both his Nephandi and Technocracy superiors. The Technocracy dispatches a Hit-Mark V (see **Mage: The Ascension**) to deal with Lightner.

ASTARTE AND CALABRIS

Shortly after sundown, Astarte returns to the Gilded Lily, this time accompanied by Calabris, Dr. Owl and two troll guards. They go to the ballroom, and Astarte takes out her Spriggan's Jar. A bright light envelops the Silver Elm, which quickly consumes itself. Astarte has placed the Silver Elm in her miniature Arcadia. She has also removed the only safety valve in the entire Waste Land. The Atrocity Wave may, or may not, occur at this instant.



If the characters find out about Astarte's second visit (possibly from Cherie), they may attempt to stop her. She is prepared for trouble, and the characters may wish to consider the ramifications of attacking her covey (two-thirds of the Infernal Trinity are here). If the characters choose to fight, the Storyteller should run combat normally, letting the cards fall where they may. If they are losing, Astarte and company flee through Wayfare. If the characters attempt to reason with Astarte, perhaps confronting her with the rapidly deteriorating state of the Penumbra, they may convince her to desist. Astarte merely wants the tree, not to waste New York.

THE SILVER ELM

Astarte believes (correctly) that the Silver Elm is a descendent of the original sacred tree planted by Namrael the Enochite (see History). Although the elm would be a great prize for her, she would ultimately corrupt it through her very proximity. If she realizes this, she might just relinquish it. The Silver Elm is a powerful but weakened sentinel against the Defiler Wyrms. If it is destroyed or removed, the Rift grows unchecked, resulting in another Atrocity Wave. The tree is strong with cleansing Wyld energies, and has a benign chimerical aspect. If rescued, it may also serve as a powerful Node, or as the cornerstone of a caern or freehold. If properly tended (in both the Penumbra and the Dreaming), it may spring back to full life.

THE RIFT

The Rift is a jagged wound in the fabric of the Tellurian created by the first Atrocity Wave. There is only a paper-thin wall between the Atrocity Realm and the Penumbra. A second wave may rupture it completely. Atrocity Realm Banes and other monsters routinely enter the Penumbra here, their numbers ever increasing. Other side realms such as the Dreaming and the Shadowlands will also be affected by another Atrocity Wave. The mundane world may sustain damage as well.

FORTUNA'S WHEEL

Gambling Night at Fortuna's Wheel is the final major attraction performed by the circus. The tent is full of dozens of people trying their luck. Cavendish runs the show, and some of the Hetaerae manage the tables. Among the guests are Cherie, Lord Riverthrush and Rod Lightner. Cherie looks pensive, while Lightner looks triumphant. Cherie and Riverthrush have made another fruitless search for Alexander before coming here.

The circus eventually allows Cherie to see the Horned Man. He implores her to forget him, but she won't listen. Cavendish offers her a deal. Cherie wagers her soul against

his freedom on a single spin of the roulette wheel. If she wins, he goes free; if she loses, she gains an instant five Barbs and becomes part of the carnival. The odds, of course, heavily favor the house. Cavendish uses his magick to cheat if necessary, while Cherie gets some help from Riverthrush who uses a Forces Effect to affect the motion of the ball. Naturally, Cavendish's magick is stronger. If any of the other characters join in, the contest may get very interesting, especially if someone uses static magic (Disciplines, Gifts, etc.). Gambling night is the last chance for anyone to eliminate Snares and Barbs. Although the circus cheats at gambling, a powerful supernatural contract forces it to honor its karmic debts.

Lightner is playing, and winning. He is ostensibly playing for money, but the wagers are really for greater stakes. Convinced that the carnival is a Wyrms ally, he considers the wager to be something of a game. He gambles his soul in return for true knowledge of the Defiler Wyrms' mind. (The circus really can grant this boon.) The gambling comes down to a final spin of the wheel — and Lightner loses. The room seems to dim around him, though none of the un-Awakened humans notice anything amiss. Twisted creatures appear around him, pinching and tormenting him from the Penumbra and the Dreaming. Lightner, realizing that he is in great peril, attempts to escape through vulgar Correspondence magick. Nothing happens. Panicked, he flees the now-grinning faces of Cavendish and Astarte. Lightner flees the tent on foot, and feels some of his power return. The Trinity makes no move to stop him, but the characters may do as they please. If they go after Lightner, he is now dangerous like an injured animal. He still maintains his power, but is leaking Quintessence. No matter what happens next, he is doomed.

Screaming that "the end is near," Lightner may attempt to make his way to Mars Electronics to set off the Atrocity Wave (if it hasn't gone off already). Lightner may be stopped by White Lily, Kurtz, the Hit-Mark V or the characters. Or he may succeed....

At one point Cavendish goes behind the tent to speak with an eight-year-old girl of apparently Egyptian origin and a smelly man in a ragged trenchcoat. The girl is wearing modern clothes, but has two gold serpent arm-bracelets. The man wears a slouch hat and speaks in a gurgling rasp. If the characters remove his trenchcoat, they see that he is literally turned inside out. Cavendish is deferential, almost obsequious in their presence, as it's time to pay the carnival's "shareholders" their percentage. The girl is really an infernal servant of Apophis, while the man is a powerful servitor of the Defiler Wyrms. Either of them is probably capable of destroying the characters, but will still seek to avoid confrontation. If the troupe prevents Cavendish from paying the tithe, it may bode ill for the Ringmaster.



THE PARKERS REDUX

At the same time, the Parkers are keeping their appointment with Baroque in the House of Mirrors (if the characters did not convince them otherwise). The characters may go along with them. The mirror maze rapidly envelops them, harrying them to the side realm where Mordblund is staked (see Chapter Three). Baroque awaits on the realm's "event horizon," a place between the living and the dead. Baroque is polite at first, assuring Stacey that she is "doing the right thing" as he lures her into the mirror realm. If he still has Hand of the Yama Kings, he can attempt to pull her into the Shadowlands from here. If the Artifact was lost, then he must settle for the mirror realm. Other characters may follow the two through the mirror. If a fight ensues and blood flows, Mordblund will have a great deal to feed on. The characters are also at risk from the realm sealing them in.

If Baroque does get Stacey into the Shadowlands, he attempts to cut her unborn child out of her. She is later found broken and bloodied (but alive) on the outskirts of the city — sans baby. If the characters are not privy to the situation, or fail to save her, her only hope is Calabris. If Calabris finds out about Baroque's plans he will stop him, if for no other reason than he hates him (though the spirit of Cara may be the truer motive). Despite his necromantic abilities, Baroque is the less powerful of the two. Calabris should give him a long-overdue thrashing.

EXPERIMENT IV

The Atrocity Wave may erupt at any number of points during the adventure, or not at all. It may activate during an attack on Mars Electronics (see below), or if the Silver Elm is removed. If the Silver Elm stays in place it may prevent the wave indefinitely. The Atrocity Wave may also go off during any of the Bane spikes, or if accelerated by Lightner. The danger is at its highest on the night of January 5th.

THE WOMB

Experiment IV is located at Mars Electronics, centered in a well-guarded room known as the Womb. The Womb consists of a large, darkened dais filled with arcane, semiorganic-looking machinery. The missing musicians are here, immersed in plastic tubes of a viscous fluid. This liquid consists of semi-materialized Atrocity Realm Psychomachiae (see *Werewolf: The Apocalypse*). The Wyrn-mix writhes around the musicians. Each musician is playing an instrument, though their movements are slow and languid within the liquid. They are attached to numerous monitoring cables, and their physical needs (food, air, blood, waste removal, etc.) are tended by umbilical cords. Pentex scientists monitor them from a heavily shielded observation booth. A distorted, but strangely beautiful music echoes throughout

the chamber. This music causes nightmarish visions and cannot be shut out by any means. These images are all of torture and mindless brutality.

If the characters enter the Womb, they may attempt to free (kill or whatever) the musicians to stop the experiment. (This strategy is not effective after the second Bane spike, however.) In this event the Psychomachiae attempt to possess the intruders, turning them on each other. These are particularly powerful Banes, saturated with the power of the Defiler Wurm. If the characters are winning, the scientists in the observation booth may choose to initiate the final protocol of the experiment by feeding Kurtz's formula to the mix. They are reluctant to do this because it may lead to another Atrocity Wave. They are also not sure of their "improved" shielding. If this occurs, a ripple of mind-bending horror rips through the basement (and beyond?). Everyone in the vicinity dies in horror. Un-Awakened humans don't stand a chance. Supernatural beings have a narrow chance of

surviving with their sanity intact. The Storyteller may decide whether the Atrocity Wave goes beyond the walls of Mars Electronics.

AFTERMATH

Mars's new shielding may hold, in which case only those in the Womb must deal with the consequences of the Atrocity Wave. If the shielding does not hold, however, the Atrocity Wave may affect the observation booth, the plant or even the surrounding city. In the worst-case scenario, the wave explodes from the confines of the building, killing everyone in a one-block radius. Casualties may vary depending on the weather, time of day, etc. The local police arrive, as do other emergency personnel. Pentex immediately dispatches both elite killers and PR wizards to minimize the damage. The characters may use the incident to expose Pentex. At most, Mars Electronics may plead guilty to conducting "secret gas experiments." The government will be reluctant to prosecute.

ATROCITY WAVE EFFECTS

VAMPIRES:

Kindred are immune to the fatal aspects of the Atrocity Wave, but must make a Willpower roll (difficulty 7, two successes needed). Success means that they have trouble distinguishing between reality and fantasy for a few hours. A failure means that they gain a permanent Derangement. Botch: weLCome to Malkavian Town!
*%&^%#&#%

MAGES

Mages hit with the Atrocity Wave enter instant Quiet unless they make a Willpower roll (difficulty 7, two successes). This insanity lasts for one to five days, although the mystick's friends may enter a mindscape in order to bring her back to sanity. In most cases, the Quiet warps her senses and may bring about hobgoblins, as if the insanity came from a 10-point Paradox backlash. Botching the Willpower roll traps the unfortunate in a mindscape; she goes catatonic as if she had been hit with a 15-point backlash, and stays that way for at least three weeks unless some outsiders bring her back. The visions the mage witnesses during this time would give Vlad the Impaler nightmares.

Werewolves

Garou automatically go sideways into the Atrocity Realm. The Storyteller may wish to play this excursion if she has **Umbra: The Velvet Shadow**. The only way to escape is by "dying," after which the Garou find themselves back in the local Penumbra. They must then make the same Willpower rolls as vampires to avoid similar penalties.

Wraiths

When struck by the Atrocity Wave, wraiths take 10 levels of Corpus (which can be soaked). If a wraith does not fall into a Harrowing as a result of losing all other Corpus, she suffers no other adverse effects. Any Harrowing that she does suffer as a result of the Atrocity Wave will be a Targeted Corpus Harrowing (See **Wraith: The Oblivion 2nd Edition**). When the wraith exits the Harrowing, she will snap back to one of her Fetters.

Changelings:

If caught in the wave, the changeling must make a Willpower roll (difficulty 7, two successes needed). Success means that he enters the first threshold of Bedlam. Those who fail enter the second threshold, while those who botch enter the third. Changelings may heal themselves with the second level of Primal, or escape through Wayfare. The Atrocity Wave has a Banality of 4.

The Storyteller must decide what ramifications this incident would have in her chronicle. Whatever happens, the local Penumbra now has a permanent anchorhead into the Atrocity Realm. All manner of exceptionally nasty Banes invade the area. The Storyteller should remember that the carnival has an affinity with both the Defiler Wyrms and the Atrocity Realm. Such an event as the Atrocity Wave will strengthen them.

THE HAMMER FALLS

The Waste Land does not exist in a vacuum. If a second Atrocity Wave occurs, it will not be as easy to hide as the first one. Several major powers converge on the area, and attempt to cover it up for their own reasons. The Technocracy and Pentex are the most active in this effort. Although they do not interfere with each other during clean-up operations, the Technocracy may take a long hard look at Pentex in the future. With the heavy Technocracy presence in the area,

most of Westborough's supernatural community goes underground. The Sabbat, suddenly finding an increased appreciation for the Masquerade, also becomes involved in the whitewash.

THE CARNIVAL DEPARTS

In the early morning hours, the carnival mysteriously vanishes. Only a few un-Awakened people watch it leave, including a reporter for the local news, but he is unable to produce proof. If the characters stake out the circus, they may notice strong Spirit and Dreaming energies coalescing within before it fades away. Most locals question the circus's involvement, if any, in the strange events, and soon forget their concerns. Unless the characters managed to kill some of the circus's principal players or destroy the carnival irrevocably (almost but not impossible), the circus probably come out of things untarnished. It reappears in Peru 18 months later, where undoubtedly strange goings-on begin all over again....

APPENDIX

The Midnight Circus is primarily meant to play the role of antagonist, a dark force for the characters to test themselves against. The Storyteller may, however, wish to run a brief chronicle based around the circus, allowing the troupe to play members of the carnival. Such a chronicle should probably be a short-lived one, owing to the circus's overall nature and theme (i.e., "You're doomed."). Below are a few things to keep in mind about life in the Midnight Circus, whether it is the antagonist or the plot focus.

PHYSIS

Time is a maddening, inconstant thing to those in the circus. Decades turn into centuries for circus folk. Immune to the ravages of time, new members quickly forget friends and family in the outside world; often when a carny "wakes up," she finds that her acquaintances are long dead. Time in the circus dilates; the vast majority of existence seems almost timeless, one year blurring into the next. This sense of eternity causes a profound lethargy among most of the circus, who frequently learn to live only in the current moment. Even the Infernal Trinity is not completely immune.

Sometimes, however, time contracts in periods referred to as Physis. During Physis, there is frenetic activity on most levels of the circus. A sudden sense of urgency overcomes the denizens, as though they are suddenly awakening from a deep slumber. These events happen for no known reason (though some suspect the circus's fae aspect), and at inconstant intervals. Physis has become more frequent in the last century. At such times power in the circus may shift; long-standing alliances may shatter and fall.

The Storyteller may wish to set her campaign during a time of Physis, or by following a series of such "awakenings" throughout history. One scene could occur during the fall of Rome, the next during the French Revolution or World War II. The **Waste Land** adventure, for example, may occur during a stretch of Physis. The players would encounter the Waste Land from the circus's point of view, resulting in a completely different story. During such a period the characters may make new alliances, attempt a revolt against the Infernal Trinity, or even escape. After Physis ends, things stultify again, freezing the results in place. The higher circles of power in the circus undergo Physis more frequently than the lower ones, giving them a great tactical advantage over their "sleepier" colleagues. This partially explains why the power structure within the carnival rarely changes. The Infernal Trinity is virtually unassailable.

ATTRITION

Few even attempt to rise in the circus's hierarchy. In a place where just keeping one's head above water from day to day is triumph enough, few wish the added burden of political intrigue. Some members do angle for power, however. As a rule, nobody ever attempts to gain a position more than one step above their current circle. Thus, Koba may covet Bishop's second circle position as head clown, but could hardly conceive of taking a seat in the Infernal Trinity. Someone who advances a circle is usually many decades, even centuries, in place before they make any progress toward the next level. Punishment for those who fail in a coup

attempt is harsh indeed. At the very least, the loser falls a circle and suffers a huge decrease in power. Other punishments may include mental degeneration, loss of magical powers or enslavement to the victor. These punishments may be enacted by the Infernal Trinity, the victor or by the inherent nature of the circus. The circus is a harsh mistress, and does not tolerate dissension in its ranks.

THE INFERNAL TRINITY

The Infernal Trinity is not merely a configuration of ceremonial positions, but an integral part of the circus's mystic being. The members and general nature of the Trinity may change over the millennia, but its presence is the carnival's great constant. In the present Trinity, Calabris rules over the circus's surface nature. The mystical carnival laws are under his governance, and this affords him great advantage in dealing with the outside world. Without Calabris, the circus would lose much of its Chimerstry Glamour, thus becoming more vulnerable to the light of truth.

Cavendish is the circus's middleman. He controls the coinage by which the circus operates in this plane. He deals with the circus's Wyrms and infernal patrons. Without his continuing presence, the debits accumulated during his tenure would come due. Were this to happen, the circus's "Board of Directors" might well decide a purging of the ranks to be in order.

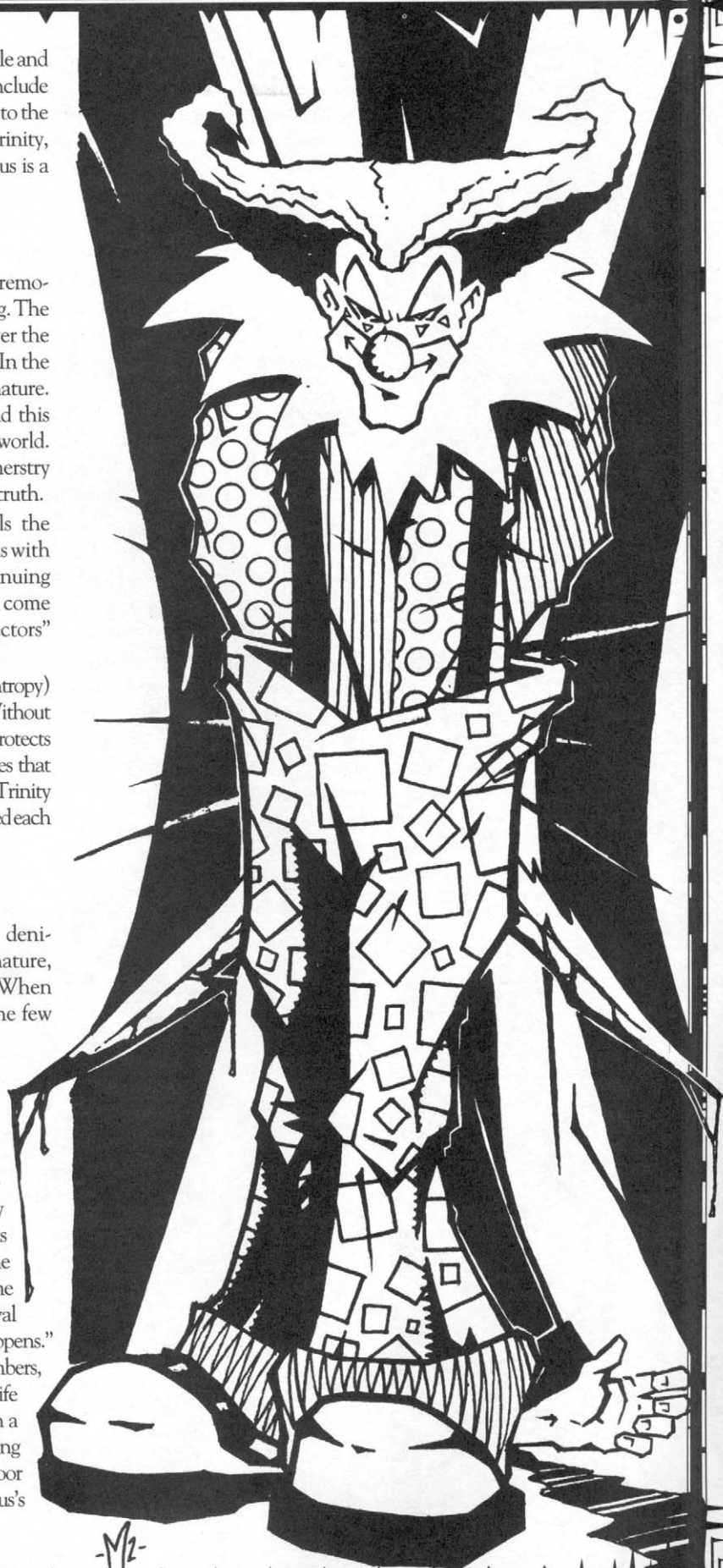
Astarte is the closest to the circus's true nature (that of entropy) and its prime force, Apophis. She is also the carnival's guide. Without her the circus is crippled, like a ship without a rudder. She also protects the circus from Apophis and absorbs most of the void energies that might otherwise damage the other carnies. Each member of the Trinity is integral to the carnival's survival; they also realize that they need each other. Despite their mutual distrust, they are a cohesive force.

FRIENDSHIP

Strong friendships may arise among the carnival's denizens. Although few know much about the circus's true nature, they all have one thing in common — their servitude. When you're huddled against the storm, friendship is one of the few things that may stave off oblivion.

LIFE AND DEATH

The circus protects its children. As long as they avoid death by violent means and resist the grind of oblivion, they can conceivably live forever. (In reality most denizens, especially wraiths, quickly succumb to the Void.) Besides greatly lengthened life-spans, each member has five lives — as long as they die while within the circus's physical borders. Few of the circusfolk realize this. Members die, only to reappear a short time later; apparently little the worse for wear. Fellow carnival members accept this sort of thing as just "something that happens." The Infernal Trinity forbids the murder of other carnival members, though they occasionally turn a blind eye — after all, each life counts as an "infernal debit," thereby helping the circus turn a sinister profit. Some attempt final escape from the circus by dying outside the carnival grounds. (The Board considers this poor form.) Those who manage to do so may escape the circus's clutches, unless they come back as wraiths.



MIDNIGHT CIRCUS™

STEP RIGHT UP, RIGHT THIS WAY

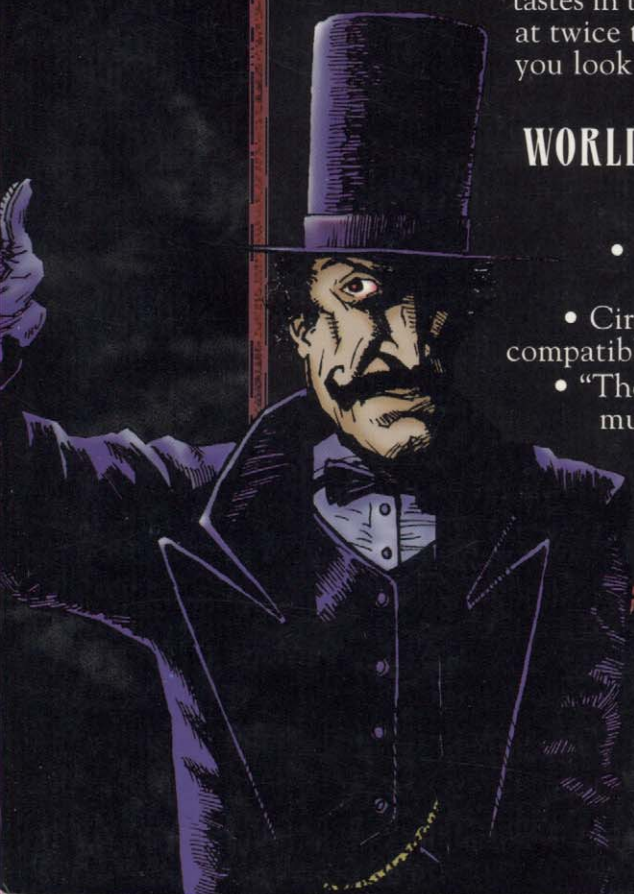
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