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## INTRODUCTION

Welcome to Blood and Vigilance, the d20 Modern version of Vigilance, superhero d20. Bringing superheroes to the d20 game has always been an interest of mine, and while the original Vigilance (in total modesty) did an excellent job of that, it was felt that a new edition was needed, one which would allow seamless use of the rest of the Blood line (Blood and Relics, Blood and Fists, Blood and Guts, and Blood and Guts: the War on Terror- who says this isn't the age of the shameless plug?) and, by extension, all the fine d20 Modern products available from a growing list of companies.

While the original Vigilance strove to bring all of comicdom to you in one easy to heft book (ok, it was electronic, but those disks can be heavy), Blood and Vigilance presents a series of more focused books, which can be used separately to provide one element of superheroic adventures to your d20 Modern game, or together to present the entire universe of powers and abilities found in the stories from which these books will be drawn. This first installment focuses on characters with inborn abilities, such as mutants, and provides origins, powers, and disadvantages with that in mind. Future installments will focus on gadgets and vehicles, magic and extra-dimensional adventures, and pre-generated characters and campaign models to aid Blood and Vigilance Game Masters.

Blood and Vigilance begins with Origins, the source of a character's power. This edition of Blood and Vigilance presents the Advanced Training, the Alien, the Artificial Life, the Cybernetic Enhancement, the Freak Accident, the Jinx, the Mutant, and the Scientific Experiment. Following this are the advanced classes, which consist of: Acrobat, Brick, Energy Projector, Gangster, Mastermind, Mentor, Psychic, and Speed Demon. Following the classes, a selection of new feats are offered, and then we come to the heart of this installment of Blood and Vigilance, the superpowers themselves. Following the powers you will find a collection of disadvantages, which serve to make your life more troublesome and interesting all at the same time (they also help you earn a little extra hard-won experience points for that trouble). Following the Disadvantages section, an entire chapter is offered for the Game Master of Vigilance, including advice on setting up a superheroic campaign, campaign models, new rules for superhero styled combat, including a section on the environment, and some pregenerated NPCs

**Author's Note:** Vigilance is a game focusing on characters with powers and abilities far beyond those of normal men and women. Care and the GM's discretion should be used before including the material found in this book in your d20 modern campaign, just as care should be used before the inclusion of any other brand of FX abilities, such as Magic or Psionics, in a d20 Modern game. Every attempt has been made to balance the classes and feats found in this book with classes from other sourcebooks, so that your characters may use classes and feats from multiple sources. However, introducing the powers and origins found in this sourcebook into a different type of campaign will alter that campaign significantly.

However, because some intrepid soul always walks a different path (you know who you are, yeah you, in the back), advice for integrating material found in this book may be found in the Game Master section of this book.



# CHAPTER 1: CHARACTERS

## ORIGINS

An origin is what separates superheroes and villains from normal people like you and I, even from heroic characters normally the focus of d20 Modern games like Blood and Fists and Darwin's World. Although Origins function much like races in other d20 games, each origin covers a much broader spectrum of characters. This is your chance to really cut loose and be creative. The more elaborate and creative your origin the better. Work with the GM, and things can get really interesting. Perhaps your arch-nemesis was involved in your origin, maybe even a relative. Your character's origin should resonate through your adventures. It provides the context for why you adventure, why you seek to bring justice to the night.

The list of Origins presented here is by no means exhaustive, and future Vigilance products will provide you with more origins to choose from when creating your character, tied in with the theme of each book (so the upcoming equipment book will focus on origins appropriate to technologically themed characters).

## ADVANCED TRAINING

You have received training beyond the ability of a normal to comprehend. Either at the hands of an agency (such as U.S.H.E.R.); alone in the mystical mountains of Tibet; or in an obscure dojo in suburbia, where it was just you and a Sensei, you have honed your mind and body to be the dream of justice, or the nightmare of villainy.

**Bonus Feats:** You gain a bonus feat at first level (for three total plus starting feats for class and occupation), and every fourth level thereafter.

**Bonus Skill Points:** You gain 4 bonus skill points at first level, and 1 bonus skill point each level thereafter.

**Honed Abilities:** As you rise in level, you get to add a point to the ability of your choice every 2 levels, rather than the usual point every 4 levels.

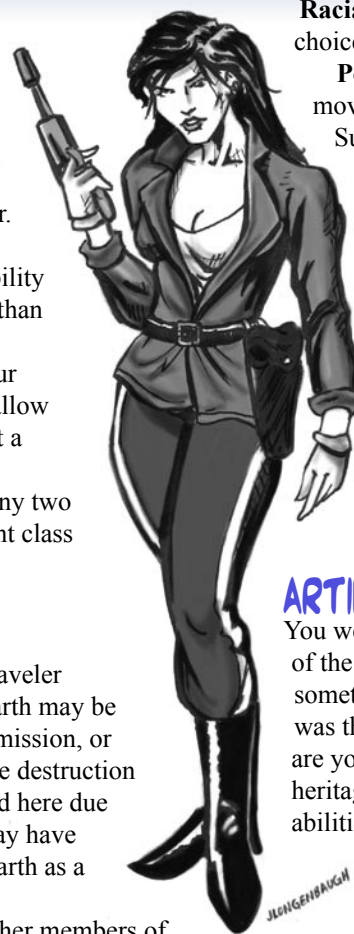
**Power Points:** None. Despite your extensive training and skills, which allow you to function as a hero, you are not a superhuman.

**Point of Origin:** You may select any two skills and add them to your permanent class skill list.

## ALIEN

You are not human. You may be a traveler from another world. Your stay on Earth may be temporary, as part of an exploration mission, or it may be permanent, either due to the destruction of your homeworld, or being stranded here due to a malfunctioning starship. You may have even been abandoned on primitive Earth as a punishment.

**Alien Race:** You will encounter other members of your race during the course of play. Some of these will be friends, and some will be foes. Any starting powers and abilities you take when generating your character may be used by the GM in the creation of a racial template to create similar members of your race as the game progresses (in other words- the GM might decide you are a typical member of a race entirely comprised of beings with powers and abilities far beyond those of mortal men- or that you are as atypical for your racial type as an Earth-born mutant is among humanity).



**Racial Abilities:** +2 to an ability of your choice.

**Point of Origin:** Life Support and one movement power (Flight, SuperLeap, SuperRun, SuperSwim) are always class powers for you regardless of class.

**Power Points:** You begin with 12 power points at first level, and gain 3 power points each level thereafter.

**Disadvantages:** You must take the Enemy Disadvantage (DSR 2) at first level. This enemy will be a member of your race, and will be created using the racial template your GM makes based on your starting character. This disadvantage may never be removed or reduced below DSR 2.

## ARTIFICIAL LIFE

You were created, not born. Whether the product of the science of robotics, biogenics, cloning, or something even more bizarre, your birthplace was the laboratory, and science and scientists are your father and mother. Although your heritage gifts you with superhuman powers and abilities, you are devoid of an understanding of the most basic human experiences; of running and playing, or love and loss, of the essential nature of the born beings that surround you and work with you in your quest to bring justice to the world.

**Enhanced Abilities:** +2 to an ability of your choice.

**Powers:** Superhuman Strength, Superhuman Intelligence, and Life Support are always class powers for you regardless of class.

**Power Points:** You begin with 12 power points at first level, and gain 3 power points each level thereafter.

# CHAPTER 1: CHARACTERS

**Disadvantages:** You must take the Forbidding Demeanor Disadvantage (DSR 2) at first level. This disadvantage may never be removed or reduced below DSR 2.

## CYBERNETIC ENHANCEMENT

You were born human, but have since been enhanced by technology integrated into your body. This integration is fragile, however, which causes you to be vulnerable to magnetic and electrical attacks.

**Enhanced Abilities:** +2 to an ability of your choice, or +2 to two abilities and -2 to one ability.

**Powers:** The ability or abilities you enhance when you create your character are automatically class powers for you. In other words, if you chose to modify Strength and Intelligence, then Superhuman Strength and Superhuman Intelligence would be added to your permanent class skill list.

**Power Points:** You begin with 12 power points at first level, and gain 3 power points each level thereafter.

**Disadvantages:** You must take Vulnerability to either Magnetism or Electricity (DSR 2) at first level. This disadvantage may never be removed or reduced below DSR 2.

## FREAK ACCIDENT

Your powers are the product of a bizarre confluence of events. Perhaps you were doused in toxic waste, which was then hit by lightning; or an injection of an experimental serum combined with a near-death experience as villains, wanting the serum for themselves, riddle your body with bullets; or any of a number of other possible circumstances.

**Enhanced Abilities:** +2 to one ability of your choice, or +4 to one ability, chosen randomly. If an ability is randomly chosen, the Superhuman ability power for that ability is added to your permanent class powers list.

**Power Points:** You begin with 12 power points

at first level, and gain 3 per level after that. Alternately, you may choose to gain 4d6 power points at first level, and 3 thereafter.

**Point of Origin:** As your body recovers from the ordeal of its transformation, your nature will be mutable and volatile. Any power selected at first or second level is added to your permanent class powers list.

The accident that created you is forever a link that could lead a character to your identity. A Research check (DC 30) will reveal that you were at the accident, and an Investigate check (DC 30) will reveal that you were *changed* as a result of that accident.

## JINX

You are a jinx. That's what the racist slang for "your kind" is. Those cursed with mutation are bad enough, but a jinx, so named because you truly must have the worst luck imaginable, doesn't even get any fancy abilities to go along with it. Not to speak of anyway. Mostly what you get is people crossing the street to avoid you.

**Enhanced Abilities:** +2 to one ability of your choice.

**Jinx Culture:** As a victim of intense racial prejudice, you tend to stick to your own kind and have a strong support network among your fellow jinxes. You receive the Home Turf feat for free, and receive a mutant or jinx contact every 5 levels (a low-level contact at first level, a mid-level contact at 5<sup>th</sup> level, and a high level contact at 10<sup>th</sup>, 15<sup>th</sup> and 20<sup>th</sup> levels).

**Power Points:** You have 12 power points at first level, and you gain none thereafter. While you possess minor mutant abilities, you will never attain the high levels of power available to the more lucky members of your race. However, due to the wild, unpredictable nature of aberrant mutation, you may



spend up to 8 power points on one power.

**Power Stunts:** While you were not gifted with great amounts of power, you are used to making the best of what you have, and so you continue to gain power stunts at odd levels, just as other characters do. Unlike other characters, however, you may trade in Stunts at levels 1, 6, and 12 for a bonus feat instead.

**Disadvantages:** You must take either the Prejudice Disadvantage (DSR 4), or the Hideous Appearance Disadvantage (DSR 2) and the Prejudice Disadvantage (DSR 2) at first level. Your prejudice disadvantage may never be removed or reduced below DSR 2.

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## MUTANT

Mutants. The children of the atom they call you. The racists call you a “jinx” and the jinxes call you an Uncle Tom. For whatever reason you have been blessed (cursed?) with powers that appeared before you were old enough to handle them, and have marked you as different for the rest of your life. What you do with those powers is up to you.

**Enhanced Abilities:** +2 to one ability of your choice

**Power Points:** 16 at first level, 3 per level thereafter.

**Power Stunts:** When your powers first appear, they seem wild and hard to control. As a result, you do not get a power stunt at first level. However, at 3<sup>rd</sup> level and beyond you gain a power stunt normally.

**Point of Origin:** Mutants come in all shapes and sizes. Indeed, if the scientific experiment is the defining origin of the silver age of comics, it could be argued that the mutant is the defining origin of the modern age of comics. You may select one power and add it to your permanent class powers list.

**Disadvantages:** You must take the Prejudice disadvantage (DSR 2) at first level. Your prejudice disadvantage may never be removed or reduced below DSR 2.

## SCIENTIFIC EXPERIMENT

You were involved in a scientific experiment gone awry, and in a one-in-a-million stroke of fate, you were given extraordinary abilities.

**Enhanced Abilities:** +2 to one ability of your choice

**Power Points:** You begin with 12 power points at first level, and gain 3 per level thereafter.

**Scientific Knowledge:** You were at that experiment for some reason. Maybe you were the scientist conducting the experiment, his assistant, or even

an innocent bystander. Whatever your role in the experiment that gave you your powers, you went to see the experiment or be a part of it because of a love of science (even if it's only a hobby and your day job is photography). Add 2 Knowledge or Craft skills to your permanent class skill list.

**Point of Origin:** Scientific Experiment covers a vast array of heroes. Nine out of ten silver age heroes are the result of some form of scientific experiment. You may pick any two powers central to your origin and add them to your permanent class powers list.

In addition, the experiment that created you, as a product of science, might be replicated. On a Research skill check (DC 35), the processes that gave you your powers are discovered. If a Knowledge skill check (DC 35) succeeds (exactly which knowledge skill needed for this check will be determined by the GM in keeping with your origin), a character may give himself powers similar to yours. Usually, this character will be a villainous NPC. You may undertake this journey yourself, having no need to make the Research skill check, and gaining a +5 on the Knowledge check. Succeeding at this check allows you to pass your powers on to others. The allows new characters with similar-themed powers to enter the campaign, at the starting level appropriate to the campaign style chosen by the GM.

## CLASSES

In this chapter you will find the information to use the core modern rules classes, both basic and advanced, with Vigilance. Also provided are a selection of new advanced classes, including: Acrobat, Brick, Energy Projector, Gangster, Mastermind, Mentor, Psychic, and Speed Demon.

## BASIC CLASSES

All basic classes from the core rulebook are suitable for Vigilance campaigns. The class powers of each class are detailed below. Class powers work in the same fashion as class skills, costing one skill point per rank, and maxing out at 3+character level. Cross class powers cost 2 skill points per rank and max out at half the level of a class power.

As you peruse the class power lists for the basic and advanced classes, the astute among you will notice that many powers appear on no one's class power list. These powers are rare, or not easily mastered. Remember, however, that the “point of origin” ability granted by each character's Origin allows you to add powers of your choice to your permanent class powers list. This allows you to take a power central to your character concept and master it. The overall effect is that a power that appears on none of the class power lists is a power that characters will rarely “dabble” in.

**Strong Hero:** Aura (Physical), Beast Form, Claws, Damage Touch, Growth, Super Leap, Super Swimming, Superhuman Strength.

**Fast Hero:** Blast (Physical or Energy), Control (pick one), Danger Sense, Enhanced Senses, Ensnaring Attack, Superhuman Dexterity, one movement power (Flight, Super Leap, Super Running, Super Swimming).

**Tough Hero:** Absorption, Armor, Aura (Physical), Deflection, Density Increase, Life Support, Regeneration, Superhuman Constitution.

**Smart Hero:** Control (pick one), Danger Sense, Invisibility, Force Field, Photographic Reflexes, Plasticity, Shrinking, Superhuman Intelligence.

**Dedicated Hero:** Aura (Psychic), Blast (Psychic), Flight, Force Field, Power Detection, Superhuman Wisdom, Telekinesis, Telepathy.

**Charismatic Hero:** Danger Sense, Ensnaring Attack, Invisibility, Mimic, Mind Control, Probability Manipulation, Superhuman Charisma.



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## ADVANCED CLASSES

### ADVANCED CLASSES FROM OTHER SOURCES

Just as the basic classes from the core rulebook are appropriate for Vigilance games, so are the advanced classes. In fact, one of the reasons for this supplement is to allow you to use all the wonderful Modern products for your superhero gaming. Below are the class powers for appropriate advanced classes from a number of sources.

### CORE RULES

**Soldier:** Armor, Claws, Flight, Invisibility, Life Support, Regeneration, Sonar, Superhuman Charisma, Superhuman Dexterity.

**Martial Artist:** Damage Touch, Danger Sense, Desolidification, Enhanced Senses, Super Leap, Super Running, Superhuman Dexterity, Superhuman Wisdom.

**Gunslinger:** Absorption, Aura (energy), Blast, Deflection, Ensnaring Attack, Stunning Attack, Superhuman Constitution, Superhuman Dexterity.

**Infiltrator:** Danger Sense, Desolidification, Enhanced Senses, Ensnaring Attack, Invisibility, Mimic, Superhuman Charisma, Superhuman Intelligence.

**Daredevil:** Danger Sense, Enhanced Senses, Ensnaring Attack, Probability Manipulation (Good Luck), Sonar, Superhuman Constitution, Superhuman Dexterity, Superhuman Wisdom.

**Bodyguard:** Armor, Danger Sense, Deflection, Enhanced Senses, Ensnaring Attack, Regeneration, Superhuman Constitution, Superhuman Wisdom.

**Field Scientist:** Blast, Control (any two), Flight, Force Field, Life Support, Superhuman Intelligence, Superhuman Wisdom..

**Techie:** Blast, Control (any two), Flight, Force Field, Life Support, Superhuman Intelligence, Superhuman Wisdom.

**Field Medic:** Absorption, Deflection, Drain, Empathic Healing, Ensnaring Attack, Healing Touch, Superhuman Intelligence, Superhuman Wisdom.

**Investigator:** Danger Sense, Enhanced Senses, Ensnaring Attack, Life Support, Power Detection, Stunning Attack, Superhuman Dexterity, Superhuman Intelligence.

**Personality:** Aura (Psychic), Blast (Psychic), Damage Touch (Psychic), Mimic, Mind Control, Probability Manipulation, Superhuman Charisma, Superhuman Intelligence.

**Negotiator:** Danger Sense, Enhanced Senses, Ensnaring Attack, Life Support, Power Detection, Stunning Attack, Superhuman Intelligence, Superhuman Wisdom.

### OTHER BLOOD BOOKS

**Military Classes from Blood and Guts:** same as soldier above.

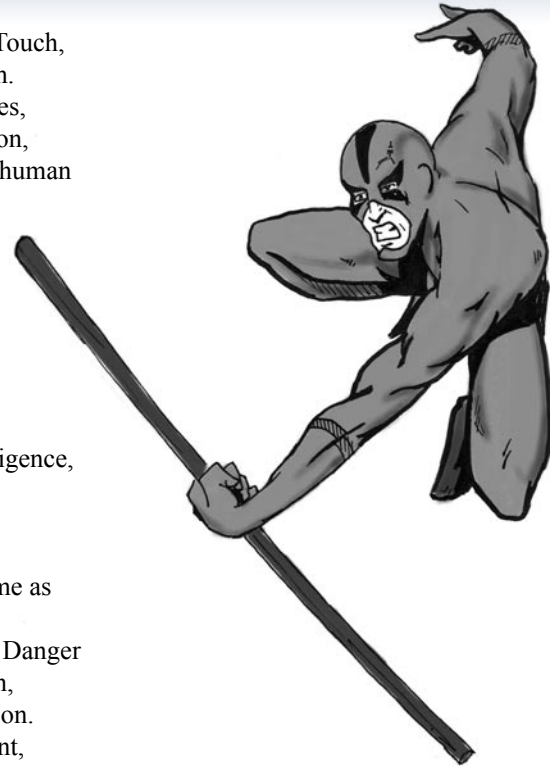
**Bad-Ass Barroom Brawler:** Armor, Claws, Danger Sense, Enhanced Senses, Growth, Regeneration, Superhuman Charisma, Superhuman Constitution.

**Contemplative Master:** Ability Enhancement, Danger Sense, Desolidification, Enhanced Senses, Healing Touch, Invisibility, Superhuman Dexterity, Superhuman Wisdom.

**Martial Arts Master:** Ability Enhancement, Danger Sense, Damage Touch (any one), Deflection, Enhanced Senses, Super Leap, Superhuman Dexterity, Superhuman Strength.

## ACROBAT

The Acrobat is a master of stealth and agility, using speed and guile rather than brawn to accomplish his goals. Heroic acrobats might have a circus background (it happens more often in comics than you think), or have been blessed with a natural aptitude by whatever origin blessed them with their powers.



### REQUIREMENTS

To qualify to become an Acrobat, a character must fulfill the following criteria.

**Base Attack Bonus:** 2+.

**Feats:** Dodge, Acrobatic.

**Skills:** Balance 6 Ranks, Tumble 6 Ranks.

### CLASS INFORMATION

The following information pertains to the Acrobat advanced class.

**Hit Die:** 1d8.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

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**TABLE 1-1: THE ACROBAT**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+0	+2	+0	Talent	+1	+1
2 <sup>nd</sup>	+1	+0	+3	+0	Bonus Feat	+2	+1
3 <sup>rd</sup>	+2	+1	+3	+1	Talent	+2	+1
4 <sup>th</sup>	+3	+1	+4	+1	Bonus Feat	+3	+2
5 <sup>th</sup>	+3	+1	+4	+1	Talent	+4	+2
6 <sup>th</sup>	+4	+2	+5	+2	Bonus Feat	+4	+2
7 <sup>th</sup>	+5	+2	+5	+2	Talent	+5	+3
8 <sup>th</sup>	+6	+2	+6	+2	Bonus Feat	+6	+3
9 <sup>th</sup>	+6	+3	+6	+3	Talent	+6	+3
10 <sup>th</sup>	+7	+3	+7	+3	Bonus Feat	+7	+4

**Class Skills:** Balance, Bluff, Climb, Escape Artist, Hide, Jump, Knowledge (Current Events, Popular Culture), Move Silently, Swim, Tumble.

**Skill Points per Level:** 5 + Int Modifier.

**Class Powers:** Danger Sense, Enhanced Senses, Ensnaring Attack, Super Leap, Super Running, Superhuman Dexterity, Superhuman Wisdom, Teleport.

## CLASS FEATURES

The following information pertains to the Acrobat advanced class.

## TALENTS

The Acrobat has three talent trees: Catlike, Wired, and Ball of Confusion. Catlike focuses on grace and athleticism, Wired on pure agility, and Ball of Confusion on being so slippery you annoy the living hell out of anyone who fights you. The Acrobat may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent

trees. No talent can be selected more than once unless expressly indicated.

### CATLIKE TALENT TREE

You are grace and athleticism personified. Fluidity and constant, effortless, motion are the keys to this talent tree.

**Evasion:** If you are exposed to any effect that normally allows a Reflex saving throw for ½ damage and you make your saving throw, you suffer no damage. Failed saving throws result in full damage as normal. This ability may only be used in light or no armor.

**Improved Evasion:** Like evasion, except you take no damage if you make your Reflex save, and ½ damage if you fail. This ability may only be used in light or no armor. Prerequisite: Evasion

**Cat's Feet:** Cats always land on their feet, and so do you. You can attempt to acrobatically disregard the damage from a fall of 10' per Acrobat level or less by grabbing intervening objects, swinging from lamp poles, or just free falling onto a soft surface. To do so requires a tumble check with a DC of 20 plus 1

per 10 feet (21 for a 10' fall, and 30 for a 100' fall). If you succeed at this check you take no damage.

Prerequisite: Improved Evasion

**Evasive Dodge:** This ability requires you to spend an action point. If two or more opponents attempt to attack you in a single round, you may make a Reflex save equal to the highest attack roll, plus 2 for each additional attacker, to have each attack that would hit you hit a random opponent attacking you this round instead. If you have a power that would assist this, such as Flight or Teleportation, you gain a +2 bonus to this saving throw. Prerequisite: Improved Evasion

**Nine Lives:** This ability requires you to spend an action point. Like a cat, you seem to escape from the most impossible of situations with your fur (mostly) intact. Any time you fail a massive damage threshold saving throw, or any other saving throw that would result in almost certain doom, you may roll the saving throw a second time and take the better of the two rolls. Prerequisite: Cat's Feet.

### WIRED TALENT TREE

You have pure speed coursing through your veins.

**Wired:** You gain a +2 bonus to initiative checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks.

**Hot Wired:** You gain a +2 bonus to initiative checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks, including Wired. Prerequisite: Wired

**Hard Wired:** You gain a +2 bonus to initiative checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks, including Hot Wired. Prerequisite: Hot Wired

### BALL OF CONFUSION TALENT TREE

You are constantly making witty (read annoying) remarks that distract your opponents in combat.

**Banter:** You add your Charisma modifier as a competence bonus to your Defense. Prerequisite: Bluff 5 ranks.

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**Repatee:** You gain an additional +2 competence bonus to your Defense when using the Banter ability.  
Prerequisite: Banter

**Wit:** This ability requires you to spend an action point. On a successful Bluff check opposed by your target's Will saving throw, you may goad an opponent into attacking you.

Certain feats that normally aid a character make this ability harder to resist. If the target of this ability has the Enemy feat directed at you he suffers a -2 penalty to this saving throw, while characters with the Antithesis feat suffer a -4. Characters with the Frenzy feat suffer a -2, characters with the Fury feat suffer a -4, and characters with the Berserker Rage feat suffer a -6 penalty to this saving throw. The penalties for the Enemy feat tree are cumulative with those for the Rage tree. In other words, if your archnemesis (antithesis feat directed at you) has the Berserker Rage feat, he probably wants to attack you anyway, but receives a -10 penalty to resisting this ability, should he try.

Although your opponent chooses the method of attack, he will prefer hand-to-hand attacks over ranged. However, although enraged, your opponent is still in enough control to avoid incurring serious harm in order to engage you (such as wading through 13 attacks of opportunity to reach you, or charging an opponent floating over the Grand Canyon when he has no flight abilities).

Your opponent suffers a penalty to his attack roll equal to your Charisma modifier, but he gains an equal bonus to his damage rolls.

This ability's duration is 1-4 rounds.

Prerequisite: Repatee

## BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Alertness, Athletic, Banter, Blind Fight, Combat Expertise, Combat Reflexes, Combat Throw, Conviction, Defensive Martial

Arts, Elusive Target, Enemy, Heroic Surge, Home Turf, Improved Disarm, Improved Feint, Improved Initiative, Mobility, Nimble, Spring Attack, Stealthy, Teamwork. You must meet the prerequisites for any feat selected as a bonus feat.

## BRICK

Heroic bricks use their brawn to protect those weaker than them. Their superior combat abilities, in conjunction with their high hit points make them a valuable member of any team. In fact, most legendary teams, from Vigilance Force to the Coalition were built on the solid foundation of a mighty brick.

Villainous bricks tend to be bullies, seeing power as something to be used on those weaker than them. They gravitate toward simple professions where their brawn is the handiest, such as strong-arm robbery or "protection". In a team setting, with a smart villain calling the shots that can command the respect of a villainous brick (usually through fear), these characters are, like their heroic counterparts, most effective.

## REQUIREMENTS

To qualify to become a Brick, a character must fulfill the following criteria.

**Base Attack Bonus:** +2.

**Feats:** Toughness, Great Fortitude.

**Skills:** Intimidate 3 ranks.

## CLASS INFORMATION

The following information pertains to the Brick advanced class.

**Hit Die:** 1d10

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Climb, Intimidate, Jump, Knowledge (Current Events, Popular Culture), Survival, Swim

**Skill Points per Level:** 3 + Int Modifier

**Class Powers:** Armor, Beast Form, Claws, Density Increase, Growth, Life Support, Regeneration, Super Leap, Super Running, Super Swimming, Superhuman Charisma, Superhuman Constitution, Superhuman Strength

## CLASS FEATURES

The following features pertain to the Brick advanced class.





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## TALENTS

The Brick has three talent trees: Ham Handed, Diesel, and Unstoppable. Ham Handed focuses on punching *hard*, Diesel on sucking up punishment, and Unstoppable on resolve and combat against the odds. The Brick may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

### HAM HANDED TALENT TREE

When you punch someone it *hurts*.

**Ham Handed 1:** Your punch damage is increased to the next largest die (from 1d4 to 1d6), cumulative with any feats, powers, or abilities that grant the same benefit.

**Ham Handed 2:** Your punch damage is increased to the next largest die (from 1d6 to 1d8), cumulative with any feats, powers, or abilities that grant the same benefit. Prerequisite: Ham Handed 1

**Ham Handed 3:** Your punch damage is increased to the next largest die (from 1d6 to 1d8), cumulative with any feats, powers, or abilities that grant the same benefit. Prerequisite: Ham Handed 2

### DIESEL TALENT TREE

You can take an enormous amount of punishment.

**Diesel:** You gain +1 HP per Brick level.

**Improved Second Wind:** This ability requires you to spend an action point. You may heal hit points equal to 1d6+ your Constitution modifier. This ability replaces the second wind talent, if you have it. Prerequisite: Diesel

**Behemoth:** You gain an extra hit die. Prerequisite: Improved Second Wind

### UNSTOPPABLE TALENT TREE

As you take damage, you become an even more fearsome foe.

TABLE 1-2: THE BRICK

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+2	+0	+0	Talent	+1	+1
2 <sup>nd</sup>	+1	+3	+0	+0	Bonus Feat	+1	+1
3 <sup>rd</sup>	+2	+3	+1	+1	Talent	+2	+1
4 <sup>th</sup>	+3	+4	+1	+1	Bonus Feat	+2	+2
5 <sup>th</sup>	+3	+4	+1	+1	Talent	+3	+2
6 <sup>th</sup>	+4	+5	+2	+2	Bonus Feat	+3	+2
7 <sup>th</sup>	+5	+5	+2	+2	Talent	+4	+3
8 <sup>th</sup>	+6	+6	+2	+2	Bonus Feat	+4	+3
9 <sup>th</sup>	+6	+6	+3	+3	Talent	+5	+3
10 <sup>th</sup>	+7	+7	+3	+3	Bonus Feat	+5	+4

**Never Give In:** When your HP are reduced below half you gain a +2 morale bonus to damage in hand-to-hand combat, this bonus is cumulative with any other damage bonuses you receive.

**Never Surrender:** When your HP are reduced below half you gain a +2 morale bonus to attack rolls, this bonus is cumulative with any other attack bonuses you receive.. Prerequisite: Never Give In.

**Never Say Die:** When your HP are reduced below half you gain a +2 morale bonus on saving throws, this bonus is cumulative with any other saving throw bonuses you receive.. Prerequisite: Never Surrender.

### BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Athletic, Combat Martial Arts, Conviction, Enemy, Endurance, Frenzy, Frightful Presence, Heroic Surge, Improved Bull Rush, Improved Combat Martial Arts, Improved Damage Threshold, Improvised Weapons, Power Attack, Sunder, Teamwork, Toughness. You must meet the prerequisites for any feat selected as a bonus feat.

## ENERGY PROJECTOR

You are the ultimate marksman. You always strive for perfection with your ranged attacks, and delight in picking off enemies from afar. Energy Projectors enjoy a good range of movement powers, and the widest selection of offensive powers in the game. However, they are much weaker defensively, and have a limited number of hit points.

### REQUIREMENTS

To qualify to become an Energy Projector, a character must fulfill the following criteria.

**Base Attack Bonus:** 2+.

**Feats:** Point Blank Shot, Weapon Focus (one ranged power).

**Powers:** 6 Power Points in one of the following powers: Blast, Control (any), Stunning Attack, Telekinesis .

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## CLASS INFORMATION

The following information pertains to the Energy Projector advanced class.

**Hit Die:** 1d6.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Concentration, Intimidate, Knowledge (current events, popular culture, tactics), Spot.

**Skill Points per Level:** 3 + Int. Modifier.

**Class Powers:** Aura (Energy), Blast (All), Control (all), Ensnaring Attack, Force Field, Flight, Invisibility, Shrinking, Stunning Attack, Superhuman Dexterity, Telekinesis.

## CLASS FEATURES

The following features pertain to the Energy Projector advanced class.

## TALENTS

The Energy Projector has three talent trees: Energy Surge, Energy Resistance, and Concentrated Energy. Energy Surge focuses on increasing the potency of your blast attacks, Energy Resistance allows you to avoid the full force of enemy blast attacks, and Concentrated Energy makes your blast attacks more accurate at range. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

### ENERGY SURGE TALENT TREE

You can supercharge your Blast attacks.

**Energy Surge 1:** This ability requires you to spend an action point. Your blast attacks are increased by +1d6.

**Energy Surge 2:** This ability requires you to spend an action point. Your blast attacks are increased by

TABLE 1-3: THE ENERGY PROJECTOR

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+1	+0	+2	+0	Talent	+1	+1
2 <sup>nd</sup>	+2	+0	+3	+0	Bonus Feat	+2	+1
3 <sup>rd</sup>	+3	+1	+3	+1	Talent	+2	+1
4 <sup>th</sup>	+4	+1	+4	+1	Bonus Feat	+3	+2
5 <sup>th</sup>	+5	+1	+4	+1	Talent	+4	+2
6 <sup>th</sup>	+6	+2	+5	+2	Bonus Feat	+4	+2
7 <sup>th</sup>	+7	+2	+5	+2	Talent	+5	+3
8 <sup>th</sup>	+8	+2	+6	+2	Bonus Feat	+6	+3
9 <sup>th</sup>	+9	+3	+6	+3	Talent	+6	+3
10 <sup>th</sup>	+10	+3	+7	+3	Bonus Feat	+7	+4

+1d6. Prerequisite: Energy Surge 1

**Energy Surge 3:** This ability requires you to spend an action point. Your blast attacks are increased by +1d6. Prerequisite: Energy Surge 2

**Energy Surge 4:** This ability requires you to spend an action point. Your blast attacks are increased by +1d6. Prerequisite: Energy Surge 3

### ENERGY RESISTANCE TALENT TREE

You shrug off the energy attacks of others.

**Energy Resistance 1:** You gain a +2 to Reflex and Fortitude saving throws against Blast attacks.

**Energy Resistance 2:** You gain damage resistance equal to your Constitution modifier against all Blast attacks. This damage resistance is cumulative with any other form of damage resistance you possess. Prerequisite: Energy Resistance 2.

**Energy Resistance 3:** This ability requires you to spend an action point. You may reroll any failed saving throw against a physical or energy blast attack. You must accept the results of the second saving throw. Prerequisite: Energy Resistance 3.

### CONCENTRATED ENERGY TALENT TREE

Your blast attacks are tightly focused, increasing their range.

**Concentrated Energy 1:** The range increment of your blast attack is increased by 10'.

**Concentrated Energy 2:** The range increment of your blast attack is increased by 10'. Prerequisite: Concentrated Energy.

**Concentrated Energy 3:** The range increment of your blast attack is increased by 10'. Prerequisite: Concentrated Energy 2.

**Concentrated Energy 4:** The range increment of your blast attack is increased by 10'. Prerequisite: Concentrated Energy 3.

### BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Conviction, Cover Fire, Dead Aim, Enemy, Far Shot, Heroic Surge, Marksman, Point Blank Shot, Precise Shot, Teamwork, Weapon Focus. You must meet the prerequisites for any feat selected as a bonus feat.

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## GANGSTER

You are (or were) a street-level member of a criminal organization. You don't understand big deals in quiet casino back rooms, but you do understand the simple, brutal laws of the street: if they bring a knife you bring a gun; if they put one of your boys in the hospital you put one of theirs in the morgue. And above all else: keep your mouth shut. Handle things by the law of the street. Don't get the authorities involved. Don't squeal. Handle your own business.

### REQUIREMENTS

To qualify to become a Gangster, a character must fulfill the following criteria.

**Feats:** Brawl.

**Skills:** Intimidate 6 Ranks, Knowledge (streetwise) 6 Ranks.

### CLASS INFORMATION

The following information pertains to the Gangster advanced class.

**Hit Die:** 1d8.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Bluff, Diplomacy, Disable Device, Drive, Forgery, Gamble, Gather Information, Intimidate, Knowledge (current events, popular culture, streetwise, tactics), Listen, Sense Motive, Spot.

**Skill Points per Level:** 3 + Int Modifier.

**Class Powers:** Armor, Claws, Danger Sense, Ensnares Attack, Invisibility, Mimic, Stunning Attack, Superhuman Charisma, Superhuman Constitution.

### CLASS FEATURES

The following features pertain to the Gangster advanced class.

### TALENTS

The Gangster has three talent trees: Reciprocity, Undue Influence, and Omerta. Reciprocity focuses on getting even, Undue Influence focuses on gaining control over others through illicit means, and Omerta focuses on the fine art of gang protocol. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

#### RECIPROCITY TALENT TREE

One of the core philosophies of gang culture, the ultimate Darwinian expression of quid pro quo is revenge. Anyone who wrongs you is to be dealt with accordingly. To do otherwise makes you look weak and invites others to take advantage of that weakness. This ability is not about getting ahead; it's about compensation *in kind*. In other words, if someone owes you money, you don't get this bonus until you kill him. You get the bonus until he pays you back. If someone kills your brother, you get the bonus until you kill *his* brother (or another similar relative). The bonuses in this talent tree are cumulative, so that with Reciprocity 4, you have a +4 bonus to the attack and skill rolls, in addition to any other feats, or abilities that add to the rolls.

**Reciprocity 1:** +1 bonus to Attack, Gather Information, Intimidate, and Knowledge (streetwise).

**Reciprocity 2:** +1 bonus to Attack, Gather Information, Intimidate, and Knowledge (streetwise). Prerequisite: Reciprocity 1.

**Reciprocity 3:** +1 bonus to Attack, Gather Information, Intimidate, and Knowledge (streetwise). Prerequisite: Reciprocity 2.

**Reciprocity 4:** +1 bonus to Attack, Gather Information, Intimidate, and Knowledge (streetwise). Prerequisite: Reciprocity 3.



#### UNDUE INFLUENCE TALENT TREE

Humans are flawed, filled with weaknesses that can be exploited by those with the will to take advantage of them. In the words of a famous mobster, "sadness accrues", and here in the imperfect world of man it's all about taking advantage of that sadness and turning it to your benefit. Undue Influence provides you with a contact, but one gained under duress. To gain a contact you must make a Diplomacy check coupled with a Wealth check (for a bribe), a Gather Information check (to discover something potentially damaging or embarrassing about the contact), an Intimidate check (to threaten the contact or the contact's loved ones), or a Wealth check (for criminal



# CHAPTER 1: CHARACTERS

or street contacts only- to simply put a target on the payroll). The DC of each check is listed below.

Exerting undue influence on a target always makes that target regard you with hostility, and the target *will* take steps to harm you, or see that harm comes to you. A law-abiding target will contact the authorities, raising any law-enforcement Enemy disadvantage by one each time this is attempted and fails (characters without the Enemy disadvantage will gain one for the FBI or other suitable organization). Street and criminal characters will seek more direct means of revenge.

You may have a maximum number of contacts (of any level) equal to your Charisma modifier with this ability. You must release a contact before you may attempt to gain a new one if you are at your limit. Your talent simply determines the highest level contact you are allowed, not how many.

**Low Level Contact:** DC 15, or wealth check of 10 for a street contact.

**Medium Level Contact:** DC 20, or wealth check of 15 for a street contact. Prerequisite: Low Level Contact.

**High Level Contact:** DC 25, or wealth check of 20 for a street contact. Prerequisite: Medium Level Contact.

## OMERTA TALENT TREE

Omerta is the Sicilian code of silence used by the Mafia. It is a form of “honor among thieves”. Don’t go outside the family, especially not to the police. Let the family solve its own problems. And don’t ever “squeal” under any circumstances. For the purposes of this profession, Omerta represents the character rising through the ranks of a criminal organization.

**Family Business:** If you have the Henchmen feat, you add your Gangster level to your leadership twice to determine your leadership score. These followers are members of your gang or “family”, and followers and sidekicks above 4<sup>th</sup> level may be members of the

TABLE 1-4: THE GANGSTER

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+2	+0	+0	Talent	+1	+1
2 <sup>nd</sup>	+1	+3	+0	+0	Bonus Feat	+1	+1
3 <sup>rd</sup>	+2	+3	+1	+1	Talent	+2	+1
4 <sup>th</sup>	+3	+4	+1	+1	Bonus Feat	+2	+2
5 <sup>th</sup>	+3	+4	+1	+1	Talent	+3	+2
6 <sup>th</sup>	+4	+5	+2	+2	Bonus Feat	+3	+2
7 <sup>th</sup>	+5	+5	+2	+2	Talent	+4	+3
8 <sup>th</sup>	+6	+6	+2	+2	Bonus Feat	+4	+3
9 <sup>th</sup>	+6	+6	+3	+3	Talent	+5	+3
10 <sup>th</sup>	+7	+7	+3	+3	Bonus Feat	+5	+4

gangster advanced class if you so desire.

**Big Time:** You either gain the Renown or Windfall feat each time you select this ability.

**Vendetta:** By pronouncing vendetta, you name someone as an enemy of your entire criminal organization. Anyone with the Reciprocity talent who is a part of the criminal organization you serve will gain an additional +2 to attack and skill checks against the target of this vendetta until the talent itself is satisfied (see the Reciprocity talent for more information). Prerequisite: Family Business

## BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Combat Martial Arts, Conviction, Deceptive, Drive-By Attack, Enemy, Frightful Presence, Henchmen, Heroic Surge, Home Turf, Improved Brawl, Improved Feint, Information Network, Lair, Low Profile, Sidekick, Streetfighting, Tactician, Teamwork. You must meet the prerequisites for any feat selected as a bonus feat.

## MASTERMIND

The Mastermind is the villain who works through his minions, operating from the shadows. Using followers as a shield, the Mastermind lives by the motto that while he can lose several times (because his followers take the fall for him, or because he is spared by his naïve opponents), he need only win once.

## REQUIREMENTS

To qualify to become a Mastermind, a character must fulfill the following criteria.

**Feats:** Henchmen, Lair.

**Skills:** Diplomacy 3 Ranks, Intimidate 3 Ranks.

**Disadvantages:** Obsession or Code (Lust for Power or Megalomania) at DSR 2 or higher. Other suitably villainous disadvantages may satisfy this requirement at the GM’s discretion.

## CLASS INFORMATION

The following information pertains to the Mastermind advanced class.

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**Hit Die:** 1d6.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Bluff, Craft (Mechanical), Craft (Structural), Diplomacy, Intimidate, Knowledge (current events, popular culture, tactics), Sense Motive.

**Skill Points per Level:** 5 + Int Modifier.

**Class Powers:** Ability Drain (any one), Armor, Aura (any one), Deflection, Ensnaring Attack, Flight, Superhuman Charisma, Superhuman Intelligence.

## CLASS FEATURES

The following features pertain to the Mastermind advanced class.

## TALENTS

The Mastermind has three talent trees: Dark Magnetism, Master Plan, and Diabolical. Dark Magnetism allows you to recruit more followers to carry out your plans, Master Plan allows you to create the perfect strategy for your minions to carry out, and Diabolical makes you just plain *bad*. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

### DARK MAGNETISM TALENT TREE

Your Charisma attracts others who walk the path of darkness to serve you.

**Dark Magnetism:** When recruiting evil minions (determined by allegiance, profession, feats, affiliation etc.) you add double your Mastermind level to your leadership score, rather than adding your level as usual.

**Right Hand Man:** You gain a sidekick. You may still take the sidekick, even if you have this talent, and

you may take this talent more than once. However, you take a penalty to your leadership score for each additional sidekick (see the Sidekick feat for more information). Prerequisite: Dark Magnetism

**Force of Personality:** When you fight with your henchmen or sidekicks, they are very difficult to sway, either because of loyalty to you, or fear of your displeasure. As long as you are within line of sight, your minions may use your Will modifier any time they must make a Will save. Prerequisite: Dark Magnetism

**Cult of Personality:** Your followers are either so loyal, or so afraid of you, that death itself is no impediment to serving you. You suffer no penalties to your Leadership score for followers that die in your service. Prerequisite: Force of Personality

### MASTER PLAN TALENT TREE

You foresee every contingency and construct intricate plans for your followers.

**Master Plan:** You may construct a plan granting your henchmen or sidekicks a bonus for one encounter equal to your Intelligence modifier plus two. Formulating a master plan takes 1-6 days, and while you may do other things during this time, you may only work on one master plan at a time. You do not need to be present for your followers to carry out this plan.

**Escape Plan:** You may construct a plan to evade capture. Formulating an escape plan takes 4-24 days, and while you may do other things during this time, you may only work on one escape plan at a time. You may not work on a master plan and an escape plan at the same time. When you use your escape plan, you must spend an action point. You roll an Intelligence check, modified by your Master Mind levels. Your opponents roll an Intelligence check using the highest Intelligence in the group. If you succeed at this check, your plan works flawlessly, allowing you to escape leaving little evidence as to your whereabouts (Investigate DC 30). If you fail at this check, your



opponents realize what is happening in time to give chase, or have an easy time determining possible safehouses where you might have gone (Investigate DC 15). Prerequisite: Master Plan

**Death Trap:** You may construct a plan to do away with one of your foes. This is an elaborate trap with a CR equal to your character level. Building a death

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trap requires a Craft (Mechanics) check of 20 plus the CR of the trap, but you need not build it yourself. Your followers, if closely supervised, can do the work instead. It takes 6-36 days to formulate the idea for a death trap, and then another 11-22 man-days (10+2d6) to build it. In other words, if you roll a 12 and have 22 followers work on the construction it takes one day. You may do other things while formulating the idea for a death trap, but you can only work on one death trap at a time. You may not work on a master plan or escape plan while working on a death trap. Once the idea is completed and construction begins, you may perform other actions, including the formulation of a master plan, escape plan, or death trap. Prerequisite: Master Plan

## DIABOLICAL TALENT TREE

Other criminals respect and fear you in equal measure.

**Notorious:** Like the Renown feat, except the reputation granted by this talent is always infamy, never fame. Taking this talent also increases the DC of any Frightful Presence feat you possess by 5 (this is cumulative with that normally granted by the Renown feat, so if you take the feat and this talent the save DC is increased by 10). This talent may be selected multiple times. The reputation bonus granted by this talent stacks, but you only gain an increase in the save DC of the Frightful Presence feat once.

**Dark Tribute:** Criminals will pay you tithes in order to curry your favor. You gain wealth equal to your Mastermind level. This talent may be selected multiple times.

**Dark Revenge:** One reason you are so feared, even by others of your own kind is the way you deal with your enemies. Your bonuses to attack and skill checks granted by the Enemy and Antithesis feats are increased by +1. Prerequisite: Master Plan, Notorious, Dark Magnetism. This talent may be selected multiple times.

TABLE 1-5: THE MASTERMIND

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+0	+0	+2	Talent	+1	+1
2 <sup>nd</sup>	+1	+0	+0	+3	Bonus Feat	+1	+1
3 <sup>rd</sup>	+1	+1	+1	+3	Talent	+2	+1
4 <sup>th</sup>	+2	+1	+1	+4	Bonus Feat	+2	+2
5 <sup>th</sup>	+2	+1	+1	+4	Talent	+3	+2
6 <sup>th</sup>	+3	+2	+2	+5	Bonus Feat	+3	+2
7 <sup>th</sup>	+3	+2	+2	+5	Talent	+4	+3
8 <sup>th</sup>	+4	+2	+2	+6	Bonus Feat	+4	+3
9 <sup>th</sup>	+4	+3	+3	+6	Talent	+5	+3
10 <sup>th</sup>	+5	+3	+3	+7	Bonus Feat	+5	+4

## BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Alertness, Antithesis, Armor Proficiency (Light), Armor Proficiency (Medium), Confident, Enemy, Frightful Presence, Home Turf, Information Network, Renown, Sidekick, Tactician, Teamwork, Toughness, Windfall. You must meet the prerequisites for any feat selected as a bonus feat.

## MENTOR

You are a skilled teacher, not of mundane subjects, but of crimefighting. The mastermind is your natural opposite, and many stories have revolved around the battles carried out by the students of the mentor against the minions of the mastermind. Like masterminds, mentors tend to work from behind the scenes, promoting their vision of the world. However, mentors stress cooperation and trust with their students, as opposed to the iron fisted rule of the mastermind.

## REQUIREMENTS

To qualify to become a Mentor, a character must fulfill the following criteria.

**Feats:** Lair, Trustworthy.

**Skills:** Diplomacy 6 Ranks, Sense Motive 3 Ranks.

**Disadvantage:** Code (Loyalty to Students or Pass on what you have learned) DSR 2 or higher. Other Disadvantages may be used at the GM's discretion, so long as they represent a heroic mentor who teaches his students to fight crime or hone their fantastic abilities.

## CLASS INFORMATION

The following information pertains to the Mentor advanced class.

**Hit Die:** 1d8.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Diplomacy, Disguise, Gather Information, Intimidate, Knowledge (behavioral sciences, civics, current events, popular culture, tactics, technology), Listen, Sense Motive.

**Skill Points per Level:** 5 + Int Modifier.



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**TABLE 1-6: THE MENTOR**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+0	+0	+2	Talent	+1	+1
2 <sup>nd</sup>	+1	+0	+0	+3	Bonus Feat	+1	+1
3 <sup>rd</sup>	+2	+1	+1	+3	Talent	+2	+1
4 <sup>th</sup>	+3	+1	+1	+4	Bonus Feat	+2	+2
5 <sup>th</sup>	+3	+1	+1	+4	Talent	+3	+2
6 <sup>th</sup>	+4	+2	+2	+5	Bonus Feat	+3	+2
7 <sup>th</sup>	+5	+2	+2	+5	Talent	+4	+3
8 <sup>th</sup>	+6	+2	+2	+6	Bonus Feat	+4	+3
9 <sup>th</sup>	+6	+3	+3	+6	Talent	+5	+3
10 <sup>th</sup>	+7	+3	+3	+7	Bonus Feat	+5	+4

**Class Powers:** Armor, Aura (any one), Danger Sense, Flight, Healing Touch, Power Detection, Superhuman Charisma, Superhuman Intelligence.

## CLASS FEATURES

The following features pertain to the Mentor advanced class.

## TALENTS

The Mentor has three talent trees: Magnetism, Instruction, and Hone Teamwork. Magnetism allows the Mentor to more easily recruit followers, Instruction allows him to teach his students what he has learned, and Hone Teamwork allows him to mold a disparate group of heroes into a cohesive team. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

## MAGNETISM TALENT TREE

You have a compelling vision that draws other heroes to you. Throughout this section, reference is made to your “students”. A character is considered your student if they have an allegiance to you. Remember that you may have a maximum of three allegiances and that you may only change allegiances upon gaining a level.

**Magnetism:** When recruiting heroic students (determined by allegiance, profession, feats, affiliation etc.) you add double your Mentor level to your leadership score, rather than adding your level as usual. You may recruit more than one sidekick, but take a leadership penalty for each additional sidekick.

**Force of Personality:** When you fight with your students or sidekicks, they are very difficult to sway due to their loyalty for you. As long as you are within line of sight, your students may use your Will modifier any time they must make a Will save. Prerequisite: Magnetism

**To me, my students:** This ability requires you to spend an action point. You may rouse your students for battle, granting them a morale bonus to attack,

damage, and skill checks equal to your Charisma modifier for one round per Mentor level. Prerequisite: Force of Personality

## INSTRUCTION TALENT TREE

You are a skilled teacher, not of mundane subjects, but of crime-fighting techniques. Throughout this section, reference is made to your “students”. A character is considered your student if they have an allegiance to you. Remember that you may have a maximum of three allegiances and that you may only change allegiances upon gaining a level.

**Instruction (skill):** Your students may add skill points to any class skill you possess as if it were on their class skill list, so long as they have spent 6 hours per week studying and training under your supervision in the last month. Prerequisite: Magnetism

**Instruction (feat):** Your students may select any feat you possess any time they are eligible for a bonus feat. In other words, your feat list becomes an additional bonus feat list for those studying under you, as long as they have spent 8 hours per week studying and training under your supervision in the last month. Prerequisite: Instruction (skill)

## HONE TEAMWORK TALENT TREE

You are skilled at teaching others to work together.

**Hone Mind:** So long as they spend 4 hours per week training with you, your students may take ten on any skill check made together, even under stressful circumstances. Prerequisite: Instruction (skill)

**Hone Body:** So long as they spend 8 hours per week training with you, your students apply their teamwork feat to damage as well Prerequisite: Hone Mind

**Coordination:** So long as they spend 10 hours per week training with you, your students apply their teamwork feat to initiative as well. Prerequisite: Hone Mind

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## BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Alertness, Attentive, Combat Expertise, Conviction, Educated, Henchmen, Heroic Surge, Home Turf, Information Network, Iron Will, Sidekick, Tactician, Teamwork, Windfall. You must meet the prerequisites for any feat selected as a bonus feat.



## PSYCHIC

The psychic is the master of mental powers and abilities, and is constantly honing his willpower and concentration. Heroic psychics use their abilities to fight crime, and will only control or invade the mind of an innocent as the last resort, tending instead to use their abilities to capture criminals with a minimum of bloodshed. Villainous psychics, on the other hand, delight in using their abilities to manipulate, dominate, and control, both for criminal enterprises, but also for the sheer thrill of being the puppeteer pulling the strings.

### REQUIREMENTS

To qualify to become a Psychic, a character must fulfill the following criteria.

**Powers:** 6 Power Points in one of the following powers: Aura (Psychic), Blast (Psychic), Mind Control, Precognition, Probability Manipulation, Telekinesis, Telepathy.

**Feats:** Iron Will.

**Skills:** Concentration 3 ranks.

### CLASS INFORMATION

The following information pertains to the Psychic advanced class.

**Hit Die:** 1d6.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Concentration, Diplomacy, Knowledge (behavioral sciences, current events, popular culture), Sense Motive

**Skill Points per Level:** 3 + Int Modifier.

**Class Powers:** Aura (Psychic), Blast (Psychic), Damage Touch (Psychic), Mind Control, Precognition, Probability Manipulation, Telekinesis, Telepathy, Superhuman Charisma, Superhuman Wisdom.

## CLASS FEATURES

The following features pertain to the Psychic advanced class.

### TALENTS

The Psychic has three talent trees: Your mind is your own, Psychic Surge, and Social Chameleon. Your mind is your own makes it extremely difficult to control or influence you psychically, Psychic Surge increases the potency of your mental powers, and Social Chameleon allows you to adapt your mind to different situations at will. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

#### YOUR MIND IS YOUR OWN TALENT TREE

Your mind is extremely difficult to control or influence.

**Your mind is your own:** Any time you fail a Will saving throw, you may spend an action point to reroll the save, adding your Psychic levels to this second roll. You must accept the results of this second roll even if it is worse than the first roll.

**Mental Armor:** You subtract your Will saving throw modifier from the damage of any psychic attack. Prerequisite: Your mind is your own

**Mental Evasion:** If you succeed at a Will save for ½ damage, you suffer no damage instead. Prerequisite: Your mind is your own.

**Improved Mental Evasion:** As Mental Evasion, except that even if you fail a Will save you, you only suffer ½ damage. Prerequisite: Mental Evasion.

#### PSYCHIC SURGE TALENT TREE

Your mental powers are extremely potent. When a talent from this tree is selected, it applies to one of the following powers: Aura (Psychic), Blast (Psychic),

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Damage Touch (Psychic), Mind Control, Telekinesis, and Telepathy. If you move up the talent tree, you must have the lower level talent for the specific power. In other words, Psychic Surge 1 (Telepathy) may only be used a prerequisite for Psychic Surge 2 (Telepathy).

**Psychic Surge 1:** This ability requires you to spend an action point. The given psychic power is treated as if it were 2 power points higher for your next attack.

**Psychic Surge 2:** This ability requires you to spend an action point. The given psychic power is treated as if it were 2 power points higher for your next attack.

Prerequisite: Psychic Surge 1

**Psychic Surge 3:** This ability requires you to spend an action point. The given psychic power is treated as if it were 2 power points higher for your next attack.

Prerequisite: Psychic Surge 2

**Psychic Surge 4:** This ability requires you to spend an action point. The given psychic power is treated as if it were 2 power points higher for your next attack.

Prerequisite: Psychic Surge 3

## SOCIAL CHAMELEON TALENT TREE

You understand psychology and the forces that cause people to act as they do. You can manipulate these forces inside your own mind and subtly alter the cues you give out to others.

**Personality Type:** This ability requires you to spend an action point. Humans have different personality types representing their personality traits, and emotional strengths and weaknesses. You understand this concept so intimately that you can stimulate different parts of your brain, effectively branching your personality into different areas as you explore the depths and complexity of your mind. For one round per Psychic level you may act as if you had one of the following feats: Attentive, Confident, Creative, Deceptive, Educated, Focused, Gearhead, Meticulous, Studious, or Trustworthy.

TABLE 1-7: THE PSYCHIC

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+0	+0	+2	Talent	+1	+1
2 <sup>nd</sup>	+1	+0	+0	+3	Bonus Feat	+1	+1
3 <sup>rd</sup>	+1	+1	+1	+3	Talent	+2	+1
4 <sup>th</sup>	+2	+1	+1	+4	Bonus Feat	+2	+2
5 <sup>th</sup>	+2	+1	+1	+4	Talent	+3	+2
6 <sup>th</sup>	+3	+2	+2	+5	Bonus Feat	+3	+2
7 <sup>th</sup>	+3	+2	+2	+5	Talent	+4	+3
8 <sup>th</sup>	+4	+2	+2	+6	Bonus Feat	+4	+3
9 <sup>th</sup>	+4	+3	+3	+6	Talent	+5	+3
10 <sup>th</sup>	+5	+3	+3	+7	Bonus Feat	+5	+4

**Personality Reinforcement:** As Personality Type, except that should you already possess one of the listed feats, you gain double the bonus. Prerequisite: Personality Type

**Social Chameleon:** You can send off subtle cues at the subconscious level that *you belong*. This ability grants a bonus to Bluff, Disguise, and Diplomacy skills equal to your Psychic class level.

## BONUS FEATS

As you gain levels, you mold your body as well as your mind. Many of the feats below improve physical abilities, representing your ability to literally will your body to respond in certain situations, ignore pain, or a slight tingling at the base of your neck to warn you of danger. At the levels indicated you may select a bonus feat from the following list: Alertness, Conviction, Enemy, Great Fortitude, Heroic Surge, Improved Damage Threshold, Iron Will, Lightning Reflexes, Teamwork, Trustworthy. You must meet the prerequisites for any feat selected as a bonus feat.

## SPEED DEMON

You love speed. Danger. Pushing the outside of the envelope. Testing yourself to see if you can handle it. One thing is for sure: no one else can handle you. Or slow you down. Each speed demon will have a movement power that he specializes in, constantly honing his speed and maneuverability, always looking for that extra edge, the extra rush, that being the fastest there is can bring.

## REQUIREMENTS

To qualify to become a Speed Demon, a character must fulfill the following criteria.

**Feats:** Improved Initiative, Combat Reflexes.

**Powers:** 6 power points in one of the following powers: Flight, Super Leap, Super Running, Super Swimming.



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**TABLE 1-8: THE SPEED DEMON**

Level	Base Attack Bonus	Fort Save	Ref Save	Will Save	Special	Defense Bonus	Reputation Bonus
1 <sup>st</sup>	+0	+0	+2	+0	Talent	+1	+1
2 <sup>nd</sup>	+1	+0	+3	+0	Bonus Feat	+1	+1
3 <sup>rd</sup>	+2	+1	+3	+1	Talent	+2	+1
4 <sup>th</sup>	+3	+1	+4	+1	Bonus Feat	+2	+2
5 <sup>th</sup>	+3	+1	+4	+1	Talent	+3	+2
6 <sup>th</sup>	+4	+2	+5	+2	Bonus Feat	+3	+2
7 <sup>th</sup>	+5	+2	+5	+2	Talent	+4	+3
8 <sup>th</sup>	+6	+2	+6	+2	Bonus Feat	+4	+3
9 <sup>th</sup>	+6	+3	+6	+3	Talent	+5	+3
10 <sup>th</sup>	+7	+3	+7	+3	Bonus Feat	+5	+4

## CLASS INFORMATION

The following information pertains to the Speed Demon advanced class.

**Hit Die:** 1d8.

**Action Points:** 6+ ½ character level, rounded down every time the character attains a new level in this class.

**Class Skills:** Drive, Escape Artist, Jump, Knowledge (current events, popular culture), Navigate, Pilot, Repair, Ride, Tumble.

**Skill Points per Level:** 3 + Int Modifier.

**Class Powers:** Desolidification, Flight, Shrinking, Super Leap, Super Running, Super Swimming, Superhuman Constitution, Superhuman Dexterity, Teleport.

## CLASS FEATURES

The following features pertain to the Speed Demon advanced class.

## TALENTS

The Speed Demon has three talent trees: Wired, Outside of the Envelope, and Human Tornado. Wired improves initiative checks, Outside of the envelope gives you a bonus to your movement rate, and Human Tornado makes you better at attacking while moving. You may select a talent at 1<sup>st</sup>, 3<sup>rd</sup>, 5<sup>th</sup>, 7<sup>th</sup>, and 9<sup>th</sup> levels. Some trees have a set order that must be followed, while others provide a list to choose from. As long as you qualify, you may freely select from any and all talent trees. No talent can be selected more than once unless expressly indicated.

### WIRED TALENT TREE

You have pure speed coursing through your veins.

**Wired:** You gain a +2 bonus to initiative checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks.

**Hot Wired:** You gain a +2 bonus to initiative checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks, including Wired. Prerequisite: Wired

**Hard Wired:** You gain a +2 bonus to initiative

checks. This is cumulative with any Dexterity modifier, feat, or class ability that modifies initiative checks, including Hot Wired. Prerequisite: Hot Wired

### OUTSIDE OF THE ENVELOPE TALENT TREE

You can trigger a burst of speed while under stress.

**Outside of the Envelope:** This ability requires you to spend an action point. Add 10' per Speed Demon class level to whatever movement power you used to gain access to this class.

**Poetry in Motion:** When making a half move, you gain a +2 bonus to your Defense. When making a full move, you gain a +3 bonus. Prerequisite: Outside of the Envelope.

**Moving Target:** As long as you move more than 100 feet in a round (whether this is a half move or full move for you), you gain the effects of the Evasion ability. If you already have the Evasion ability from another source, you gain the benefits of Improved Evasion when moving more than 100 feet in a round.

### HUMAN TORNADO TALENT TREE

You are a blur in combat.

**Flurry:** You gain an extra attack, at your highest base attack bonus. However, this attack, and all other attacks you make this round, take a –2 penalty to hit.

**Human Tornado:** This ability requires you to spend an action point. While running in a tight circle around your opponent, you may make a trip or disarm attempt against him, adding +1 to the opposed check for each 10' of movement rate you possess. Prerequisite: Flurry

## BONUS FEATS

At the levels indicated you may select a bonus feat from the following list: Athletic, Conviction, Combat Expertise, Defensive Martial Arts, Dodge, Elusive Target, Enemy, Mobility, Nimble, Teamwork, Whirlwind Attack. You must meet the prerequisites for any feat selected as a bonus feat.

## FEATS

### ANIMAL COMPANION

You have a special kind of sidekick, an unusually intelligent animal that will accompany you on adventures.

**Prerequisite:** Sidekick, Animal Handling 5 ranks

**Effect:** You have a normal animal instead of a human sidekick. Your bond with this animal is so deep you gain a +10 on animal handling checks with this animal. This animal may have more HD than a standard animal of its type, according to the maximum level of Sidekick your leadership score allows you to possess.

**Special:** Characters with the Mystic Encounter origin may have mythical animals, such as a Pegasus instead of a normal animal. All mythical creatures must meet with the GMs approval, and must be within the allowed level range of a character's Leadership score.

**Animal Companion Basics:** Use the base statistics for a creature of the companion's kind, but make the following changes.

**Class Level:** Your level.

**Bonus HD:** Extra eight-sided (d8) Hit Dice, each of which gains a Constitution modifier, as normal. Remember that extra Hit Dice improve the animal companion's base attack and base save bonuses. An animal companion's base attack bonus is the same as that of a Brick of a level equal to the animal's HD. An animal companion has good Fortitude and Reflex saves (treat it as a character whose level equals the animal's HD). An animal companion gains additional skill points and feats for bonus HD as normal for advancing a monster's Hit Dice.

**Natural Armor Adj.:** The number noted here is an improvement to the animal companion's existing natural armor bonus.

**Str/Dex Adj.:** Add this value to the animal

TABLE 1-9: THE ANIMAL COMPANION

Class Level	Bonus HD	Natural Armor	Str/Dex	Bonus Tricks	Special
1st–2nd	+0	+0	+0	1	Link
3rd–5th	+2	+2	+1	2	Evasion
6th–8th	+4	+4	+2	3	Devotion
9th–11th	+6	+6	+3	4	Multiattack
12th–14th	+8	+8	+4	5	
15th–17th	+10	+10	+5	6	Improved evasion
18th–20th	+12	+12	+6	7	

companion's Strength and Dexterity scores.

**Bonus Tricks:** The value given in this column is the total number of "bonus" tricks that the animal knows in addition to any that the character might choose to teach it (see the Handle Animal skill). These bonus tricks don't require any training time or Handle Animal checks, and they don't count against the normal limit of tricks known by the animal. The character selects these bonus tricks, and once selected, they can't be changed.

**Link (Ex):** You can handle your animal companion as a free action, or push it as a move action, even if you don't have any ranks in the Handle Animal skill. You gain a +4 circumstance bonus on all Handle Animal checks made regarding an animal companion.

**Evasion (Ex):** If an animal companion is subjected to an attack that normally allows a Reflex saving throw for half damage, it takes no damage if it makes a successful saving throw.

**Devotion (Ex):** An animal companion gains a +4 morale bonus on Will saves against mental powers and effects.

**Multiattack:** An animal companion gains Multiattack as a bonus feat if it has three or more natural attacks and does not already have that feat. If it does not have the requisite three or more natural attacks, the animal companion instead gains a second attack with its primary natural weapon, albeit at a –5

penalty.

**Improved Evasion (Ex):** When subjected to an attack that normally allows a Reflex saving throw for half damage, an animal companion takes no damage if it makes a successful saving throw and only half damage if the saving throw fails.

### ANTITHESIS

You have a deep hatred for one Allegiance or group.

**Prerequisite:** Enemy (same group), BAB 9+

**Effect:** When you are combating your antithesis, you gain an additional +2 to hit and skill checks. You will not willingly deal with your antithesis on friendly terms, and when you must deal with forces friendly to them, you are –4 on all Charisma based skill checks.

**Special:** You may only take this feat once.

### BANTER

You have mastered the art of "witty" (read: annoying) repartee in combat. This serves to both annoy your opponents, and distract them.

**Prerequisite:** Cha 13+, Bluff 5 ranks

**Effect:** You gain a Competence bonus to your Defense against melee attacks equal to your Charisma modifier. Any circumstance which causes you to lose your Dexterity modifier to defense also causes you to lose this bonus.

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## ALTERNATIVE ANIMAL COMPANIONS

You may, if sufficiently high level, select your animal companion from one of the following lists, with the GM's approval (extinct animals especially require you to have a suitable origin, such as being from a "lost world" environment), applying the indicated adjustment to your level (in parentheses) for purposes of determining the companion's characteristics and special abilities. Only characters of the mystic encounter origin can choose mythical creatures as animal companions.

### 4th Level or Higher (Level –3)

Ape (animal)  
Bear, black (animal)  
Bison (animal)  
Boar (animal)  
Cheetah (animal)  
Crocodile (animal)<sup>1</sup>  
Dire badger  
Dire bat

Dire weasel  
Leopard (animal)  
Lizard, monitor (animal)  
Shark, Large<sup>1</sup> (animal)  
Snake, constrictor (animal)  
Snake, Large viper (animal)  
Wolverine (animal)

### 7th Level or Higher (Level –6)

Bear, brown (animal)  
Dire wolverine  
Crocodile, giant (animal)  
Deinonychus (dinosaur)  
Dire ape  
Dire boar  
Dire wolf  
Elasmosaurus<sup>1</sup> (dinosaur)  
Lion (animal)  
Rhinoceros (animal)  
Snake, Huge viper (animal)  
Tiger (animal)

### 10th Level or Higher (Level –9)

Bear, polar (animal)  
Dire lion  
Megaraptor (dinosaur)  
Shark, Huge<sup>1</sup> (animal)  
Snake, giant constrictor (animal)  
Whale, orca<sup>1</sup> (animal)

### 13th Level or Higher (Level –12)

Dire bear  
Elephant (animal)  
Octopus, giant<sup>1</sup> (animal)

### 16th Level or Higher (Level –15)

Dire shark<sup>1</sup>  
Dire tiger  
Squid, giant<sup>1</sup> (animal)  
Triceratops (dinosaur)  
Tyrannosaurus (dinosaur)

<sup>1</sup> Available only in an aquatic environment.

## BERSERKER RAGE

You have a raging fury inside you that you can let loose during combat.

**Prerequisite:** Frenzy, Fury, 10<sup>th</sup> level

**Effect:** As Frenzy, except your Strength and Constitution bonuses are +8, your Will saves are +4, and your bonus hit points are 4 per level.

## CONVICTION

You have a cause that you feel strongly about, and would sacrifice greatly to see that cause protected. Protect Innocents, Fight Crime, Crusader, and Clean up the Town are all popular convictions.

**Prerequisites:** one Allegiance

**Effect:** When you are working to support your

Allegiance, you gain +1 to hit and +1 to all saving throws.

**Special:** A character may take this feat more than once. It applies to a different Allegiance each time it is selected. Also, if a character takes this for a second or third Allegiance, then he must also have it for the Allegiances above (the order of Allegiances is important, a character's first Allegiance is always his most passionate, so if a character takes this for a second Allegiance and does not have it for his first, the GM should move that Allegiance to become the character's first Allegiance).

## COORDINATED ATTACK

You have code words and hand signals allowing precisely coordinated attacks in the heat of battle.

**Prerequisites:** Teamwork, BAB 5+

**Effect:** This feat requires both benefiting characters to spend an action point to activate. As a full-round action, you and another character attack a common target with such precision that the target is considered flanked. Unlike normal flanking attacks, you and your partner do not need to be both threatening the target to execute this maneuver, but you must both be able to hit him with an attack.

## COVER FIRE

You are highly skilled at providing cover fire.

**Prerequisites:** Teamwork

**Effect:** You gain a 50% increase in cover fire bonuses (+3 or Dexterity modifier x1.5 whichever is higher).



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**Normal:** Normally when you provide cover fire you grant +2 or your Dexterity modifier as a dodge Defense bonus, whichever is higher.

**Special:** If using a weapon to provide cover fire, you must be proficient with that weapon.

## DRAIN DEFENSE

You are less affected by drain attacks.

**Effect:** You ignore the first three points of any drain attack on any of your ability scores. This feat may be taken multiple times. Its effects stack.

## ENEMY— ONE ALLEGIANCE, GROUP, OR INDIVIDUAL

You have one allegiance or group that you detest.

**Effect:** You gain +2 to attack and skill checks when combating your Enemy. When you must deal with your enemy peacefully, or when you deal with groups allied with your Enemy, you take a -2 to all Charisma based skills.

**Special:** You may take this feat more than once. Each time it applies to a different group or Allegiance.

## FAST BALL

You throw a teammate into battle with devastating effect.

**Prerequisite:** Teamwork, Brawn (power stunt)

**Effect:** A fast ball is a special type of combined charge attack between two characters, both of which must have Teamwork for the same team, and one of which (the throwing character) must have the Fastball feat, Superhuman Strength, and the Brawn power stunt.

When you execute a Fast Ball, you may propel another willing character 5 feet per point of Strength modifier you possess (including special modifiers from such abilities as Brawn and the Strong Hero Extreme Effort talent). This is considered a full-round action for both you and the thrown character. When

the thrown character reaches his destination, he may either attack with his own BAB, or the throwing character's, whichever is better, at +6 to hit (+2 for Charging, +2 for Teamwork, +2 for the Fast Ball feat). The attacking character always uses the one and a half times the throwing character's Strength modifier to modify the damage from this attack.

## FERAL

You have an affinity to the wild and the beasts that inhabit it. Perhaps you are an archetypal "king of beasts", or perhaps you actually have the blood of an animal running through your veins.

**Effect:** You gain +2 to any 2 of the following skills: Animal Handling, Balance, Climb, Hide, Jump, Move Silently, Navigate, Ride, Survival, or Swim.

**Special:** You may take this feat up to five times, until you have gained a +2 bonus with each of the ten skills it affects.

## FRENZY

You have a dark side that comes out in combat.

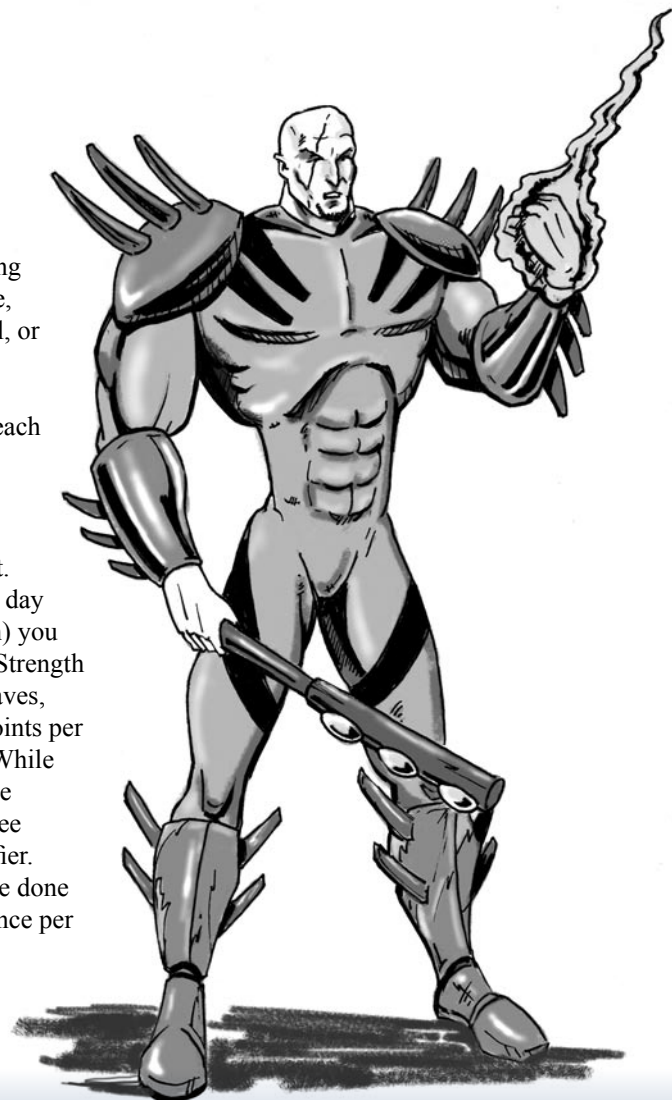
**Effect:** Once per day per 4 levels (once per day at levels 1-4, twice per day at 5-8, and so forth) you can enter into a frenzy, gaining a +4 bonus to Strength and Constitution, a +2 morale bonus to Will saves, and a -2 penalty to AC. You also gain 2 hit points per level, but these fade when your frenzy ends. While in a frenzy, you cannot use abilities that require patience or concentration. Frenzy lasts for three rounds plus your enhanced Constitution modifier. Entering a frenzy takes no time but can only be done once per round during your action, and only once per encounter.

## FURY

Your dark side is extremely savage.

**Prerequisite:** Frenzy, 5<sup>th</sup> level

**Effect:** As Frenzy, except your Strength and Constitution bonuses are +6, your Will saves are +3, and your bonus hit points are 3 per level.



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## TABLE 1-10: HENCHMEN

Leadership Score	-- Number of Followers by Level --					
	1st	2nd	3rd	4th	5th	6th
1 or less	-	-	-	-	-	-
2	-	-	-	-	-	-
3	-	-	-	-	-	-
4	-	-	-	-	-	-
5	-	-	-	-	-	-
6	-	-	-	-	-	-
7	-	-	-	-	-	-
8	-	-	-	-	-	-
9	-	-	-	-	-	-
10	5	-	-	-	-	-
11	6	-	-	-	-	-
12	8	-	-	-	-	-
13	10	1	-	-	-	-
14	15	1	-	-	-	-
15	20	2	1	-	-	-
16	25	2	1	-	-	-
17	30	3	1	1	-	-
18	35	3	1	1	-	-
19	40	4	2	1	1	-
20	50	5	3	2	1	-
21	60	6	3	2	1	1
22	75	7	4	2	2	1
23	90	9	5	3	2	1
24	110	11	6	3	2	1
25+	135	13	7	4	2	2

## HENCHMEN

You have a group of followers.

**Prerequisite:** You must be at least 3<sup>rd</sup> level.

**Benefit:** You have a group of followers who assist you out of loyalty, serve you for pay, or obey you

through fear.

**Leadership Score:** A character's Leadership score equals his level plus any Charisma modifier. In order to take into account negative Charisma modifiers, Table: Leadership allows for very low

## TABLE 1-11: LEADERSHIP MODIFIERS

General Leadership Modifiers	
The Leader Has a Reputation of	Modifier
Great Success	+2
Great Failure	-2
Reputation Score +0-+1	+0
Reputation Score +1-+2	+1
Reputation Score +3-+4	+2
Each +2 Reputation	+1

Follower-Only Leadership Modifiers	
The Leader	Modifier
Has a base of operations	+2
Has a Headquarters	+4
Has the Home Turf feat	+1
Moves around a lot	-1
Caused the death of other followers	-1*

Leadership scores, but the character must still be 6th level or higher in order to gain the Leadership feat and thus attract a cohort. Outside factors can affect a character's Leadership score, as detailed in Table: Leadership Modifiers.

**Number of Followers by Level:** The character can lead up to the indicated number of characters of each level.

**Followers:** A leader attracts followers who share at least one of the character's Allegiances. As the leader's Leadership rises, he can attract more followers. If his Leadership goes down, followers may desert.

**Replacing Followers:** If a leader loses a cohort or followers, he can generally replace them, according to his current Leadership score. It takes time (1d4 months) to recruit replacements. If the leader is to

# CHAPTER 1: CHARACTERS

blame for the deaths of followers, it takes extra time to replace them, up to a full year. Note that the leader also picks up a reputation of failure, which decreases his Leadership score.

## HOME TURF

You know every nook and cranny of your home territory, gaining advantages when fighting to defend it.

**Effect:** You gain a +1 to hit, and a +2 to the following skill checks in your home territory: Gather Information, Hide, Knowledge (streetwise, tactics), Navigate, Spot, and Survival. This territory may be an area as large as a small country (Israel, Palestine, Great Britain). For extremely large countries, a portion of that country is the character's home turf (the state of Texas, and so forth).

## IMPROVISED WEAPONS

You are a walking disaster area. Anything you touch is likely to be used in a fight.

**Prerequisite:** Brawl

**Effect:** You may use any improvised weapon with no penalty to hit. You must still learn how to use items *designed* as weapons in the normal way.

## IMPROVISED WEAPONS

You are a walking disaster area. Anything you touch is likely to be used in a fight.

**Prerequisite:** Brawl

**Effect:** You may use any improvised weapon with no penalty to hit. You must still learn how to use items *designed* as weapons in the normal way.

## INFORMATION NETWORK

You have informants on the ground that will alert you of trouble.

**Prerequisite:** Henchmen

**Effect:** Each follower you devote to keeping

tabs on things grants a +1 to Gather Information or Spot skill checks. However, there will still be costs associated for information, so you must still pay the usual "fee" to obtain information through the Gather Information skill.

## LAIR

You have a well-equipped HQ.

**Effect:** You gain a +1 Wealth bonus per character level for building or equipping a headquarters (much more detail on this will be given in the Gadgets book, coming soon).

## MARKSMAN

You are an extremely accurate marksman with a ranged attack.

**Prerequisite:** Weapon Focus (one ranged attack), Spot 5 Ranks

**Effect:** You may use up to one-half your Spot skill to offset attack penalties due to range with one ranged attack (effectively allowing you to ignore one penalty for range per 4 Ranks of Spot). This feat may be taken multiple times. Its effects do not stack. Each time the feat is taken (requiring Weapon Focus to be taken again), it applies to a different ranged attack.

## SHARPSHOOTER

You are an expert shot with one weapon.

**Prerequisite:** Base Attack Bonus 5+, Weapon Focus (one ranged weapon).

**Effect:** You gain +1 to hit, and +2 damage with the chosen weapon. This bonus stacks with any bonus gained from the Weapon Focus feat or the Weapon Specialization Soldier Advanced Class ability. This feat may be taken more than once. Its effects do not stack. Each time you take this feat it applies to a different weapon for which you have already taken Weapon Focus.

## SIDEKICK

You have a partner.

**Prerequisite:** You must be at least 3<sup>rd</sup> level

**Benefit:** You have a loyal partner in your fight against crime.

**Special:** Members of the Mastermind and Mentor advanced classes can take this feat more than once, with a penalty to their Leadership score each time.

**Leadership Score:** A character's Leadership score equals his level plus any Charisma modifier. In order to take into account negative Charisma modifiers, Table: Leadership allows for very low Leadership scores, but the character must still be 3<sup>rd</sup> level or higher in order to gain the Sidekick feat and thus attract a Sidekick. Outside factors can affect a character's Leadership score, as detailed in Table: Leadership Modifiers.

**Sidekick Level:** The character can attract a sidekick of up to this level. Regardless of the character's Leadership score, he can't recruit a sidekick of his level or higher.

**Replacing Sidekicks:** If a leader loses a Sidekick, he can generally replace her, according to his current Leadership score. It takes time (1d4 months) to recruit and train a replacement. If the leader is to blame for the death of the sidekick, it takes extra time to replace them, up to a full year. Note that the leader also picks up a reputation of failure, which decreases his Leadership score.

## TACTICIAN

You are a skilled leader, with a strong grasp of tactics and an ability to make those around you better in combat.

**Prerequisite:** Int 13+, Cha 13+, Knowledge (Tactics) 5 Ranks, Teamwork

**Effect:** Normally, when you roll a tactics skill check, the benefits apply only to you. This feat allows you to grant the bonuses of a successful tactics skill check to up to 2x Charisma modifier allies (characters



# CHAPTER 1: CHARACTERS

**TABLE 1-12: SIDEKICK**

Leadership Score	Sidekick Level
1 or less	-
2	1st
3	2nd
4	3rd
5	3rd
6	4th
7	5th
8	5th
9	6th
10	7th
11	7th
12	8th
13	9th
14	10th
15	10th
16	11th
17	12th
18	12th
19	13th
20	14th
21	15th
22	15th
23	16th
24	17th
25+	17th

**TABLE 1-13: LEADERSHIP MODIFIERS**

General Leadership Modifiers	
The Leader Has a Reputation of	Modifier
Great Success	+2
Great Failure	-2
Reputation Score +0-+1	+0
Reputation Score +1-+2	+1
Reputation Score +3-+4	+2
Each +2 Reputation	+1
Sidekick-Only Leadership Modifiers	
The Leader	Modifier
Recruits a sidekick of a different allegiance	-1
Caused the death of a sidekick	-2*
Each additional sidekick	-4
Cohort shares two Allegiances with character	+1
Cohort shares three Allegiances with character	+2

\*Cumulative per Sidekick killed.

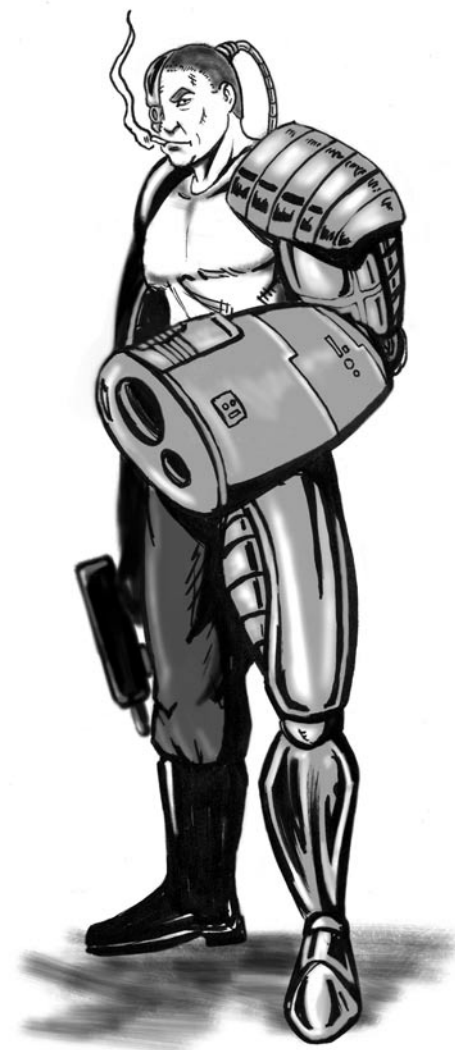
who have the Teamwork feat for the same team) who are fighting with you.

## TEAMWORK- SPECIFIC TEAM

You have trained extensively with your teammates, and you are more effective within the group than you would be alone.

**Prerequisite:** Allegiance (Specific Team)

**Effect:** Whenever you are in an engagement with someone with the Teamwork feat for the same team, you gain +2 to attack and skill checks. Characters with this feat can use hand signals to communicate simple information, such as “You and Johnson go left and keep your eyes open, I will go right”.



# CHAPTER 2: POWERS

## POWERS

With great power... Let's face it, powers are what superhero gaming is all about. Any character can be a vigilante, meting justice and righting wrongs, but what separates Vigilance from a fantasy game or a spy game is the powers.

Vigilance rates a character's powers in two ways: Power and Skill.

**Maximum Power Points:** Power points are limited just like skill points: 3+ level for class powers. Half that for cross-class powers.

**Power Points:** Each time a character gains a level, she gains Power Points to spend to make her powers more potent. She may then use her powers at the new power level, flying faster, inflicting more damage, and just generally being cooler. Each power has several sub-abilities, and what she is able to do with each of these sub-abilities will be determined by the Power Points she has invested in the overall power.

However, using all those neat abilities comes with a cost. Each time she uses an ability she hasn't fully mastered, she must spend an Action Point. This gets old quick, but it's a good thing she has Power Stunts as well. What's a Power Stunt? A Power stunt is a special kind of talent.

## POWER STUNTS

At odd numbered levels (including first level), your character will gain a Power Stunt. A Power Stunt allows you to exercise a power more easily. The first time you take a Power Stunt, that power no longer requires you to spend an Action Point to use it.

Let's say a character has weather control, but finds he uses Fog Bank a lot to provide cover for his

teammates. During an adventure, the character runs out of Action Points, and is unable to summon fog at a crucial moment. When the adventure is over, and the character receives his experience award, the character vows that will never happen again, and uses his newly acquired Power Stunt on Fog Bank. Now the character can summon fog easily, doing it as often



as he wishes, without spending an Action Point. In game parlance, a character that has spent one Stunt on a power has taken that power as an *Established Power*, something he can pull out of his bag of tricks whenever he needs it.

Unless otherwise noted, only General Stunts may be selected multiple times. All other stunts, once established, may not be selected again.

**Beginning Power Stunts:** Normally, to use a power, you must either have selected it as a Power Stunt, or you must spend an action point. However, there are exceptions to this rule. If a sub-ability has the same name as its parent power, it is considered an integral part of that power, and you may use it without spending a stunt on it, as long as you have Power Points invested in the power itself.

**Special Cases, Exclusive Powers:** In cases where an exclusive power has essentially the same name as its parent power, with a tag identifying the energy source of the power, that power is considered an integral power and does not require a stunt to be spent to use it.

Thus, Physical Aura is considered integral to Aura, as is Energy Aura. However, this is balanced by the fact that a character wishing to use these abilities must pay power points a second time to have access to more than one kind of Aura.

**Special Cases, General Powers:** In cases where a general power has essentially the same name as its parent power, one sub-ability of that power, of the character's choice, is considered an integral ability and gained as a free stunt.

Thus, when a character chooses Enhanced Senses, one sense, of his choice, is gained as a free Power Stunt.

**Advanced Skill:** There is, however, another use for Power Stunts, if you wish to really specialize in a certain power. Many powers have specific advantages, which can only be gained through the expenditure of additional Power Stunts.

## CHAPTER 2: POWERS

You may also spend additional Stunts on established powers for other purposes. These are called general stunts, and are listed after the individual sub-abilities of a power. Unless otherwise noted, each general stunt may be taken as many times as you wish, and the bonuses granted by general stunts always stack. So taking the general stunt under blast (+1 to blast attack rolls) three times would grant a +3 to hit.

**Making your own stunts:** Sometimes a character wants to do something with his power that is not described in this book. Good! Characters in comics do that all the time, and it should be encouraged in the game.

**Cost and limits of new stunts:** A new stunt costs a character 2 action points to perform, rather than the usual 1, and can also only be established through the use of the signature stunt feat. What this means is that until the character has a feat to spend on the new ability, he must spend 2 action points each time he uses it.

**Results of new stunts:** A character states the action he wants to perform, and the GM adjudicates what that does in game terms. Although this might sound like it puts a burden on the GM, there are lots of stunts in this book to use as guides. If a character wants to use telekinesis to wrap a thug in a pole, the GM could look to other powers with ensnarement-type effects, such as the Land Grab ability granted by Control Earth.

**“Gentleman’s Agreement” stunts:** As the GM, you have a lot going on, and sometimes things slip past you. Sometimes, because it suits the dramatic moment you let a player perform a stunt that does a little bit more than it should have. When this happens, just let the player know that he performed an amazing deed, but it was a one-time thing. If he performs the same stunt again it won’t have quite the same effect, and he will never be able to master that ability, even with the signature stunt feat.

### POWER DURATION

This determines how long the power may be maintained. Power Durations are: Instantaneous, Concentration, Power Level, Indefinite, Permanent.

*Instantaneous* powers last the length of your action. Each time the power is reused, another action must be spent to use it. The two most common types of instantaneous powers are attack and movement powers. One requires an attack action (and a new attack roll) each time it is used, the other requires a move action each time it is used.

*Concentration* means that a power can be maintained as long as you are free of distractions. Anytime you are jostled or damaged, you must make a Concentration skill check or the power goes away, and must be re-activated (requiring another action).

*Power Level* means the Power has a duration of one round per Power Point, and will last that long while you take other actions. Unless the power also has charges, (see the Power Limitations section of the Disadvantages chapter below) you may reactivate it as many times as you wish, spending an action of the appropriate kind each time. Only unconsciousness will deactivate such a power. If a power is an attack power and has this duration, you only need to make one attack roll, and after that can inflict damage on a character each round, as long you spend an attack action each round. However, the target of this attack may roll a Reflex save each round (DC equal to the original attack roll) to escape the power, and force you to make a new attack roll.

*Indefinite* means a power requires an action to activate, but then will remain on until you turn it off or are rendered unconscious. Attack powers may not have this duration.

*Permanent* means the power lasts until your character’s death. You may not turn it off even if you want to. Depending on the power, this could be a Limitation as well (see the Power Limitations section in the Disadvantages chapter for more information).

*Special* means the power fits none of the above general duration categories. The duration of this power may be found in the power’s description.

### POWER ACTIVATION TIME

While Duration refers to how long a power lasts once activated, Activation time refers to the time required for the activation itself. Power activation times are: Full Round (Attack of Opportunity), Full Round, Action, Attack, Move, and Free.

*Full Round (Attack of Opportunity)* refers to a power that not only requires a full round for you to activate it, but also provokes attacks of opportunity from threatening characters when you do. If the power requires concentration (either because its duration is listed as Concentration or because of a Power Limitation), and the attack of opportunity hits, you must make the appropriate Concentration check or the power is not activated.

*Full Round* refers to a power that requires a full round for you to activate.

*Action* refers to a power that is activated during one attack action, but does not allow multiple attacks. In other words, since you can move and perform the action, it isn’t a full round action, but you cannot perform the attack more than once regardless of the number of attacks you have. All ranged attack powers have an activation time of Action, to balance them with hand-to-hand attacks.

*Attack* refers to a power that requires an attack action for you to activate. You may move your normal movement rate in addition to the activation of the power.

*Move* refers to a power that requires a move action for you to activate. After activating this power, you may either move or attack, though not both. Powers that adversely affect another person (cause damage or require a saving throw) can never have an activation time of move (such actions always require you to take an attack action).



# CHAPTER 2: POWERS

*Free* refers to a power that requires no time for you to activate it. Powers with an activation time of Free may still only be activated during your action, and only once per round. Powers that affect another person can never have an activation time of free.

## RANGE

Range refers to the distance at which you may manifest a power. Power ranges are: Personal, Touch, Short Range, Medium Range, Long Range, Line of Sight.

*Personal* powers only affect you.

*Touch* refers to powers that may only be transmitted through personal contact; sometimes this means you touching another character, sometimes it means when another character touches you.

*Short Range* powers have a range increment of 10 feet per 6 Power Points you have invested in the power.

*Medium Range* powers have a range increment of 10 feet per 4 Power Points you have invested in the power.

*Long Range* powers have a range increment of 10 feet per 2 Power Points you have invested in the power.

*Line of Sight* powers have no range increment, and may be manifested at any range without penalty, up to a maximum range of 150 feet per Power Point you have invested in the power.

## EXCLUSIVITY

Powers are either exclusive or general. Most powers are general, unless a character puts a Power Limitation on the power to make it exclusive.

*Exclusive* powers mean that you can only ever learn one stunt with the power. You may not perform any other sub-abilities of that power unless you spend power points on that specific ability as well.

For example, a character taking the Blast power would have to choose between a Physical, Energy,

or Psychic effect. If the character chose to have an energy blast and spent 6 Power Points on it, he could not perform a Physical or Psychic blast unless he spent power points on one or both of those in addition to the points spent on the energy blast.

*General* means you may learn multiple sub-abilities of the power, and perform actions with the power that you have not established through the expenditure of Action Points.

## POWER DESCRIPTIONS

### ABILITY DRAIN

You can sap the abilities of another.

**Drain Strength (Instantaneous; Action; Touch; Exclusive):** You drain 1-4 points of the target's Strength for each 4 power points.

One point of drained Strength returns each round until the target's Strength returns to normal. Each stunt spent on this power increases the duration by 1 round, after which the target recovers one point per round normally. If your target's Strength is reduced to 0 he will be unable to move. Successive drain attacks may reduce an ability by no more than the maximum that could be rolled on the number of dice you have in drain. For example, if you have 2d4 in drain no matter how many times you attack the same target with that drain, you may reduce his Strength by no more than 8 points.

**Drain Dexterity (Instantaneous; Action; Touch; Exclusive):** This power functions identically to Drain Strength.

**Drain Constitution (Instantaneous; Action; Touch; Exclusive):** This power functions identically to Drain Strength.

**Drain Intelligence (Instantaneous; Action; Touch; Exclusive):** This power functions identically to Drain Strength, except that if a target's Intelligence is reduced to 0 that target will stare, slack-jawed and

zombie-like until he recovers at least one point of Intelligence.

**Drain Wisdom (Instantaneous; Action; Touch; Exclusive):** This power functions identically to Drain Intelligence.

**Drain Charisma (Instantaneous; Action; Touch; Exclusive):** This power functions identically to Drain Intelligence.

**General Stunts:** +1 round delay for ability recovery. +1 to drain attack rolls.

## POWER FEATS

### DRAIN TRANSFERENCE

You may actually gain abilities from someone you touch rather than just reducing their abilities.

**Prerequisite:** 6 power points in Drain, 2 power stunts in Drain for a 2 round recovery delay.

**Effect:** When you attack someone with your drain, they must also make a saving throw with a DC of 10 +1 per 2 power points in drain. If the drain is of a physical ability this is a Fortitude saving throw, otherwise it is a Will saving throw. If the save is successful no transfer occurs. If the save is failed, your ability (the one you drained from them) actually goes up by an amount equal to one-half the amount you drained from them. This ability is lost at the same rate your target recovers.

### DURABLE DRAIN

Your drain attacks last unusually long.

**Prerequisite:** 12 power points in Drain, 3 power stunts for a 3 round delay

**Effect:** When you drain a target, 1 point per die of drain is treated as real ability damage, recovering at the usual rate of 1 ability point per day if the target fails a Fortitude saving throw. One per die is the maximum ability damage your power can inflict, just like the total you can roll on your dice is the maximum drain you can inflict. So if you have three

# CHAPTER 2: POWERS

dice of drain, 3 points of ability damage is the most you can inflict on a target at a time.

## ABILITY ENHANCEMENT

You can temporarily enhance your abilities.

**Enhance Strength (Instantaneous; Action; Personal; Exclusive):** You gain 1-4 points of Strength per 4 power points. One point of Strength fades each round until your Strength returns to normal. Each general stunt spent on this power grants a delay of one round before Strength begins to fade. Successive applications of this power may increase your Strength by no more than the maximum that could be rolled on enhancement dice. So if you had 3 dice of enhancement you could improve your Strength by no more than 12.

**Enhance Dexterity (Instantaneous; Action; Personal; Exclusive):** This power functions identically to Enhance Strength.

**Enhance Constitution (Instantaneous; Action; Personal; Exclusive):** This power functions identically to Enhance Strength.

**Enhance Intelligence (Instantaneous; Action; Personal; Exclusive):** This power functions identically to Enhance Strength.

**Enhance Wisdom (Instantaneous; Action; Personal; Exclusive):** This power functions identically to Enhance Strength.

**Enhance Charisma (Instantaneous; Action; Personal; Exclusive):** This power functions identically to Enhance Strength.

**General Stunts:** +1 round delay for ability fade

## ABSORPTION

Rather than take damage from ranged attacks, your body's superhuman metabolism simply absorbs some of it and allows it to harmlessly dissipate over time.

**Energy Absorption (Permanent; Free; Personal; Exclusive):** When you are struck by a ranged energy attack, if you succeed at your normal Reflex saving

throw, you reduce the base damage by one die per 2 Power Points in absorption. You then take ½ of the damage from the remaining dice. If you fail your normal saving throw, you reduce the damage by one die per 4 Power Points in absorption, then take full damage of the dice that remain as per normal. Absorbed damage dice are dissipated harmlessly.

For example, if you had 6 Power Points in absorption and were struck by a 6-die blast and made your saving throw, you would remove 3 dice of damage (one for each 2 points in absorption). The attacker would then roll three dice of damage, and you would take ½ that amount of damage. If you failed your saving throw, you would remove 1 die of damage (one for each 4 full power points in absorption). The attacker would then roll 5 dice of damage, and you would subtract the full amount from your hit points normally.

**Energy Absorption, Melee (Permanent; Free; Personal; Exclusive):** When you are struck by an energy melee attack, you may make a Reflex saving throw (DC equal to the modified attack roll of the person attacking you) to reduce the damage by 1 point for each 2 Power Points invested in this power. If you fail this saving throw, you suffer full damage from the attack.

**Physical Absorption (Permanent; Free; Personal; Exclusive):** When you are struck by a ranged physical attack, if you succeed at your normal Fortitude saving throw, you reduce the base damage by one die per 2 Power Points in absorption. You then take ½ of the damage from the remaining dice. If you fail your normal saving throw, you reduce the damage by one die per 4 Power Points in absorption, then take full damage of the dice that remain as per normal. Absorbed damage dice are dissipated harmlessly. See above for an example of this power in action.

**Physical Absorption, Melee (Permanent; Free; Personal; Exclusive):** When you are struck by a physical melee attack, you may make a Fortitude

saving throw (DC equal to the modified attack roll of the person attacking you) to reduce the damage by 1 point for each 2 Power Points invested in this power. If you fail this saving throw, you suffer full damage from the attack.

**General Stunts:** +2 to absorption saving throws

## POWER FEATS

### ABSORPTION BLAST

You may store absorbed energy for a short period of time and use this energy to perform a blast attack.

**Prerequisite:** 12 power points in Absorption, 1 Power Stunt for +2 saving throws.

**Effect:** Instead of absorbed dice dissipating harmlessly, they are stored, and may be used to power a blast of that number of dice. The maximum amount of dice you may store is equal to one die per 2 Power Points in absorption, and these dice may be stored for one minute (10 rounds) per 4 Power Points before they dissipate normally. However, as long as your absorption is "maxed out", you may not use your absorption power for anything else (such as reducing damage).

For example, if you had 10 power points in absorption, you could use your absorption to reduce successive energy attacks by up to 5 dice. At which point, you would no longer be able to reduce damage from energy attacks until you had released the pent up energy stored in your internal batteries (most likely by nailing the bastard shooting at you with a 5-die attack), or by waiting two and a half minutes.

**Special:** If you have power points invested in both Physical and Energy Absorption (they are exclusive powers), you may take this feat twice, applying it to each type of absorption power, assuming you took power stunts in each one. Otherwise you may only select this feat once.

# CHAPTER 2: POWERS

## ABSORPTION CONVERSION

Whatever you absorb makes you stronger... or faster... or harder...

**Prerequisite:** 12 power points Melee Absorption, 2 Power Stunts for +4 saving throws.

**Effect:** Instead of absorbed melee damage dissipating harmlessly, you may add it to a physical ability of your choice (chosen when this feat is taken). Damage converts to ability increases at a 4:1 ratio (so each four points of damage absorbed through melee absorption will add +1 to the stat in question. This ability increase lasts for one minute (10 rounds) per 4 Power Points before dissipating at the rate of 1 ability point per round until your ability returns to normal.

**Special:** You may take this feat more than once. Each time you select this feat it applies to a different ability. When you absorb damage, you must decide which ability to increase (if you have this feat more than once you don't get double the bonus). You may not select this feat for both energy and physical melee absorption for the same ability.

## ANIMAL EMPATHY

You have an ability to communicate with animals on an empathic level.

**Animal Empathy (Permanent; Free; Personal; General):** You may use all Charisma-related skills against animals in the same way you can use them against humans. You gain a bonus of +1 per 2 power points on any Charisma skill check against an animal.

If you have the Henchmen feat, you may have animals as followers, and you gain a +1 bonus to your Leadership score per 4 power points.

Lastly, if you have the Animal Companion feat, your effective level for determining your animal's ability increases gains a bonus of +1 level per 6 power points.

## ARMOR

Your skin is extremely tough and resilient, giving you a natural defense to attacks.

**Armor (Permanent; Free; Personal; General):** You have a natural defense against attacks, granting you +1 armor bonus to Defense for each 2 Power Points in armor. The Equipment defense bonus from armor does not stack with the armor bonus granted by this power.

**General Stunts:** +1 physical Damage Resistance (against melee attacks, and physical blast attacks)

## POWER FEATS

### THICK SKINNED

Your armor prevents damage in addition to making you harder to hit.

**Prerequisite:** 12 power points in Armor

**Effect:** You gain +1 physical damage resistance per 4 power points in Armor, cumulative with any damage resistance granted by stunts and the tough hero talents.

**Special:** This feat may be taken 4 times. Effectively, if the feat is taken four times a character gains damage resistance equal to his power points in Armor.

## AURA

You can surround yourself with an aura that damages anything that touches you.

**Energy Aura (Power level; Move; Personal; Exclusive):** Anytime you touch someone, or are touched (including melee attacks), you inflict 1d6 damage per 4 Power Points in aura. Targets of this attack may make a Reflex saving throw (DC 10+Power Points) for ½ damage. A target successfully grappled by you receives no saving throw. The type of energy must be specified when this power is purchased for resistance and immunity purposes, however, you may choose any energy type, with common energies qualifying for a limitation (see

below).

Note that if you are attacked with a weapon this power will damage the weapon, not the attacker. However, if this power successfully destroys the weapon, you suffer no damage from the attack.

**Physical Aura (Power level; Move; Personal; Exclusive):** Anytime you touch someone, or are touched (including melee attacks), you inflict 1d2 points of physical damage per 4 Power Points in aura (plus Strength modifier and any normal hand-to-hand damage when you attack someone else). Targets of this attack may make a Fortitude saving throw (DC 10+Power Points) for ½ damage. In addition to this damage, if you touch another character (as opposed to them touching you), you may add your Strength modifier to damage, and any Claw damage as well. A target successfully grappled by you receives no saving throw. Depending on the special effect, this power could represent poison, spiked skin, or anything else you can devise as a special effect (with GM approval).

**Psychic Aura (Power level; Move; Personal; Exclusive):** Anytime your mind is contacted while this power is in effect, the person initiating contact suffers 1d4 points of psychic damage per 4 Power Points (no saving throw). In addition, the person contacting your mind must make a Will saving throw (DC 10+Power Points) or suffer 1 point of temporary Wisdom ability damage per Power Point. This power has no effect when you contact someone else's mind, only when they attempt to contact you.

**Power Specific Limitations:** Permanent (+5).

Common Special Effect (+2): one of the advantages of choosing the Aura power over another power that grants an aura (such as Transformation- Fire) is the ability to choose an exotic energy form, bypassing the common resistances and immunities in the game. If you choose to take a special effect such as fire, cold, electricity, and so forth, you gain the listed bonus.



# CHAPTER 2: POWERS

## BEAST FORM

You can assume the form of wild beasts.

**Beast Form (Indefinite; Full-round (AoO); Personal; Exclusive):** You may assume the form of one medium or small size animal (selected when this power is taken), once per day for each 3 Power Points (once at 1-3 PP, twice at 4-6 PP, and so forth). Each different animal you can change into is a different talent.

**Power Specific Limitations:** Animal Mentality (+5): When assuming beast form, you also assume the animal's Intelligence and Wisdom scores, and may only use skills the animal possesses. To return to normal form, you must make Will save (DC 15) using your normal Will save (not the animal's).

**General Stunts:** +1 to hit in animal form

## POWER FEATS

### BEAST MASTERY

You have mastered your ability to change into animal form.

**Prerequisite:** Beast Form 4 Power Points

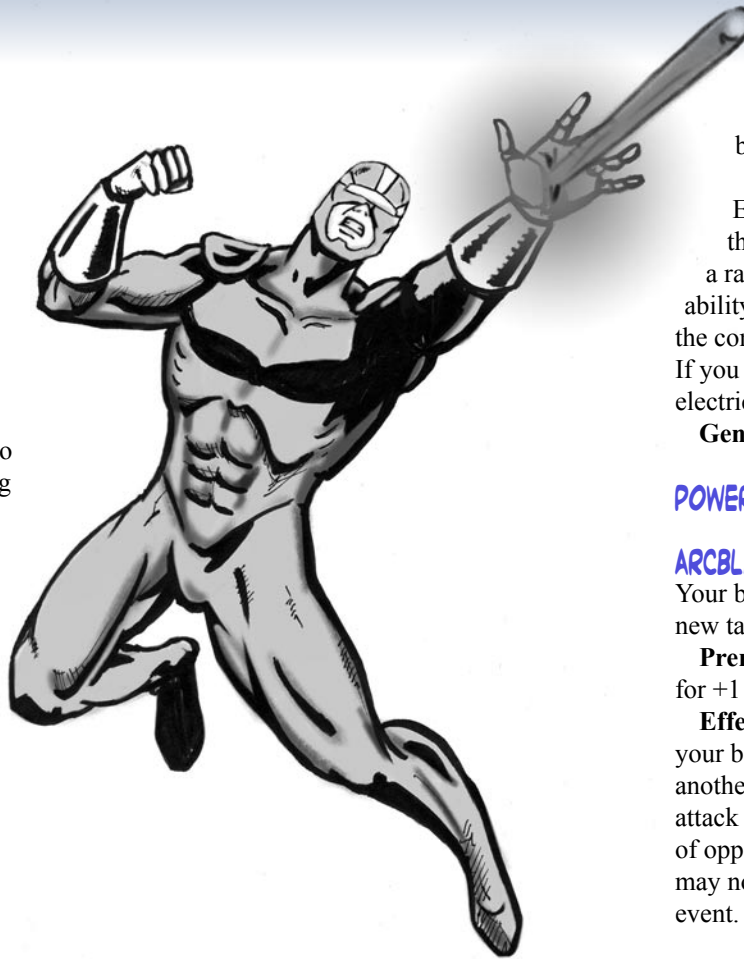
**Effect:** When selecting new animal forms for the Beast Form power, you may take Large and Tiny animals as well as Small and Medium ones.

## BLAST

You can unleash a destructive ranged attack at will.

**Energy Blast (Instantaneous; Action; Medium Range; Exclusive):** You inflict 1d6 points of damage per 2 Power Points on a ranged touch attack. Targets of this attack may make a Reflex saving throw (DC 10+2 per Power Point) for ½ damage. When this power is taken, you must specify the type of energy for resistance and immunity purposes (see power specific disadvantages below).

**Physical Blast (Instantaneous; Action; Medium Range; Exclusive):** You inflict 1d6 points of damage per 2 Power Points on a ranged touch attack. Targets



of this attack may make a Fortitude saving throw (DC 10+2 per Power Point) for ½ damage. Depending on the special effect, this power could represent poison, or perhaps pure force. Whatever special effect the character takes, this power is always effected by physical damage resistance.

**Psychic Blast (Instantaneous; Action; Medium Range; Exclusive):** You inflict 1d4 points of damage per 2 Power Points on a ranged touch attack. Targets of this attack may make a Will saving throw (DC

10+2 per Power Point) for ½ damage. This power could represent psionic attack, bad memories crashing down on the target, or bolts of mystic energy.

**Power Specific Limitations:** Common Special Effect (+2): one of the advantages of choosing the Blast power over another power that grants a ranged attack (such as weather control) is the ability to choose an exotic energy form, bypassing the common resistances and immunities in the game. If you choose to take a special effect such as fire, cold, electricity, and so forth, you gain the listed bonus.

**General Stunts:** +1 to blast attack rolls

## POWER FEATS

### ARCBLAST

Your blast attacks can jump, bounce, or ricochet to a new target.

**Prerequisite:** 8 power points Blast, 1 Power Stunt for +1 to hit

**Effect:** When a target fails his saving throw against your blast attack, you may make a new blast attack at another target within 5' of your original target as an attack of opportunity. You may not make more attacks of opportunity than you are normally allowed, and may not make more than one ArcBlast attack in any event.

### ARCSTORM

You can affect a large number of targets through the sheer skill of your blast attacks.

**Prerequisite:** ArcBlast, 3 Power Stunts in Blast for +3 to hit.

**Effect:** Like ArcBlast, except there is no limit to the number of additional attacks you can make except your maximum allowed attacks of opportunity. You may not affect the same target with this attack more than once per round.

# CHAPTER 2: POWERS

## MULTIBLAST

You are able to make additional blast attacks per round.

**Prerequisite:** 6 power points in Blast

**Effect:** You may make a number of blast attacks each round equal to your stunts (for +1 to hit) in blast. Your total damage dice are divided evenly among these attacks. So if you attack two targets you inflict half the damage per target, if you attack three targets, you inflict one-third the damage per target, and so forth.

## CLAWS

You have a dangerous weapon that is a part of you.

**Claws (Indefinite; Move; Personal; General):**

You possess retractable claws (extended as a move action) that render you effectively armed at all times. These claws inflict 1d4 points of damage. For each 2 Power Points invested in Claws, the die of damage they inflict is increased to the next larger die (1d6 for 2 PP, 1d8 for 4 PP and so forth). After claws reach 1d10, you begin to gain multiple dice, as shown on the table below. Each talent spent on claws grants a +1 to Claw attack rolls. Claws are also useful for climbing, and grant +1 to all Climb skill checks for each 2 Power Points invested in Claws.

Claw Damage	Power Points
1d4	0
1d6	2
1d8	4
1d10	6
2d6	8
2d8	10
2d10	12
3d6	14

**Power Specific Limitations:** Non-retractable claws (+2): One advantage of retractable claws is that you

can hide the fact that you are “armed” under certain circumstances.

**Metallic Claws (+1):** Not as noticeable as non-retractable claws, these claws will still make life difficult for you, as you will set off metal detectors, and can be detected by characters with Control Magnetism (and thrown around by them too).

**General Stunts:** +1 to claw attack rolls

## POWER FEATS

### RENDING CLAWS

You have mastered using your claws to slice through armor, making opponents easier to hit for both you and your teammates.

**Prerequisite:** 6 power points in Claws

**Effect:** Each successful hit you score reduces your target’s Defense from the Armor Power or Equipment by one. Equipment bonuses may only be restored through the use of the Repair skill. The Armor Power has suffered “ability damage” and heals 1 point of Defense per day.

## CONTROL COLD

You can drastically lower temperatures around a target or yourself. Since there is always moisture in the air, this power includes the ability to create ice seemingly from nowhere.

**Cold Snap (Instantaneous; Action; Short**

**Ranged; General):** By lowering the temperature around your target, you inflict 1d4 points of damage per 4 power points. The target of this attack may make a Reflex save for ½ damage (DC 10 +1 per 2 power points). If the target of your attack is not wearing insulated clothing, or is not resistant to cold, she also loses 1 point of Strength for one round per 4 power points on a failed save (if the save for ½ damage is successful then the target of this attack never suffers Strength loss). This Strength loss is temporary, returning at the rate of 1 point per minute.

**Ice Ramp (Instantaneous; Move; Personal;**

**General):** By building ice ramps and “skating” on them, you gain flight of 10’ per power point each round with clumsy maneuverability. Only the Combat Flight feat can improve this maneuverability.

**Ice Slick (Instantaneous; Action; Short Ranged;**

**General):** This attack affects one target, forcing the target to make a Reflex saving throw (DC 10+ Power Points) or be knocked Prone.

**Resist Cold (Permanent; Free; Personal;**

**General):** You gain a +1 saving throw against cold attack per power point.

**Snow Armor (Power Level; Full-Round;**

**Personal; General):** By encasing yourself in snow (and being willing to look a little silly) you gain +1 Defense per 4 power points. Heat attacks ignore this defense bonus, and any saving throw you are forced to make against a heat attack while this power is operating are at –4.

**Wall of Ice (Power Level; Full-Round; Medium**

**Ranged; General):** You may create a thin, hard, wall of ice ½ inch in thickness per power point and with a 5’ area per power point. This wall has no hardness, and a number of hit points equal to your power points in Control Cold. Fire and heat attacks inflict +2 points per die, and the Heat Wave stunt actually inflicts 1-4 points of damage on this wall. In cold conditions (30 degrees or less) this wall is permanent until destroyed.

## POWER FEATS

### ICE ARMOR

You can encase yourself in hard ice for protection.

**Prerequisite:** 6 power points in Control Cold, Snow Armor power stunt.

**Effect:** You gain +1 armor bonus to Defense per 3 power points. Heat attacks ignore this defense bonus, and any saving throw you are forced to make against a heat attack while this power is operating are at –4.

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## IMMUNITY TO COLD

You are very hard to damage with cold or ice.

**Prerequisite:** 4 power points in Control Cold, Resist Cold power stunt

**Effect:** You gain 1 DR vs. Cold attacks per power point invested in Control Cold.

## CONTROL EARTH

The earth itself obeys your mental command.

**Land Grab (Instantaneous; Action; Short Ranged; General):** A giant hand of earth and rock comes up from the ground at your command and grabs your opponent, acting as an ensnarement attack. A Strength/Escape Artist check (DC 10+ 1 per 2 power points) is required to escape from this attack. However, unlike Ensnarement attack, this attack never goes away on its own. It lasts until either the target manages to escape, or someone inflicts an amount of damage equal to your power points in control earth on the ensnarement. This damage can be done over a long period of time (the object has no hardness, only hit points).

**Pillar (Instantaneous; Move; Personal; General):** You may raise a pillar underneath you to lift yourself into the air at a speed of 10' per round.

**Sand Blast (Instantaneous; Action; Short Ranged; General):** You fire a blast of sand and earth at your opponent, inflicting 1d4 points of physical damage per 4 power points. The target of this attack may make a fortitude save for ½ damage (DC 10 +1 per 2 power points). If the target of this attack is not wearing eye protection, he is also blinded for 1 round per 4 power points if he fails his fortitude save.

**Tremor (Instantaneous; Action; Short Ranged; General):** To use this power you must target and hit a hex (Defense 10). Everyone in the target area must make a reflex save or be knocked prone. Each stunt you spend on this power (beyond the initial stunt to establish the power) increases the radius to all the hexes surrounding the target hex (2 stunts makes the

radius 2 hexes around the target hex).

**Tunneling (Instantaneous; Move; Personal; General):** You may create a 5' wide tunnel at a rate of 10' per power point per round. You may either leave this tunnel open, or collapse it behind you as you move through it.

**Wall of Earth (Indefinite; Full-Round; Medium Ranged; General):** You may create a wall of hard-packed earth 1 inch in thickness per power point, and with a 5' area per power point. This wall has no hardness, and a number of hit points equal to your power points in Control Earth. This wall is permanent until destroyed, although you can turn it back into normal earth with a move action.

## CONTROL ELECTRICITY

You can control electrical fields at will.

**Electrical Empathy (Permanent; Free; Personal; General):** You can sense the source of problems inside electrical devices. You gain a +1 per two power points on any Repair or Craft skill check made regarding an electrical object.

**Resist Electricity (Permanent; Free; Personal; General):** You gain +1 on all saving throws vs. Electrical attacks and damage.

**Shock Therapy (Instantaneous; Action; Touch; General):** You inflict 1d6 points of damage per 6 power points on a touch attack. The target of this attack may make a Reflex saving throw (DC 10 +1 per 2 power points) for ½ damage.

**Short Circuit (Instantaneous; Action; Medium Ranged; General):** You inflict 1d8 points of damage per 4 power points to any machine powered by electricity. Any object affected by this power has its hardness reduced by ½. This power inflicts normal damage against robotic characters, and ½ against cybernetic characters. The target of this attack, if a sentient being, may make a Reflex saving throw (DC 10 +1 per 2 power points) for ½ damage.

## POWER FEATS

### IMMUNITY TO ELECTRICITY

You are very hard to damage with electricity.

**Prerequisite:** 4 power points in Control Electricity, Resist Electricity power stunt

**Effect:** You gain 1 DR vs. Electrical attacks per power point invested in Control Electricity.

## CONTROL ENERGY

You have the ability to cause energy to temporarily assume solid form.

**Energy Weapons (Power Level; Move; Personal; General):** You can create physical weapons from thin air. The maximum damage of any weapon is 1d4, increasing to the next size die for every 2 power points (use the damage table under claws).

**Wall of Energy (Power Level; Full-Round; Medium Ranged; General):** You may create a wall of energy with an area of 5' per power point. This wall has no hardness, and a number of hit points equal to your control energy power points.

## CONTROL FIRE

You can control fire with your mind, causing it to intensify, lessen, or move at your command.

**Fire Walk (Concentration; Action; Medium Ranged; General):** You may cause flame to move from its source, up to 10' per Power Point each round. This flame will damage everything in the path of its movement rate normally.

**Heat Mask (Power Level; Move; Personal; General):** You can control your body heat, masking you from Infrared detection. You are invisible to Darkvision, and negate any tracking bonuses granted by Darkvision against you.

**Heat Wave (Instantaneous; Action; Medium Ranged; General):** By exciting the air around a target, you drastically increase the temperature around



## CHAPTER 2: POWERS

him. The target of this attack must make a Fortitude Save (DC 10+ Power Points) or become fatigued for 1-4 rounds. If this power is used on a fatigued character, that character will become exhausted if the saving throw is failed.

**Intensify Fire (Instantaneous; Action; Line of Sight; General):** You may increase the heat of an existing blaze, increasing its damage potential by 1d6 for each 4 Power Points in Control Fire.

**Quench Fire (Instantaneous; Action; Line of Sight; General):** You may decrease the heat of an existing blaze, decreasing its damage potential by 1d6 for each 4 Power Points in Control Fire.

**Resist Fire (Permanent; Free; Personal; General):** You gain a +1 on all saving throws vs. Heat and Fire for each Power Point invested in Control Fire.

**Smoke Cloud (Concentration; Action; Long Ranged; General):** By subtly altering the heat patterns of a blaze, you can cause an existing fire to begin pouring out smoke. This smoke cloud grants one step of concealment per two Power Points you have in Control Fire (so two Power Points grants  $\frac{1}{4}$  Concealment, four grants  $\frac{1}{2}$  Concealment and so forth), and will have a 10' radius per Power Point. By manipulating heat patterns in the air, you can cause this cloud to drift 10' per Power Point as a move action. Radar or Sonar negates this concealment, but Enhanced Senses do not.

### POWER FEATS

#### IMMUNITY TO FIRE

You are very hard to damage through flame or heat.

**Prerequisite:** 4 power points in Control Fire, Resist Fire power stunt

**Effect:** You gain 1 DR vs. Fire attacks per power point invested in Control Fire.

#### TOXIC CLOUD

Your smoke cloud is heavy enough to cause damage to those trapped inside it.

**Prerequisite:** 6 power points in Control Fire, Smoke Cloud power stunt

**Effect:** Anyone (friend or foe) caught within your smoke cloud must make a Constitution check (DC 10 +1 per previous check) each round or spend that round choking and coughing. Characters who choke for 2 consecutive rounds suffer 1d6 points of damage. This damage can be avoided by any sort of air supply, life support etc. It may also be temporarily avoided by characters who hold their breath before failing their first Constitution check. Characters who have already succumbed to choking and coughing cannot then hold their breath. Characters who crawl or lie prone gain a +4 to their Constitution checks.

#### CONTROL GRAVITY

You can control one of the most basic forces of nature.

**Decrease Gravity (Concentration; Attack; Short Ranged; General):** As long as you maintain this power the DC to lift or throw an object is reduced by your power points in Control Gravity. A character lifting an object affected with this power also lifts on the superhuman strength lifting chart even if she does not possess the superhuman strength power (this table can be found in the GM section).

**Gravitic Flight (Instantaneous; Move; Personal; General):** You can fly at a speed of 10' per power point, with clumsy maneuverability. Only the Combat Flight feat can improve the maneuverability granted by this stunt.

**Gravity Snare (Instantaneous; Attack; Short Ranged; General):** If you succeed at a ranged touch attack you may trip a target at range, using your points in Control Gravity to modify the opposed check. If you successfully trip an opponent with this power, he



is on the ground, trapped under his own weight until either your concentration is broken (because you fail a concentration check or decline to maintain this power with a move action each round), or until the target succeeds at an opposed check, which he may try once per round.

**Increase Gravity (Concentration; Attack; Short Ranged; General):** As long as you maintain this power the DC to lift or throw an object is increased by your power points in Control Gravity.

# CHAPTER 2: POWERS

## POWER FEATS

### GRAVITY CRUSHER

You can crush your opponents under their own weight.

**Prerequisite:** 6 Power Points in Control Gravity, Gravity Snare power stunt

**Effect:** You may continue to increase the weight on those affected by your Gravity Snare, inflicting 1d6 damage per 4 power points for as long as they are trapped (until your concentration is broken or they succeed at an opposed check).

### CONTROL INSECTS

You can communicate with insects, which come to your aid and fight for you at your command.

**Insect Messengers (Indefinite; Move; Special; General):** You use your insect friends to send a message. This message is transmitted through pheromones almost instantly to its destination, where insects will spell the message out with their bodies. This message may be one word in length per power point.

**Insect Steed (Instantaneous; Move; Personal; General):** You may only use this power at sizes diminutive and smaller. You summon an insect to carry you through the air at a speed of 10' per power point, with a maneuverability of clumsy.

**Nettling Insects (Power Level; Action; Medium Ranged; General):** You may summon a small cloud of insects, making combat difficult for friend and foe within the radius of effect. When summoned this cloud imposes a -1 penalty on all attack and skill checks in one hex. Each round this effect is maintained you may either increase the size of the cloud in a one-hex radius circle around the starting hex, or increase its intensity, imposing an additional -1 penalty on all attack and skill checks. The maximum penalty that may be imposed on attack and skill checks is equal to the number of power points invested in Control Insects. The maximum size of

the cloud is limited on by the duration of the power (1 round per power point, after which the cloud dissipates).

**Summon Insects (Instantaneous; Action; Short Ranged; General):** You summon a cloud of insects that inflict 1d4 points of damage per 6 power points on your opponent. Equipment bonuses to Defense do not protect against this attack.

### CONTROL LIGHT

You can intensify or mute light.

**Blinding Attack (Instantaneous; Action; Short Ranged; General):** If you hit with this attack, the target must make a Fortitude saving throw (DC 10+Power Points) or be blinded for 1-6 rounds. Each talent invested in this Power can either grant a +1 to attack rolls, or increase the blinding duration by 1 round.

**Cloak of Shadows (Indefinite; Move; Personal; General):** You wrap yourself in shadows, and gain a +1 bonus to Hide skill checks for each power point.

**Darkness (Power Level; Move; Short Ranged; General):** You generate a field of darkness that no one can see through (even you). This power also blinds characters with Darkvision. This power has a radius of 10' per 4 Power Points.

**Resist Light:** You gain a +1 to saving throws against light attacks for each power point. Any effect which causes blindness affects you for ½ as long.

### CONTROL MAGNETISM

You can move metal by force of will through manipulation of magnetic fields.

**Control Magnetism (Instantaneous; Action; Short Ranged; General):** You may lift metal objects at range, using your Wisdom ability modifier the way a character with Superhuman Strength would use his Strength modifier for lifting (see the Environment for more information), modified by one-and-a-half your power points in Control Magnetism. Regardless

of how much weight you can lift, however, you can only affect one object at a time. Also, range lessens both your accuracy and strength, applying a modifier to attack rolls and wisdom checks for lifting. Each stunt you spend on this power allows you to affect additional objects/targets, but you must divide your control magnetism modifier between each target you wish to affect.

**Magnetic Flight (Instantaneous; Move; Personal; General):** You can fly at a speed of 10' per power point each round by riding magnetic waves. This flight has clumsy maneuverability that may only be improved through the Combat Flight feat.

**Magnetic Shield (Power Level; Move; Personal; General):** You can create a barrier to metal objects (including bullets and most weapons), making it harder for them to hit you. You gain a +1 Armor bonus to defense per 2 power points.

**Metallic Breakdown (Instantaneous; Action; Short Ranged; General):** You can tear machines and devices apart by pulling out metal pieces from the inside. Machines made mostly of metal (including all vehicles and weapons) attacked with this power suffer 1d6 points of damage per 4 power points in control magnetism. Also, objects affected by this power have their hardness reduced by ½. This power affects robot characters normally, and inflicts half damage on cybernetic characters. Targets of this attack, if sentient, may make a Reflex saving throw (DC 10+ 1 per 2 power points) for ½ damage.

## POWER FEATS

### HUMAN METAL DETECTOR

Your magnetic sensitivity allows you to detect metallic objects near you that others would miss.

**Prerequisite:** 6 power points in Control Magnetism

**Effect:** You gain an automatic Spot check, with a bonus of +1 per 2 power points in control magnetism anytime a metallic object comes within 60' of you.

# CHAPTER 2: POWERS

You may detect objects that are hidden or implanted in the body of another, even those you could not normally see.

## CONTROL SOUND

You can intensify or mute sound.

**Cloak of Silence (Indefinite; Move; Personal; General):** You wrap yourself in silence, and gain a +1 bonus to Move Silently skill checks for each power point.

**Resist Sonic Attacks (Permanent; Free; Personal; General):** You gain a +1 to saving throws against sound and vibration attacks for each power point. Any effect that causes deafness affects you for ½ as long.

**Sonic Scream (Instantaneous; Action; Short Ranged; General):** You inflict 1d4 points of damage per 4 power points. The target of this attack can make a Fortitude save for ½ damage (DC 10+1 per 2 power points). In addition, if your target fails his save he is deafened for 1 round per 4 power points.

**Vibration Wave (Instantaneous; Action; Medium Ranged; General):** This power only works on inanimate objects (including vehicles and robots). You can literally vibrate an object apart. This attack ignores half of any object's hardness, and inflicts 1d6 points per 4 power points. This power affects robot characters normally, and inflicts ½ damage on cybernetic characters. Targets of this attack, if sentient, may make a Reflex saving throw (DC 10+1 per 2 power points) for ½ damage.

## CONTROL WEATHER

You command the weather, and can summon conditions favorable to you and hurtful to your opponents in battle.

**Fog Bank (Concentration; Action; Long Ranged; General):** You may summon a fog bank for protection or to cover an escape. This fog bank has an area 10' in radius for each Power Point you have in Weather

Control, and grants one step of concealment per two Power Points (so two Power Points grants ¼ Concealment, four grants ½ Concealment and so forth). Radar or Sonar negates this concealment, but Enhanced Senses do not.

**Lightning Strike (Instantaneous; Action; Short Ranged; General):** You may call down a bolt of lightning from the sky to damage an opponent. Calling a lightning strike is a full-round action that provokes attacks of opportunity. Lightning Strike attacks always come from the sky (meaning they must first take out anything above the target to be used indoors, and cannot be used underground, in space, or in other areas where natural weather cannot occur). Lightning Strikes inflict 1d6 per 4 Power Points invested in Weather Control. The target of this attack may make a Reflex save (DC 10+Power Points) for ½ damage.

**Tempest (Concentration; Action; Short Ranged; General):** You may summon a small storm, making combat difficult for friend and foe within the radius of effect. When summoned this storm imposes a -1 penalty on all attack and skill checks in one hex. Each round this effect is maintained you may either increase the size of the storm in a one-hex radius circle around the starting hex, or increase its intensity, imposing an additional -1 penalty on all attack and skill checks. The maximum penalty that may be imposed on attack and skill checks is equal to the number of power points invested in Control Weather. The maximum size of the storm is limited on by the duration of the power (1 round per power point, after which the cloud dissipates).

**Thunder Clap (Instantaneous; Action; Short Ranged; General):** This attack affects one target, forcing the target to make a Fortitude saving throw (DC 10+ Power Points) or be Deafened for 1-4 rounds.

**Wind Blast (Instantaneous; Action; Short Ranged; General):** This attack affects one target,

forcing the target to make a Reflex saving throw (DC 10+ Power Points) or be knocked Prone.

**Wind Rider (Concentration; Move; Personal; General):** You can fly, but with great difficulty. Any break in your concentration (attacks would require Concentration checks as normal) will cause you to fall. Also, your Maneuverability is Clumsy, and only Combat Flight feats can improve this. Your flight speed is 10' per Power Point in Weather Control, each round.

## POWER FEATS

### DOWN DRAFT

A powerful down draft of wind- the most dangerous condition a flying opponent can face.

**Prerequisite:** 10 power points in Control Weather, Wind Blast power stunt, Hurricane Force.

**Effect:** If you hit with this power, your target must make a Reflex save (DC 10 +1 per 2 power points) or lose 10' of altitude per 2 power points you possess in Control Weather. If this reduces the target's altitude to 0, the target takes normal falling damage.

### EYE OF THE STORM

You are the calm at the center of any maelstrom.

**Prerequisites:** 10 power points in Control Weather, Tempest power stunt, Wind Blast power stunt, Hurricane Force, Tornado

**Effect:** You never suffer penalties due to weather or the Tempest power stunt.

### HURRICANE FORCE

A mighty blast of air that not only damages your target but sends him flying.

**Prerequisite:** 4 power points in Control Weather, Wind Blast Power stunt

**Effect:** You inflict 1d4 points of physical damage per 6 power points in Control Weather. For purposes of determining if knockback occurs, this damage is



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doubled (see Knockback in the GM chapter for more information). If there is a possibility of knockback, the saving throw DC to resist is raised by 5.

## TORNADO

By invoking the power of the wind you can damage an enemy.

**Prerequisite:** 6 Power Points in Control Weather, Wind Blast power stunt, Tempest power stunt

**Effect:** When you create a tempest with your Control Weather power, in addition to the normal penalties that apply to those in the area of affect, you also inflict 1d4 points of damage per 4 Power Points on everything within the tempest's range. You may intensify the penalties on those in the area, or expand the area (including the area that is damaged) normally. Those inside the Tornado's area of effect are damaged every round without needing to be hit, but are allowed a Reflex saving throw (DC 10+Power Points) for ½ damage. A hero would not use this power indiscriminately, but villainous characters might revel in their power to cause widespread devastation with this power.

## DAMAGE TOUCH

Your slightest touch is deadly to an opponent.

**Energy Touch (Instantaneous; Action; Touch; Exclusive):** Whenever you touch someone (requiring a touch attack), you inflict 1d6 damage per 3 power points. Your target may make a Reflex saving throw (DC 10 +1 per 2 power points) for ½ damage. When this power is taken, you must specify the type of energy for resistance and immunity purposes.

**Physical Touch (Instantaneous; Action; Touch; Exclusive):** Whenever you touch someone (requiring a touch attack), you inflict 1d2 points of damage per 2 power points. Your target may make a Fortitude saving throw (DC 10 +1 per 2 power points) for ½ damage. In addition to this damage, you add your Strength modifier to damage, and any Claw damage

as well. Depending on the special effect, this power could represent poison, or perhaps spike covered skin. Whatever special effect the character takes, this power is always effected by physical damage resistance.

**Psychic Touch (Instantaneous; Action; Touch; Exclusive):** Whenever you touch someone (requiring a touch attack), you inflict 1d4 points of damage per 3 power points. Your target may make a Will saving throw (DC 10 +1 per 2 power points) for ½ damage. This power usually takes the form of a psychic blade.

## DANGER SENSE

You have a sixth sense that warns you of danger.

**Danger Sense (Permanent; Free; Personal; General):** Any time you are surprised, you may make a Will save (DC 20) to act normally in the surprise round, rolling initiative normally and taking a full action. Each Power Point in Danger Sense grants a +1 to this saving throw.

**General Stunts:** +1 to initiative

## POWER FEATS

### HYPERDODGE

Your danger sense is so refined you sense attacks a split second before they happen.

**Prerequisite:** 4 power points in Danger Sense, 1 Power Stunt for +1 Initiative

**Effect:** You gain a +2 dodge bonus to Defense against all attacks, unless your Danger Sense is somehow voided or removed, or unless you are caught flat-footed or surprised.

### HYPERREFLEXES

You appear to have the reflexes of a cat on speed. In fact, your danger sense causes you to begin reacting before attacks are even launched.

**Prerequisite:** 8 power points in Danger Sense, 3 power stunts for +3 Initiative

**Effect:** You gain a +2 dodge bonus to Defense

against all attacks unless your Danger Sense is somehow voided or removed, or unless you are caught flat-footed or surprised.

## DEFLECTION

You can block ranged attacks, either with an object, or with a ranged attack of your own.

**Energy Deflection (Instantaneous; Action; Personal; Exclusive):** You may block ranged energy attacks with an opposed attack roll. You may deflect one die of damage for each 2 Power Points invested in Deflection. If the damage of an attack exceeds the amount of dice you could deflect, then the attack is still partially successful. So if you had 4 power points in deflection (2 dice of deflection), and successfully rolled to deflect a 4d6 blast, you would still take 2 dice of damage.

**Physical Deflection (Instantaneous; Action; Personal; Exclusive):** You may block ranged physical attacks with an opposed attack roll. You may deflect one die of damage for each 2 Power Points invested in Deflection. If the damage of an attack exceeds the amount of dice you could deflect, then the attack is still partially successful. So if you had 4 power points in deflection (2 dice of deflection), and successfully rolled to deflect a 4d6 blast, you would still take 2 dice of damage.

**General Talents:** +1 to opposed Deflection attack rolls.

## POWER FEATS

### REFLECTION

You are able to reflect the character's attacks back at him.

**Prerequisite:** 10 power points in Deflection, 2 Power Stunts for +2 to hit

**Effect:** When you successfully win the opposed attack roll for deflecting an attack by five or more, you may make an attack of opportunity at your opponent

## CHAPTER 2: POWERS

with the amount of dice you would normally deflect being the damage of that attack. No matter how many dice you may deflect/reflect, the damage of this attack of opportunity may not exceed (in dice) the damage of the original attack. It is possible that if you cannot deflect all of an attack that both you and your opponent will be damaged by it.

*For example: Mickey "The Bruiser" is fighting with Raymond "The Rayman", The Bruiser is a Tough 7 with 10 power points in Deflection (giving him the opportunity to deflect up to 5 dice of a ranged attack), and the reflection feat. The Rayman is a Fast 3 / Energy Projector 4 (taking the Energy Surge Talents, twice, giving him Energy Surge +2d6) with 10 power points in Blast, energy, electricity. The Rayman uses an Action Point (for his Energy Surge +2d6 points of damage) and attacks with his Blast power, rolling a total of 17 (for a hit), The Bruiser rolls to deflect, and gets a 23 (beating the opposed roll by 5 or more), and gets an attack of opportunity against The Rayman. The Bruiser rolls and gets a total of 22 (for a hit)... The Bruiser takes 2d6 of Electrical damage (from the +2d6 power surge), while The Rayman takes 5d6 of Electrical damage that was reflected back at him from The Bruiser's reflection attack.*

**Special:** If you have power points invested in both Physical and Energy Deflection (they are exclusive powers), you may take this feat twice, applying it to each type of deflection power, assuming you have two stunts in each one. Otherwise you may only select this feat once.

### DENSITY INCREASE

You can increase your mass, making you the immovable object of the battlefield.

**Density Increase(Power level; Move; Personal; General):** By increasing your mass, you gain advantages in combat. For each 4 power points you gain 1 damage resistance against physical and energy attacks. For every 2 power points you gain +1 to

Reflex saving throws to resist Knockback. You gain a bonus to opposed checks to resist being tripped or thrown equal to your power points. Your effective weight increases 100 lbs. per power point, which may put you through the floor at high power levels.

### DESOLIDIFICATION

You can make yourself incorporeal, like a ghost.

**Desolidification (Power Level; Full-Round; Personal; General):** You become immaterial, and may pass through objects with a hardness of your power points or less at will. You are invulnerable to most attacks while incorporeal (you may be affected by the attacks of other incorporeal characters, and by magical and psychic attacks).

**Inside Out (Instantaneous; Attack; Personal; General):** You reach inside your opponent and become partially solid, inflicting 1d4 damage per 4 power points. This attack ignores damage resistance if the power granting it has fewer power points than your desolidification power. Also, characters with more points in any mass-altering power (density increase, desolidification, growth, shrinking) than you have points in desolidification are completely immune to this attack. This is a touch attack.

**Lighter than Air (Instantaneous; Move; Personal; General):** You may levitate 10' per power point each round.

### EMPATHIC HEALING

You suffer the pain of your patient, but you are able to heal them.

**Empathic Healing (Instantaneous; Action; Touch; General):** You may heal any amount of damage on a touch. You take damage equal to that healed. You heal this damage at 1 HP/round for each 4 power points in this power.

### ENHANCED SENSES

Your senses are superhumanly acute.

**Enhanced Hearing (Permanent; Free; Personal; General):** You gain a +1 to all listen checks for each Power Point.

**Enhanced Sight (Permanent; Free; Personal; General):** You gain +1 to all Spot checks for each Power Point spent on enhanced senses.

**Enhanced Smell (Permanent; Free; Personal; General):** The phrase never let them see you sweat might not have been coined for you, but perhaps it should have. Your sense of smell allows you to notice the emotional state of another by smelling sweat and other skin chemicals. You gain a +1 on all Sense Motive checks for each Power Point. You also gain a +1 bonus to Spot checks to oppose Disguise checks if you have ever been in the presence of the character, or the person they are impersonating, even for a moment.

**Enhanced Taste (Permanent; Free; Personal; General):** You can detect the slightest additive to anything you eat or drink including drugs and poisons. This ability grants you a +1 saving throw per 2 Power Points against any ingested poison.

**Enhanced Touch (Permanent; Free; Personal; General):** You can detect very minute variations in the surface of anything you touch. This allows you to read normal print by touch, and also gives you a +1 bonus to Spot checks to oppose Forgery checks if you have a chance to handle the original object.

**General Stunts:** Telescopic Sense: Double range on any one sense

### POWER FEATS

#### DARKVISION

Your sense of sight extends into the Infrared, allowing you to see in complete darkness and track by detecting heat signatures.

**Prerequisite:** 4 power points in Enhanced Senses, Enhanced Vision power stunt

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**TABLE 2-1: GROWTH TOTAL BONUSES**

Size	Cost	Height	Str	Dex	Con	Natural Armor	Def./Attack	HTH Dmg.
Medium plus	4 pts.	12 ft.	+4	-1	+2	+1	-0	1d2
Large	8 pts.	16 ft.	+8	-2	+4	+2	-1	1d3
Large plus	12 pts.	24 ft.	+12	-3	+6	+2	-1	1d3
Huge	16 pts.	32 ft.	+16	-4	+8	+3	-1	1d4
Huge plus	20 pts.	48 ft.	+20	-4	+10	+3	-1	1d4
Gargantuan	24 pts.	64 ft.	+24	-4	+12	+4	-2	1d6

**Effect:** You may see in complete darkness at a range of 5' per Enhanced Senses Power Point. You also gain a +1 to all Survival checks for Tracking per Enhanced Senses Power Point.

## HUMAN POLYGRAPH

By hearing the heartbeat of another, you can often detect falsehoods.

**Prerequisite:** 8 power points in Enhanced Senses, Enhanced Hearing power stunt

**Effect:** You may make a Listen check (DC 15) to detect a willing falsehood told to you by another.

## TRACKING SCENT

You have the nose of a bloodhound, allowing you to track with ease.

**Prerequisite:** 4 power points in Enhanced Senses, Enhanced Smell power stunt

**Effect:** You may use your survival skill to track as if you had the tracking feat. Also, you gain a +1 per Enhanced Senses Power Point on all Survival checks made for Tracking.

## ENSNARING ATTACK

You have a ranged attack that confounds and entangles your enemies.

**Ensnaring Attack (Power Level; Action; Short Range; General):** On a successful attack roll you have ensnared your target until they either make a

Strength check or an Escape Artist check (the DC for each is 10+ 1 per power point). Your target cannot attack, takes a -4 penalty to Dexterity, and cannot charge or run. If you take a full-round action (which provokes attacks of opportunity from characters threatening you) to use this power, or successfully use it on the same target with an attack action three times then your target is paralyzed (cannot move, an effective Strength and Dexterity of 0) until someone helps them escape or this power wears off.

**General Stunts:** +1 to Ensnaring attack rolls

## POWER FEATS

### DURABLE ENSNAREMENT

Your ensnarement attacks last longer than normal.

**Prerequisite:** 4 power points in Ensnaring Attack

**Effect:** Your ensnarement attacks last 1 minute per power point.

**Normal:** Ensnarement attacks normally last only 1 round per point.

## FLIGHT

You have an ability dreamt of since ancient times: the ability to take to the air and fly without mechanical contrivances.

**Flight (Instantaneous; Move; Personal; General):** You have the ability to fly with a great deal of speed and control. Your flight speed is 20' per

Power Point in Flight. Your base maneuverability is Average, and you may improve this either through the Combat Flight feat, or through Flight Power Stunts.

**General Stunts:** +1 Maneuverability

## FORCE FIELD

You can generate an energy field to protect you.

**Force Field (Power Level; Move; Personal; General):** You gain a +1 armor bonus per 3 power points. You also gain a +1 bonus to saving throws against ranged attacks per 3 power points.

## GROWTH

You can alter your size at will, becoming larger and stronger on the battlefield.

**Growth (Indefinite; Move; Personal; General):** Each 8 Power Points invested in Growth allows you to grow to the next size category. Partial growth is possible, and is summarized on the table below. Half-way to the next category may be achieved for 4 power points and is called a "plus" size.

The table below summarizes the cost and the total benefits of going from Medium to the new size. If you go from Medium plus to Large you would only gain an increase equal to the difference.

When you grow, you gain bonus hit points equal to the increase in Con, and also gain a bonus to Intimidate skill checks equal to +2 per increased size category.

**Power-Specific Limitations:** Permanent: +1 DSR per category, to a maximum of +5 DSR at Huge plus and Gargantuan sizes.

**General Stunts:** +1 to hit at larger than Medium size

## SPECIAL CONSIDERATIONS

**Activation Time:** The activation time listed above (Move-Equivalent) is for moving *one Size Category*. So, to go from Medium to Gargantuan would take 3 Move-Equivalent actions. The character can grow to



## CHAPTER 2: POWERS

his full size in one fell swoop as a Full-Round Action, but he is considered Flat-Footed until the beginning of his next action.

If Growth is used indoors, the character's Attack and Def penalties are doubled, as he is likely either crouching down, or (in the case of more than one level of Growth being used) negotiating through the rubble he just turned the roof into, unless the building has considerable size, such as an empty airplane hangar, or an empty warehouse.

Shrinking out of a Grapple or Ensnaring attack: One of the advantages of being able to alter your size. If you are successfully Grappled or Ensnared, Shrink (move down one or more size categories) to help you escape. Treat the Power Points in growth of any size decrease as a bonus to any escape artist check to escape. Characters with Shrinking as well as growth can actually use both their power points in growth *and* shrinking if they reduce their size from medium+ or larger below medium.

Also, each increased size category gives a +2 cumulative bonus on all grappling attacks, and a character that wishes to grow out of a grapple or ensnarement attack may use the Strength for the height he is growing to, as well as his full grappling modifier, in an attempt to escape through brute force. However, if this check fails, the character is forced back to the size he was when entangled, and suffers 1d6 points of damage per 4 points of growth he attempted to use to escape.

*Example:* Big Ben lands the Aegis jet (he is at normal, Medium size) and opens the hatch, calling for Equinox, the mutant terrorist to surrender. Equinox responds by encasing Ben in ice with a 20 point entangle (Requires a Strength check or Escape Artist check of 30 to escape). Ben has no Shrinking, and so decides to bust his way out with his growth, and attempts to shoot up to his maximum, Huge+ size with a roar. Not only will Ben get the modifier for Huge+ Strength (+10 additional Strength modifier),

but he will also receive his grapple modifier for Huge+ (an additional +10). Ben rolls an 11, giving him a modified 31, and breaks free of the ice casing. Equinox wishes he were somewhere else.

*Reach:* Don't forget this! In addition to height, a character gains reach as he grows. In some cases this will allow the character to strike at her Enemies when they can't strike her back.

*Fighting Space:* Remember, also, that a character that increases in size needs more space to fight. Table 8-1 in the D20 Modern Core Rulebook (page 217) has examples for typical creatures of certain sizes.

*HTH Damage:* Use this in addition to your martial arts maneuvers. You can either use Combat Martial Arts, or your size to provide the base damage your maneuvers deal, whichever is better. Thus a Hook from a gargantuan character inflicts 1d8 points of damage plus the character's Strength modifier.

*Stealth:* Something else not to forget, each level of growth gives a cumulative -4 penalty to all Hide skill checks (partial levels give a -2) per level. So a character at size Huge plus takes a -10 penalty (-4 per full category grown, -2 for the partial category).

### HEALING TOUCH

Your touch can heal the sick.

**Healing Touch (Instantaneous; Action; Touch; General):** Your touch heals 1d4 points of damage per 4 power points. This may not raise a target's hit points above their normal level.

**Purge (Instantaneous; Action; Touch; General):** Your touch can heal disease or blindness once per day per 6 power points. This power can even remove blindness taken as a disadvantage, though the character will receive no further experience benefit from it.

**Restore Ability (Instantaneous; Action; Touch; General):** You can restore damaged ability scores. Your touch heals 1d4 ability points per 8 power points.

### INVISIBILITY

You have the ability to make yourself disappear.

**Invisibility (Concentration; Action; Personal; General):** You become invisible to most forms of detection, and can only be seen by characters that have more power points in enhanced vision than you have power points in invisibility, or by Sonar or psychic detection. An attack ends this effect and it must be reactivated on the next round.

**Improved Invisibility (Power Level; Action; Personal; General):** You can remain invisible and fight, with a duration of one round per power point. This power still has no effect on characters that have more points in enhanced vision than you have points in invisibility, or Sonar, or psychic detection.

### LIFE SUPPORT

You can survive in hostile environments comfortably.

**Amphibious (Special; Free; Personal; General):** You may survive underwater for 1 hour per power point. You must breathe normally for a full minute before this power may be re-activated.

**Camel Metabolism (Special; Free; Personal; General):** You may go for 1 day per power point without food or water.

**Cold Blooded (Special; Free; Personal; General):** You may survive in cold climates for 1 hour per power point. You must escape the cold for an hour before this power may be reactivated.

**Hot Blooded (Special; Free; Personal; General):** You may survive in hot climates for 1 hour per power point. You must escape the heat for an hour before this power may be reactivated.

**Vacuum Sealed (Special; Free; Personal; General):** You can survive hard vacuum for 30 minutes per power point. You must escape vacuum and breathe normally for ten minutes before this power may be reactivated.

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## MIMIC

You can assume the form of any person at will, making you the perfect spy... or assassin.

**Mimic (Indefinite; Move; Personal; General):**

Using this power gives you a bonus on disguise checks equal to +2 per power point. You are such a good copy of the person you are duplicating that you also gain a bonus to Disable Device checks of +1 per power point to bypass security systems such as palm print scanners, retina scans, and so forth. This power does not make disable device checks easier for conventional locks, however.

## MIND CONTROL

You can control the mind of another- possibly multiple characters.

**Domination (Concentration; Action; Medium; General):** You can gain direct control over another's actions for 1 round per power point (less if your concentration is disturbed). Resisting this power requires a Will save (DC 10 +1 per 2 power points). Each talent you spend allows you to control an additional person, but any concentration skill check required has the DC increased by 2 for each person beyond the first you are attempting to control. Any failed concentration check allows all characters you control to make a new saving throw. Any character that makes his saving throw against your power is immune to further mind control attempts by you for 24 hours.

## POWER FEATS

### MENTAL PARALYSIS

You are able to paralyze a target with the power of your mind.

**Prerequisite:** 8 Power Points in Mind Control

**Effect:** You may render a target paralyzed (unable to move with an effective Dexterity and Strength of 0). Your target may avoid this with a Will save (DC

10 + 1 per 2 points in mind control). This power counts against the total number of characters you can affect with your Mind Control power and lasts 1 round per 2 power points in Mind Control.

## MULTIPLE LIMBS

You have additional limbs (or perhaps differently-abled limbs) that grant you unusual abilities. If you take this power more than once, you may combine abilities into one limb. For example, an aquatic character with a motive limb (swim tail/fins) and a club limb could combine the two, giving him a powerful merman-like tail that could propel him through the water, and that he could smack opponents with like a whale.

**Club Limb (Permanent; Free; Personal; Exclusive):** You have a limb usable only for attacking as a bludgeoning weapon. Your limb may not handle or pick up items. This limb does 1d4 base damage. As you spend power points the damage improves at the same rate as the claws power (see the damage table under that power for more information).

**Motive Limb-Legs (Permanent; Free; Personal; Exclusive):** You have a limb or limbs that aids ground movement. Each power point spent on Motive Limb- Legs grants +10' per round bonus to that movement. This movement stacks with any other ground movement power the character possesses, such as Super Running (since the movement per power point is the same either way there's no real benefit to having both- it's just your character concept).

**Motive Limb-Swim Tail/Fins (Permanent; Free; Personal; Exclusive):** You have a limb or limbs that aids aquatic movement. Each power point spent on Motive Limb-Swim Tail/Fins grants a +20' per round bonus to that movement. This movement stacks with any other swimming movement power the character possesses, such as Super Swimming (since the movement per power point is the same either way there's no real benefit to having both- it's just your

character concept).

**Motive Limb-Wings (Permanent; Free; Personal; Exclusive):** You have a limb or limbs that aids flight. These wings improve the maneuverability class of any flight power by one class (this power may not be purchased multiple times to gain this bonus again no matter how many wings your character possesses). You may also glide at a speed of 10' per round for each power point.

Gliding allows silent flight (you may use the Move Silently skill normally to surprise your enemies while gliding). Gliding may not be used to gain altitude from the ground. You must either be towed into the air by another character or jump from a high altitude. Once airborne, gaining altitude requires a Dexterity check (DC 20). This check takes a -1 penalty for each 10 feet of height below 100 feet, and a -1 penalty for each 10 feet of altitude you voluntarily lost last round (meaning if you dive it's harder to gain altitude again immediately). You gain a +1 bonus to this check for each 4 power points invested in this power.

A character with this power may spend general stunts to further improve his flight maneuverability (certain powers that grant flight, such as Control Weather, do not normally allow stunts to be spent on maneuverability, only Combat Flight feats).

**Prehensile Limb (Permanent; Free; Personal; Exclusive):** You have a limb capable of doing anything your hands can do, including combat maneuvers such as disarm, trip, and wielding weapons. This limb's Strength is equal to your base Strength, and has a base Dexterity of 4. Each power point spent on this power raises the effective Dexterity of your prehensile limb by 2.

Prehensile limbs are easily noticed with a Spot check (DC 15). However, if an opponent does not notice a prehensile limb, he is flat-footed against the first attack you make with that limb.

More limbs that act like hands always make certain tasks easier. Each prehensile limb you possess gives

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you a bonus to climb skill checks, grappling and trip attack rolls and opposed checks equal to the Dexterity modifier of each prehensile limb you possess, plus one for each limb beyond the first. For example, a character with three prehensile limbs with Dexterity scores of 12, 12, and 14 would gain a bonus of +6 to climbing or grappling: 1+1+2 for the Dexterity scores of the limbs, +2 for three added limbs.

Naturally, if you have klutzy prehensile limbs you won't want to use them for these tasks, unless you have a *lot* of them. Attacks with prehensile limbs suffer a -5 penalty if made in the same round as attacks with other limbs.

### BONUS FEATS

#### PREHENSILE ATTACK

You are skilled at using your limbs to attack.

**Prerequisite:** Prehensile Flurry

**Effect:** The base attack modifier for prehensile or club limbs is -2.

**Normal:** Attacks with two or more prehensile limbs suffer a -5 penalty to hit.

#### PREHENSILE FLURRY

You are practiced at using your limbs to attack independently.

**Prerequisite:** Prehensile limb with an effective Dexterity of at least 12.

**Effect:** When you attack with a prehensile or club limb and your normal limbs simultaneously, your prehensile limb attacks are modified by the effective Dexterity of that limb (although attacks with additional limbs still suffer the usual -5 penalty to hit).

#### PHOTOGRAPHIC REFLEXES

You have the uncanny ability to "imprint" actions you witness, allowing you to repeat them later through an odd form of sense memory.

**Sense Memory (Indefinite; Full-Round; Personal; General):** By taking a full round and making a spot check (DC 15), you may perform any feat or ability that you witness another character perform, even if you watch them perform that action on a video or on television, or through some other form of indirect observation.

Your ability to perform a skill is either at the skill ranks of the observed character, or at 1 rank per 2 points in Photographic Reflexes, whichever is worse.

You may only imitate a feat if you have 10 or more power points invested in Photographic Reflexes.

You may only imitate a feat if you possess all the prerequisites for that feat.

You may only imitate one feat or skill at a time, although you may change what ability you have imprinted at any time you fulfill the conditions to do so.

General stunts spent on this power allow imitation of multiple skills or feats simultaneously.

#### PLASTICITY

You can twist, contort, and stretch your body at will.

**Bouncing (Permanent; Free; Personal; General):** You reduce falling damage by 1d6 per power point.

**Daddy Long Legs (Indefinite; Move; Personal; General):** You can levitate (by stretching your legs) 10' per power point in one round as a move action. Your maximum elevation is 20' per power point.

**Elongation (Indefinite; Free; Personal; General):** You can increase your reach by 5' per power point.

**Long Strider (Instantaneous; Move; Personal; General):** Your movement rate is increased 10' per round for each power point.

**Malleability (Permanent; Free; Personal; General):** You add +1 per 2 power points to your Escape Artist skill and to Grappling attack rolls, including all opposed grapple checks.

**Tight Spaces (Permanent; Full-Round; Personal; General):** Plasticity can get you out of a tight spot.



You can squeeze through a wall to escape from confinement as long as there is a space or crack in the surface large enough for your super-malleable body to squeeze through. You can pass through any material with a Hardness of 1 per 4 power points in plasticity.

#### POWER DETECTION

You can detect other superhumans. Usually this is some sort of psychic detection.

**Power Detection (Concentration; Attack; Line of Sight; general):** You can detect superhumans (for



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game purposes, a superhuman is anyone with power points- this includes all origins with the exception of Advanced Training). How much information you gain depends on your detection roll, which is a d20 modified by your points in power detection, as shown on the table below.

Detection Table	
DC	Information Gained
10	There is a superhuman somewhere within your line of sight
15	Exact location of superhuman
20	As above plus origin of superhuman
25	As above plus powers of superhuman
30	As above plus the power points spent on each power
35	As above plus the disadvantages of the superhuman (but not their DSRs)

**Power Specific Disadvantages:** Only vs. one origin (DSR +3)

## PRECOGNITION

You have the ability to receive glimpses of the future.

**Precognition (Instantaneous; Full-Round (AoO); Personal; General):** You can see the future anytime you concentrate. The further into the future you attempt to forecast, the more possibilities and diverging realities clash and impede on your attempts to divine the most *likely* future. To correctly interpret the visions you receive, you must make a Wisdom check, modified by your power points in precognition. The DC of this check is 15 +5/day in the future you are attempting to forecast. The GM will make your Wisdom check in secret. If you succeed at this check, you will gain a +1 per two power points when dealing with the forecast activity or event. If you fail

the check, you take a -5 on all rolls dealing with the activity or event.

**General Stunts:** +1 initiative.

Example: Cassandra, superpowered agent of USHER, has been ordered to protect the President during a key campaign swing through the American southwest. The day before a rally, she meditates, and sees herself, gun in hand, standing over the body of the President. In the background stands a man in a gray suit with a red handkerchief in his pocket. The GM makes her Wisdom roll in secret (her DC is 20 since she is forecasting one day into the future), rolling a 3, plus 12 for Cassandra's power points in Precognition. The next day at the rally, Cassandra makes a spot check (the GM adding a -5 in secret since she failed her check) and spots the man from her vision. As she and a swarm of Secret Service agents descend on him, a shot rings out from the opposite side of the crowd. Turning, she sees herself, gun in hand, standing over the body of the President. As she watches in horror, her form changes into that of Leland McCade, infamous superhuman terrorist who smiles at her, and then fades into the crowd.

## PROBABILITY MANIPULATION

You have the uncanny ability to always come out on top, or make other people have the worst luck imaginable.

**Good Luck (Instantaneous; Move; Personal; Exclusive):** Once per day for each 8 power points you may reroll any die roll. You must accept the second roll whether it is better or worse than the original roll. For each talent spent on this power, you add +1 to the second roll.

**Bad Luck (Instantaneous; Action; Medium Range; Exclusive):** If you succeed with a ranged touch attack, your target must make a Will save (DC 10 +1 per 2 power points) or reroll their last d20 roll, taking the *worst* of the two rolls.

## POWER FEATS

### CHARMED LIFE

Things *really* seem to go your way. Bad things are things that happen to other people, and things that sometimes happen to you to keep things interesting until things really turn around.

**Prerequisite:** UltraLuck, 15<sup>th</sup> level

**Effect:** When you spend an action point to modify die rolls, you add *all three* dice to your roll.

**Normal:** Normally you only get to add one die.

### LUCKY CHARM

You seem to not only have *good* luck, but a lot of it.

**Prerequisites:** UltraLuck

**Effect:** You gain a bonus number of action points each level equal to your Charisma modifier, but only if you spend more than ½ of your action points each level.

### ULTRALUCK

Things just seem to go your way.

**Prerequisite:** 10 power points in Probability Manipulation, 3 power stunts for +3 on rerolls

**Benefit:** When you spend an action point to alter die rolls, you are able to count 2 of the 3 maximum dice for addition to the roll.

**Normal:** Normally you are only able to count one die.

## REGENERATION

Your body heals extremely rapidly.

**Fast Healing (Permanent; Free; Personal; General):** You heal one HP per round per 4 power points.

**Regrowth (Permanent; Free; Personal; General):** You can regrow severed limbs at the rate of 14 days, -1 day per two power points. Ability damage is regained at the rate of 1 point per day for each 2 power points as well, rather than the normal 1 per day.

## TABLE 2-2: SHRINKING TOTAL BONUSES

Size	Cost	Height	Str	Dex	Con	Def./Attack	Hide
Small	4 pts.	2 ft.	-4	+2	-2	+1	+4
Tiny	8 pts.	1 ft.	-8	+4	-2	+2	+8
Diminutive	12 pts.	6 in.	-10	+6	-2	+4	+12
Fine	16 pts.	3 in.	-10	+8	-2	+8	+16
Fine-	20 pts.	1 in.	-12	+8	-2	+10	+20
Micro	24 pts.	Microscopic	-15	+8	-2	+12	+30

**Slow Aging (Permanent; Free; Personal; General):** You add 10 years to each age category per power point for determining physical ability modifiers. Mental ability modifiers are still gained for aging, however.

## SHRINKING

You can make yourself smaller, gaining bonuses to defense and stealth.

**Shrinking (Indefinite; Move; Personal; General):** You may reduce your size by one category per 4 power points invested in this power, temporarily gaining all bonuses and penalties for your new size, including Constitution (although HP do not change, your Fortitude saves and massive damage threshold will be adjusted accordingly).

Defense bonuses do not include any Dexterity modifiers, and the minimum Str. is 3.

**General Stunts:** +1 Strength when below medium size, maximum Strength is your normal Strength.

## SPECIAL CONSIDERATIONS

**Hiding in plain sight:** If you reduce your size by 2 or more categories in a single round (a full-round action as described under Growth), you may make a Hide check (using your modifier for your new size) even if you are being observed.

Shrinking out of an Ensnarement or Grapple: This works as described under growth.

**Microscopic Size:** As you get below fine size, there is a diminishing return. Strength penalties continue, but your Dexterity modifier does not continue to climb. There are continued bonuses to Defense and Hide checks, but for most characters Fine size will be the lowest they will want to go. However, Microscopic size is downright dangerous for the uninitiated. You will be in a seemingly alien universe, with atoms and particles floating freely. Characters with less than 8 ranks in Knowledge (Physical Sciences) are unable to take any action due to extreme disorientation at this height.

However, characters with the proper knowledge gain a +5 on all knowledge Physical Sciences checks, since they can *see* what's happening at the molecular level (and make sense of it all). Also, a character can enter the body of his patient at this size, and gains a +12 bonus on all Treat Injury checks, including surgery. Just watch out for those antibodies! (They kill things your size and deposit the remains directly into the colon).

## POWER FEATS

### UP AND UNDER

You can shoot up under your target, delivering a powerful punch.

**Prerequisite:** Shrinking 8 Power Points

**Effect:** By growing to full size underneath your

opponent, you gain your attack bonus (as if you were at minimum height), and add 1d4 points of damage per 4 points of shrinking to the damage from this attack. If you spend an action point when making this attack, your opponent is flat-footed.

## SONAR

Your sense of hearing allows you to function perfectly in the dark, like a bat or dolphin.

**Sonar (Permanent; Free; Personal; General):** Your hearing is so acute it can substitute for sight in the manner of a bat or dolphin. If you make a Listen check (opposed by a Move Silently check if someone is trying to avoid detection), you may function as though you can see the target, ignoring penalties for Blindness, Darkness, Fog, Smoke, or any other concealment. This power also allows you to fight characters with the Invisibility power normally if you make a Listen check. Background noise can impose a penalty on this check; however, the Concentration skill can allow you to ignore this penalty for a round. The penalties, and concentration DCs are detailed below.

Condition	Penalty	DC
Normal city background noise	-5	15
Daytime city background noise	-10	20
City at rush hour	-15	25
Extreme noise (train station at rush hour, runway, airplane is lifting off or landing, etc.)	-20	30

## STUNNING ATTACK

A popular power for good heroes, you can disable targets without hurting them.

**Stunning Attack (Instantaneous; Action; Long Range; General):** When this power is used on a target, its effect is based on the target's Constitution

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and the power points in this power. Regardless of the effect, the attacker must hit with this power, and the target must fail a Fortitude saving throw (DC 10+ 1 per 2 power points) to be affected.

If the power points of this attack are less than ½ the target's Constitution, the target is dazed for one round if the saving throw is failed. If the power points of this attack are more than ½ the target's Constitution, and the target fails the saving throw, the target is stunned for 1-4 rounds. If the power points of this attack are more than the target's Constitution and the target fails his save, the target is knocked unconscious for 2-5 rounds.

### SUPER LEAP

You can leap tall... err objects in a single bound.

**Super Leap (Instantaneous; Move; Personal; General):** You gain a leaping movement of 20' per round. You may leap a maximum distance forward with a running start of 200% of your normal per round leaping movement, and may leap up a distance equal to your maximum leaping movement. You can leap down 200% of your normal per round leaping movement before falling damage accrues.

**General Stunts:** +1 damage with kicking attacks.

### SUPER RUNNING

You are extremely fleet of foot.

**Super Running (Permanent; Free; Personal; General):** Your ground movement is increased by 20' per power point.

**General Stunts:** +1 initiative

### POWER FEATS

#### HYPERVELOCITY

You can run up walls and over water.

**Prerequisite:** 13 power points in Super Running

**Effect:** You can move across any liquid surface as if it were solid, and may move up walls as though

they were flat surfaces, as long as you move 100 feet or more in the round in which you are using this feat. Losing velocity causes you to react as you normally would (falling off walls, sinking in water, and so forth).

### SUPER SWIMMING

You can swim at high speed.

**Super Swimming (Instantaneous; Move; Personal; General):** Your swimming speed is 20' per power point.

**Gills (Permanent; Free; Personal; General):** You can breathe water and air. However, water is your native environment, and you take a -4 on all saving throws to avoid damage from heat and lack of water.

### SUPERHUMAN CHARISMA

You are exceptionally magnetic and engaging.

**Superhuman Charisma (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Charisma.

### SUPERHUMAN CONSTITUTION

You are exceptionally hardy and healthy.

**Superhuman Constitution (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Constitution.

**Resilience (Permanent; Free; Personal; General):** You add +1 to your Massive Damage threshold per power point, and gain +1 HP per power point.

**General Stunts:** +2 to Fortitude saving throws. +1 Damage Resistance against a specific special effect of damage, either physical or energy (some example special effects: poison, electricity, heat, light, cold, radiation)

### SUPERHUMAN DEXTERITY

You are exceptionally fast and agile.

**Superhuman Dexterity (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Dexterity.

**Swinging (Instantaneous; Move; Personal; General):** In areas where you have numerous objects to climb and swing from, particularly jungle and urban environments (but also others at the GM's discretion) you gain an effective flight speed of 10' per power point, with clumsy maneuverability.

**General Stunts:** +2 to Reflex saving throws

### SUPERHUMAN INTELLIGENCE

You are exceptionally smart.

**Superhuman Intelligence (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Intelligence.

**SuperGenius (Permanent; Free; Personal; General):** You gain a +1 bonus per power point to one Intelligence-based skill. You may take this stunt multiple times, each time it applies to a new skill.

**Total Recall (Permanent; Free; Personal; General):** You can make a concentration check (DC 25) to instantly commit something to memory or to recall an extremely small detail about a past encounter. You gain a bonus to this concentration skill roll of +1 per power point.

**General Stunts:** +1 skill point per level

### POWER FEATS

#### LIGHTNING MIND

Your mind operates with the speed of a computer.

**Prerequisite:** 6 power points in Superhuman Intelligence, General Stunt +1 skill point per level.

**Effect:** Any Intelligence skill check that would normally be made in an hour you may make in a minute. An Intelligence skill check that could be made in a minute you may make in a full round. Any



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Intelligence skill that requires less than a minute to perform you may perform as a free action, during your action, once per round.

For example, finding a data file on an unfamiliar Massive Corporate Network normally takes 10 minutes. A character with this feat could make that same check in 1 minute. A large office network, which normally requires 1 minute to find files, the character could search in a full round. Anything smaller would be a free action.

## SUPERHUMAN STRENGTH

You are exceptionally strong.

**Superhuman Strength (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Strength.

**Brawn (Permanent; Free; Personal; General):** You add your power points to all Strength checks, including checks for lifting and escaping from grapples. You may take 10 on lifting Strength checks even in combat or other adverse conditions.

**General Stunts:** Hand to hand damage increases to the next larger die (from d4 to d6, from d6 to d8, and so forth) to a maximum of 1d12.

## SUPERHUMAN WISDOM

You are exceptionally perceptive and your mind is hard for others to unduly influence.

**Superhuman Wisdom (Permanent; Free; Personal; General):** Each Power Point you invest in this power grants you a permanent +1 Wisdom.

**General Stunts:** +2 to Will saving throws

## TELEKINESIS

You can move objects with the power of your will alone.

**Telekinesis (Power Level; Action; Short Range; General):** You may lift objects at range, using your Wisdom ability modifier the way a character

with Superhuman Strength would use his Strength modifier for lifting (see the Environment for more information), modified by your power points in Telekinesis. Regardless of how much weight you can lift, however, you can only affect one object at a time. Also, range lessens both your accuracy and strength, applying a modifier to attack rolls and Wisdom checks for lifting. Each stunt you spend on this power allows you to affect additional objects/targets, but you must divide your telekinesis modifier between each



target you wish to affect. Picking up a live target is a grappling attack, using the TK modifier rather than the character's normal grapple modifier.

Example: Maddy Maguire is a young mutant attending "mutant high" (the secret government facility run by USHER for the training and molding of young superhumans), and has three stunts in Telekinesis (allowing her to affect three separate targets), and 10 power points in Telekinesis (granting her a total +10 bonus on lifting objects with her mind). On a night out, she and her date ("normal" Billy Madison) are harassed, and eventually threatened by three local toughs. When the boys rush the couple, Sally uses her TK to try and lift all three boys (all are medium "objects"). Sally divides her +10 modifier between the three boys, rolling d20 +4, d20 +4, and d20 +3.

**Telekinetic Disarm (Instantaneous; Action; Short Range; General):** As above, except you can use your power to disarm targets at range. Any stunts you have for TK also allow you to attempt to disarm multiple targets (dividing your bonus normally).

**Telekinetic Flight (Instantaneous; Move; Personal; General):** You may fly 10' per power point each round, with clumsy maneuverability that can only be improved by Combat Flight feats. Since this is a move action and TK is an attack action, you may use your TK to carry willing subjects up to the maximum number of targets your TK can affect. You cannot carry unwilling subjects in flight unless you have improved your maneuverability to at least average.

**Telekinetic Punch (Instantaneous; Action; Short Range; General):** You can attack a single target, inflicting 1d4 points of damage per 4 power points, as a ranged attack modified by Wisdom. If you may affect multiple targets with TK, you may divide these dice among multiple targets.

**Telekinetic Shield (Concentration; Move; Personal; General):** You gain a +1 Defense for each

# CHAPTER 2: POWERS

4 power points in TK. Any attack that hits you forces a concentration check to maintain this shield.

**General Stunts:** +1 to hit with TK attacks

## TELEPATHY

You have the power to read the thoughts and emotions of others.

**Empathy (Instantaneous; Move; Line of Sight; General):** By reading the emotions of one target within range, you gain +1 per 2 power points to the following skills: Bluff, Diplomacy, Gather Information, Intimidate, Sense Motive.

**ESP (Instantaneous; Action; Line of Sight; General):** You can read the thoughts of a target that fails a Will save (DC 10+1 per 2 power points). This power only allows surface thoughts to be read, not deep or hidden thoughts. This power can also be used for psychic scanning, detecting an invisible or unseen target within a 10' radius if your target fails a Will save. Any character that successfully saves vs. your ESP is immune to your power for the next 24 hours.

**Mind Link (Indefinite; Move; Line of Sight; General):** This skill allows silent, telepathic communication between you and 1 willing subject per 4 power points. This power must be established with a Move action among subjects in your line of sight. However, once established this power can be maintained over a range of 1 mile per power point until you are knocked unconscious or killed.

**Psi Bolt (Instantaneous; Action; Short Range; General):** You can temporarily short-circuit a target's synapses, rendering that target dazed for 1 round if the target fails a Will Save (DC 10 +1 per 2 power points). Each power stunt spent on Psi Bolt after this power is established increases the duration by 1 round that a target is dazed on a failed saving throw.

## TELEPORT

You can instantaneously move to a spot without crossing the intervening distance.

**Teleport (Instantaneous; Move; Personal; General):** You can teleport 10' per power point in place of your normal movement. You can make a "double move" with teleport, moving twice the distance as a full-round action, but you arrive *dazed* (see condition summary) at your destination.

Teleportation is safe if conducted to a place within your line of sight. However, you can also teleport to a site within range that you cannot see, but the risk is great. To teleport to a place you cannot see you must make a Concentration skill check to successfully remember the area's layout and arrive safely. The DC of this check is 15 if you know the area well (have been there many times), 20 if you have been there once, and 25 if you only glimpsed the location. You take 1d6 points of damage for each point by which you miss the check.

**General Stunts:** +2 on concentration checks to teleport to unseen locations. Teleport 100 lbs. of weight (this cannot be more than your heavy load carry capacity).

## POWER FEATS

### BLINKING

Your habit of teleporting around the battlefield makes you a difficult target.

**Prerequisite:** Teleportation 8 power points.

**Effect:** You gain a +2 dodge bonus to Defense vs. all attacks.

### PORT STORM

You teleport around your target, finding a weakness in his defenses.

**Prerequisite:** Blinking, 10 power points in Teleport

**Effect:** You gain an extra attack at your highest base attack bonus, but this attack, and all your

other attacks during the 'Port Storm round suffer a -2 penalty to hit. If you spend an action point in conjunction with this attack, you may flank an opponent *by yourself* by appearing and disappearing all around him.

## TRANSFORMATION- FIRE

Your body appears to catch fire, but you are not harmed.

**Flare (Instantaneous; Action; Short Range; General):** You can create a signal flare that can be seen 100' away per power point. Alternately, you may target an individual with this power, and if he fails a Fortitude saving throw (DC 10 +1 per 4 power points) he is blinded for 1-6 rounds.

**Human Jet (Instantaneous; Move; Personal; General):** You gain a flight speed of 10' per round with Clumsy maneuverability. Only combat flight feats can improve the maneuverability granted by this power.

**Transformation-Fire (Power Level; Move; Personal; General):** Anytime you touch someone, or are touched (including melee attacks), you inflict 1d3 fire damage per 4 Power Points. Targets of this attack may make a Reflex saving throw (DC 10+Power Points) for ½ damage. A target successfully grappled by you receives no saving throw.

Note that if you are attacked with a weapon this power will damage the weapon, not the attacker. However, if this power successfully destroys the weapon, you suffer no damage from the attack.

## TRANSFORMATION- METAL

Your body transforms into mobile metal.

**Transformation- Metal (Power Level; Move; Personal; General):** You gain a +1 armor bonus to defense per 2 power points, and a +1 to saving throws vs. knockback per 2 power points. You do not gain this armor bonus against electrical or magnetic attacks, and suffer a -4 to saving throws against those

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attacks. Your weight increases by 100 lbs. per power point, which may put you through the floor. You are a metallic object, and as such, you are subject to Control Magnetism.

**General Stunts:** Hand to hand damage increased to the next larger die (from d4 to d6, from d6 to d8, and so forth) to a maximum of 1d12.

## TRANSFORMATION – SAND

Your body transforms into sand that can slip through the smallest opening.

**Disassembled Form (Power Level; Move; Personal; General):** By disassembling yourself into your component particles of sand, you may slip through any object with a hardness of 1 per 2 power points. This ability also grants you a Hide bonus of +1 per power point in a sandy area (a beach, a sandbox, a construction site, etc.).

**Transformation- Sand (Power Level; Move; Personal; General):** You gain a +1 armor bonus to defense per 3 power points against physical attacks. Energy attacks of all kinds ignore this bonus.

## TRANSFORMATION – WATER

Your body transforms into water.

**Liquid Form (Power Level; Move; Personal; General):** By transforming yourself into your liquid state, you may slip through any object with a hardness of 1 per 2 power points. This ability also grants you a Hide bonus of +1 per power point in a watery area (ocean, lake, bathtub, etc.).

**Transformation- Water (Power Level; Move; Personal; General):** You gain +1 armor bonus to defense per 3 power points against physical and electrical attacks. Fire and cold attacks ignore this bonus, and you suffer a –4 to saving throws against these attacks.

## GENERAL POWER FEATS

These feats require a character to have certain power and or skill levels in specific powers, and are essentially new powers themselves. These feats represent hard to master abilities granted to those extremely practiced in the use of their powers. They are grouped together here for convenience.

### COMBAT FLIGHT

You are practiced at aerial maneuverability.

**Prerequisite:** A power, stunt, or piece of equipment that grants flight.

**Effect:** Your maneuverability improves by one class.

### IMPROVED DURATION– ONE POWER

You have practiced and improved the duration of one power.

**Prerequisite:** 6 power points in a power with a duration of less than permanent, but that is not instantaneous.

**Effect:** The duration of the power you apply this feat to is increased by one category (from concentration to power level, or from power level to indefinite). This feat may not be used on powers with an instantaneous duration, nor may it raise a power's duration to permanent. However, it may be taken twice, improving a concentration duration power to an indefinite duration power.

### IMPROVED RANGE– ONE POWER

You have practiced and improved the range of one attack power.

**Prerequisite:** 1 power stunt for +1 to hit in a ranged attack power with a range of less than long range.

**Effect:** The range of the power you apply this feat to is increased by one category (from short to medium, or from medium to long). This feat may not improve the range of a touch or personal power, nor may it increase the range of a power above long range. However, for a short range power, this feat may be taken twice, to increase the range of that power to long range.

### PINNACLE OF POWER

You powers have reached their pinnacle.

**Prerequisite:** Epic level, Power Surge

**Effect:** +1 power points per level, cumulative with Power Surge.

### POWER MASTERY – ONE POWER

You have exceptional skill with one power.

**Prerequisite:** 10 power points in the power this feat is applied to

**Effect:** You either gain +2 to hit with a power, or increase the save DC to resist one power by +2. You may take this feat multiple times, its effects stack.

### POWER SURGE

Your powers are increasing.

**Prerequisite:** 10<sup>th</sup> level

**Effect:** You gain +1 power points per level.

### SIGNATURE STUNT

You have mastered a new sub-ability unique to your character.

**Prerequisite:** 7<sup>th</sup> level, GM's permission

**Effect:** You may now use the ability as an established power.

**Normal:** Stunts not found in this book normally cost 1 action point every time they are used.



# CHAPTER 3: DISADVANTAGES

Disadvantages are as much a part of superhero adventures as the heroes and villains themselves. Indeed, we are as fascinated with the burdens borne by comic characters as we are by their fantastic abilities. Heroes refusing to kill villains even when they deserve it, leading a double life, hiding their good deeds behind a mask to protect the ones they love from the revenge of that same villain. Or the slow descent into madness caused by that one mistake, that one fatal flaw that causes what could have been a great hero to descend to the depths of awful villainy.

**Disadvantage Ratings (DSR):** AVigilance rates each disadvantage you take by assigning it a number, called the Disadvantage Rating, or DSR. The DSR determines how often the disadvantage appears, and how detrimental it is to you when it does. The higher the number, the more trouble the disadvantage is going to cause you. Whether a disadvantage is a Character Disadvantage (something's the matter with *you*), or a Power Limitation (something's the matter with your *power*) will determine what effect the DSR has on your character.

## CHARACTER DISADVANTAGES

Characters in comics are not just a collection of powers though. Their flaws seem to add to their appeal just as much as the fantastic things they can do. A character with a newspaper editor hounding him, a sickly aunt, no love life, and the worst luck imaginable is possibly the most recognized character in the history of literature. Why? Because while we can't identify with being able to fly through the air or have bullets bounce off our skin, we can identify with sick relatives, late bills, and no date on Saturday night.

The more we identify with the hero of a tale, the more engaging that tale becomes.

### MAXIMUM DISADVANTAGES

Although the GM can set maximum disadvantages at any level she desires, some good guidelines are that no character should have more than 10 DSR in disadvantages total, and that no single disadvantage should be above 5 DSR. The reason for this is that at higher levels, the entire campaign will revolve around one character's disadvantages.

### DISADVANTAGE RATINGS AND CHARACTER DISADVANTAGES DURING PLAY

If a disadvantage appears during an adventure, then you receive additional experience for overcoming the disadvantage, using its DSR as a challenge rating (CR) for experience purposes. In effect, the disadvantage has served as an additional encounter, or as a modifier to an encounter, making it more difficult.

For example, your hero has a Secret Identity disadvantage, and while out at the Skyline Social Club for an evening of hot dancing and cool jazz the club is attacked. In an attempt to make your way to the restroom to change, your character "accidentally" stumbles in front of many normal patrons as they are about to be killed by falling debris (suffering damage in the process), but also appears to be a complete bumbling coward to your date (setting your love life *way* back). Your Secret Identity has thus caused you to begin combat down a few HP, and set your private life back even further. Your DSR for Secret ID is 2, so the challenge rating of the encounter would be increased by +2 when it came time to award experience.

### REMOVING DISADVANTAGES

As a hero rises in level, he might wish to reduce his flaws, or even remove them entirely. A hero must announce when he gains a level that he is attempting to remove a disadvantage. To reduce the DSR of a disadvantage by one, the character must then succeed at a Will saving throw, with a DC of 15 plus the DSR of the disadvantage he is attempting to reduce. This saving throw receives a modifier of +5 to -5 depending on how well the reduction of the disadvantage has been role-played in the campaign.

In special circumstances, where the GM feels the reduction of the disadvantage is especially appropriate or especially inappropriate, she may even declare the attempt automatic, or that the attempt is impossible. Remember, however, that Vigilance's disadvantages system provides no "up front" benefits. A character receives extra experience points when a disadvantage appears in play. Meaning that if the DSR is reduced, the character will receive a diminishing benefit. For this reason, the GM is encouraged to be lenient when determining if a disadvantage may be reduced.

### TRADING DISADVANTAGES

In some cases, a disadvantage is simply not working out in the game. The Enemy a character chose for his character doesn't interest him, but another villain in the campaign has a real chemistry with the character, with verbal jabs hurled back and forth when the two fight. In cases such as this, the GM should allow the character to trade in one enemy for another, at the same DSR.

Perhaps the character has a code or a vulnerability that doesn't appear in the campaign much. Again the GM might allow the character to trade in the disadvantage for another of the same type that appears more frequently.

In some cases the character might not want to do this. If he has vulnerability that none of the GM's NPCs possess as an attack, the character is not getting

## CHAPTER 3: DISADVANTAGES

bonus XP, but neither is he taking extra damage. For this reason, trading in a disadvantage should always have the consent of both the player and the GM.

### ACHILLES HEEL (DSR 3)

You have an extremely vulnerable spot that causes you great harm when you are attacked there. When you select this disadvantage you select a number from 1 to 19. Any attack that is a natural roll of that number is automatically a hit, automatically a critical threat, and bypasses any Damage Resistance your character may possess. If the attack requires you to make a saving throw, you are -4 on the save attempt.

### ADDICTION (VARIABLE)

You are addicted to a harmful or illegal substance. You must make a Will save (DC 10+ DSR) each day or indulge your addiction. If the substance is harmful, you must make a Fortitude Save (DC 10 +DSR) or suffer 1-2 points of Constitution ability damage each day you indulge your addiction. If the substance is illegal, each day you indulge your addiction you must roll a d20, and on a roll of 20, modified by the DSR of this disadvantage, you are arrested attempting to acquire the addictive substance. It is possible to take this disadvantage twice for the same substance if it is both harmful *and* illegal.

### ALTER EGO (DSR 2/4/5)

Your superhuman abilities inhabit another form for some reason, usually tied into your origin. In your normal form you have no powers, and all your abilities are reduced by -20, to a minimum of 10. If you can trigger this change at will, with no focus, then the DSR is 2. If you need a Unique Item or the change is triggered by some outside factor (rage, loss of 50% HP, the phase of the moon, etc.) then the DSR is 4. If your alter ego is villainous, destructive, or

otherwise antithetical to your viewpoint, and if you do not remember things from your time as your alter ego, then the DSR is 5.

There *are* some advantages to having an alter ego. Your fingerprints and appearance completely change, which can make it easier to keep your identity secret. For villains this is especially handy.

### CODE (VARIABLE)

You have a conviction about something so strong, you have trouble violating it even under dire circumstances. Any code must have a corresponding Allegiance. So if your character has a Code “will not lie”, then he should have an allegiance to truth. If your character has a code “will not kill”, then he should have an allegiance to defending life, or perhaps to the law. The DSR of this disadvantage is determined by how hard the code is to violate when your character needs to. To violate your code, you must make a Will save (DC 10+5 per DSR of the disadvantage).

### DEPENDANT (VARIABLE)

You have a loved one, a wife, a child, or even a sickly old aunt, that you must care and protect for. On a roll of 20 or higher on a d20 (modified by the DSR), the dependant becomes involved in the adventure, or otherwise demands you take time away from the current adventure to provide some care to the dependant. Characters investigating you (including villains) can also learn of your dependant with a Gather Information check (DC 25 – the DSR).

### DISABILITY (VARIABLE)

You have a physical ailment that gets in the way of your adventuring. You may take the full disability value listed below, even if you have a means of compensating for the loss of movement or the loss

of a sense, since your compensation means your disability will appear in the game less often. When it does, however, you will likely be entitled to the full award.

*DSR 1 (Mild Disability):* -20 ft. to movement or skills based on one ability. For example, a character with a very mild limp could move slower, but his Dexterity based skills would work just fine.

*DSR 2 (Pronounced Disability):* -20 ft to movement and skills based on one ability.

*DSR 3 (Serious Disability):* -30 ft. to movement, or -2 to one ability score, or -4 to skills based on one ability. This level of disability represents a character that is crippled, or has a loss of limb, serious myopia, or serious hearing loss.

*DSR 4 (Severe Disability):* -4 to one ability score, or -8 to skills based on one ability. A multiple amputee, a character who is almost completely blind or deaf, would all fall under this level of disability.

*DSR 5 (Crippling Disability):* -8 to one ability score, or -15 to skills based on one ability. Probably someone who shouldn't be adventuring at all, unless they have a power to compensate for their weakness.

### ENEMY (VARIABLE)

Someone is out to get you. Sometimes your enemy will show up out of the blue (maybe you two run into one another on the street) looking for a little payback. Sometimes the villain will ally himself with the main villain of the adventure to make your life especially wonderful. On a roll of 20 (modified by the DSR), your enemy becomes involved in the current adventure. Your enemy always begins play at your level, and receives the enemy feat (for you) as a bonus feat, even if he does not meet the prerequisites. The experience award for this disadvantage is always the CR of your enemy, regardless of the DSR. The DSR only affects how often your enemy appears in this case.

# CHAPTER 3: DISADVANTAGES

## FORBIDDING DEMEANOR (DSR 2)

You are emotionally distant. Perhaps you are an alien or robotic lifeform that simply does not understand human emotions, or perhaps you're just an SOB. Either way, you have few friends, and trouble making new ones. You are -2 on all Charisma based skills, and -2 on Reputation.

## GRUDGE MAGNET (VARIABLE)

You seem to collect enemies. Perhaps they see too much of themselves in you for comfort, or perhaps you are simply the most annoying SOB alive. Maybe you're one of those heroes that seems to, through no fault of your own *create* new villains on a regular basis. Any time you fight a villain, that Villain must make a Will save (DC 15 +1 per DSR) or become an enemy of yours, appearing as an enemy disadvantage equal to your Grudge Magnet DSR. As with the enemy disadvantage, your new enemy immediately gains the Enemy feat as a bonus feat.

## HIDEOUS APPEARANCE (VARIABLE)

You are *ugly*, perhaps even terrifyingly so. You receive a penalty to all Charisma-based skills except Intimidate equal to the DSR. You receive double the DSR as a penalty to the disguise skill (this is not cumulative with the penalty you already receive to Charisma-based skills). However, it's not all bad for you: use the DSR of this disadvantage as a *bonus* to Intimidate skill checks.

## JINXED (DSR 1)

You cannot catch a break. If you win a waterbed in a contest it will spring a leak and flood your apartment while you are out saving the world. Your girlfriend gets mono right before the romantic evening you've been planning for months, when you were going to propose to her. Your best friend blames your heroic identity for the death of his villainous

father. Your luck never *actually* gets so bad as to make your adventures more difficult or dangerous, but your bad luck just makes everything around you more complicated, twisted, and generally lousy. Hopefully you're at least a happy-go-lucky, friendly, neighborhood guy to make up for this dismal luck.

## NEMESIS (VARIABLE)

Like Enemy, only worse. Your enemy has an intimate understanding of your powers and abilities, and receives the Antithesis feat as a bonus feat, even if he does not meet the prerequisites. The experience award for this disadvantage is the CR of your nemesis +2 (since your Nemesis has your number, often above and beyond the Antithesis feat).

## OBSESSION (DSR 5)

You are consumed by a goal, to the point that you will do almost anything to accomplish that goal. This is not a particularly heroic disadvantage, and normally only villains will have this disadvantage. Code is a better disadvantage for a hero, since even a strong Code does not lead to the extreme solutions characters with this disadvantage will come to. An example obsession would be "stop the ravaging of Earth's ecosystem by mankind". An example solution would be "reduce the human population of Earth by 90%".

## PHOBIA (VARIABLE)

You have a deep, irrational fear of something, usually caused by a painful event in your past. How badly this fear will affect you is determined by the DSR of the disadvantage. Make sure you select a fear that will actually appear during adventures, or you will never get an XP award for the disadvantage.

*Mild Phobia (DSR 1):* When confronted by your fear you must make a Will save (DC 15) or Cower for 10 rounds (1 minute). The character may make a new saving throw every 10 rounds.

*Strong Phobia (DSR 3):* When confronted by your fear you must make a Will save (DC 20) or become Shaken.

*Severe Phobia (DSR 5):* When confronted by your fear you must make a Will save (DC 25) or become Panicked.

## PREJUDICE (VARIABLE)

People have a bad opinion of you for some reason. Perhaps you are a member of a minority group, such as a mutant or a jinx. Perhaps the editor of the most powerful newspaper in town constantly runs stories about what a "menace" you are. You take a -1 Wealth penalty for each 2 DSR of this disadvantage. Also, on a roll of 20 (modified by the DSR), your Reputation score is treated as Infamy. If this Disadvantage is caused by minority status, members of your same group never treat you with infamy. In fact, you gain a +1 Reputation bonus for each 2 DSR of this disadvantage within your group.

## SECRET ID (DSR 2)

You lead a double life. Perhaps you don't want people calling you at home for help in the middle of the night. Or perhaps you seek to protect your loved ones from those who hunt you. Changing costumes takes 1-6 rounds, unless you have the Quick-Change feat, in which case it is a move action. You can either take the time to change, or fight in your street clothes, try to look dorky, and hope no one notices.

## SHADY REPUTATION (DSR 2)

You have some skeletons in your closet. Your reputation is always considered infamous with law-enforcement agencies, no matter how many good deeds you do (unless you buy off the disadvantage). This will make it much harder for you to get cooperation from the authorities. A villain with this disadvantage has something in his past linking him



# CHAPTER 3: DISADVANTAGES

to the good guys, which frequently causes villains to shun him, thinking him a plant or a mole.

## VULNERABILITY (VARIABLE)

Your body reacts negatively to a substance most people do not take damage from, or you take extra damage from something that damages everyone. For each DSR you take an extra 2d6 damage from a damaging substance, such as a specific special effect of blast. If exposed to the substance at a level which would not harm a normal person, you take 1d6 damage per minute per DSR if at a moderate distance (50 feet or less), 2d6 per minute per DSR at close range (10 feet or less), and 1d6 per round per DSR if the substance is touching you.

## POWER LIMITATIONS

Characters in comics have powers in seemingly infinite variety. One way in which Vigilance handles this is through Power Limitations. Everyone's favorite visor-wearing mutant is known more for the limitations of his blast than for the blast itself. Using limitations creatively, along with a unique selection of powers, will allow you to model almost any character your mind can imagine, and most characters from comics.

### MAXIMUM LIMITATIONS

Like Disadvantages, how many limitations an individual character can have is the purview of the GM, and depends on the kind of campaign he wants to run as much as anything else. Again it is recommended that no character have a disadvantage on a single power of greater than DSR 5.

## WHAT LIMITATIONS DO IN THE GAME

Limitations work similarly to Character Disadvantages in that you have a Disadvantage Rating (DSR). What they do in game terms is quite different, however. When you take a power limitation, you gain the DSR as a bonus number of power points, which can only be applied to that power. So if a power has a DSR of +3, then you gain 3 power points for free on that power, as long as you spend a single power point on it. This not only makes the power a little more potent, it also allows you to surpass those pesky level limitations (3+level for class powers). So that power with the +3 DSR disadvantage could have 4 PP spent on it at 1<sup>st</sup> level (the maximum), and would still add +3, for a total power level of +7.

## ACTIVATION TIME (VARIABLE)

Your power takes longer to activate than others of its kind. Remember, power activation times go from Free, to Move, to Attack, to Action, to Full-Round, to Full-Round (attack of opportunity). Each +1 DSR on the power means the power takes one step longer to activate. So a power with an activation time of Free, that for you took a Full-Round (AoO) to activate would gain a +5 DSR. Note that *all* stunts under a power would have their activation time increased by the same amount, so if a power had one stunt that required a move action to activate, and one power that required an attack action to activate, took a +1 DSR limitation, the first power would now take an attack action, and the second an action to activate.

## DEADLY (VARIABLE)

Use of this power could endanger your life. For each 2 DSR you take 1d6 damage each time you activate this power. This damage cannot be regenerated (it heals 1 HP per level per day), and cannot be negated through damage resistance or any other means.

## DIFFICULT (VARIABLE)

While not deadly, it does require a great deal of concentration for you to activate a power with this limitation. To turn the power on, you must make a Concentration skill check (DC 10+DSR). If the power's duration is concentration, then this limitation also adds to the DC of any concentration check required to maintain the power as well.

## EXCLUSIVE (VARIABLE)

Most powers are general, meaning you can learn multiple abilities, or stunts with them. A few powers are exclusive, and the power points must be spent again for each sub-ability. The more stunts a power has, the more this limitation is worth. For each stunt a power has over one, this limitation's value is increased. So applying this limitation to regeneration (3 Stunts) would have a DSR of +2, while applying it to Control Weather (6 stunts) would have a DSR of +5.

## EXERTION (VARIABLE)

Use of your power is exhausting. Each time you use a power with this limitation you must make a Fortitude saving throw (DC 10+ DSR) or become fatigued. If you fail a saving throw while fatigued, you become exhausted.

# CHAPTER 4: GAMEMASTERING

## INTEGRATING VIGILANCE WITH OTHER D20 MODERN GAMES

As stated in the introduction, although Vigilance is a d20 Modern product, which allows you to use the ever-growing list of products to support your campaign, there will also be a desire on the part of some GMs to use what they find here in a “regular” d20 modern game, as just another form of FX. What follows are a few recommended methods for doing so, and some examples of integrating Vigilance with other campaign styles.

### THE WIDE OPEN CAMPAIGN

Some GMs may desire to use everything in one grand, fantastic setting: magic, psionics, high technology, mutations, the works. One way to accomplish this and maintain balance is to declare the game a de facto Vigilance campaign (the situation described above is very four-color), and grant all characters without superpowers access to the advanced training Origin, granting them extra feats and skills.

It might seem that having magic or psionics is enough to balance with superpowers, but consider that magic and psionics in the d20 system have inherent balancing factors “built in” that the powers in this book do not, such as the fact that spellcasting classes tend toward the bottom end of the hit point range of classes. Powers are not so constrained, and granting PCs who choose not to have powers the benefits of the advanced training origin is the recommended course.



### THE SPECIAL ENCOUNTER

This is likely the most common use of Vigilance in a normal campaign: a special encounter to throw something at the characters they don't expect. One example is the “Hunter Killer”. Any resemblance between this example and a popular movie starring someone named “Ahnnohld” is strictly coincidental. It's all in your head.

The GM has been running a Blood and Guts game for some time (I haven't plugged BNG in almost 50 pages, man that felt good), and he decides to spice up a hostage rescue adventure in the deep jungles of South America. So he creates the “Hunter Killer”,

an alien hunter with powers of Invisibility, Claws, Superhuman Strength, and Superhuman Dexterity.

Encounters like this can either be used to move the campaign toward the fantastic, with the PCs being recruited by USHER, Department 7, or a similar agency, or can simply be bizarre encounters to keep the PCs on their toes.

## SETTING UP A SUPERHEROIC CAMPAIGN

Although Vigilance focuses on superheroes, which have been the most popular comic book form for decades, there are many different forms of superhero campaigns, just as there are many forms of superhero literature. Below, the four general styles of superheroic campaigns are discussed. The four campaign genres used in Vigilance are: Gritty, Street Level, Four-Color, and Cosmic. After the general parameters of each campaign style are discussed, a sample campaign model is provided to stoke the GM's imagination.

### SELECTING A GENRE

Before the campaign begins, the GM should talk with his players and decide what genre best fits their character ideas and their playing styles. Do the characters want to be nearly human vigilantes stalking the night, scouring the city for drug dealers? Or perhaps they see their characters as fighting for the safety of the entire earth against villains from another galaxy? This is the time for the GM to find out his players' expectations, so that everyone enjoys the game more. At the end of this chapter you will find a selection of campaign models sketched out for you, with some sample NPCs, that can be expanded upon and used as the basis for a series of adventures, or the entire campaign.

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Once you have decided on a genre, it's time to run the first adventure.

## ORIGIN STORY

As you prepare to run your first adventure, you have an opportunity to run an opening adventure the players will never forget, and one that is unique to the superhero genre, the *origin story*. An origin story is a character's first appearance, often showing how the character came by her powers, in addition to her first adventure.

If running a campaign for one character, or for a group of characters that share similar origins, the GM could start the adventure with the characters as normal men and women, and role-play through the process of the characters gaining their powers. Scientific Experiments and Freak Accidents are perhaps the most interesting origins for this type of origin, and you could even have the villain arrive and foil the experiment, causing the transformation of the heroes. This will certainly make that villain a unique challenge to the characters, as he will know many things about them, most likely including their secret identities.

Another interesting option presented by the origin story adventure is to have a villain who was once a member of the scientific team, a longtime friend of the characters before they became superheroes. Once he is granted great power, rather than use it for good, this newly created supervillain turns on his former friends, appealing to them to join his cause, either to follow an obsession, or just to make money with their powers.

If running a team comic, the origin story should be the *team's* origin, with the characters meeting each other for the first time, and deciding to join together to combat some threat. If the GM is running a Street Level, Four-Color, or Cosmic campaign (see below), the characters' backstories will include solo adventuring, so the characters will likely know of one another by reputation. However, some threat

has emerged too big for any one of the characters to handle, and so a new team must be created.

Mutant and Alien characters can also have origin story adventures. The first appearance of a mutant's powers as a frightened teenager could be a powerful adventure, with other PCs (also mutants) sent to rescue the newly emerged mutant from an angry mob. An Alien could have his first meeting with mankind, including a fiery descent from the heavens in a failing rocketship, or perhaps chasing a rogue member of his race to a primitive backwater world.

## RUNNING SUPERHEROIC CAMPAIGNS

Superheroes do not get XP for killing things and taking their stuff like characters in other genres. While the d20 experience system works great for genres like Post-Holocaust and Fantasy, a few additions are needed to properly reward characters for being *superheroes*.

### RESCUING THE INNOCENT

If a character rescues someone of half her level or less from danger, that character gains XP equal to a challenge rating of 4—the level of the character being rescued. In this way, weaker citizens are actually worth *more* experience. If a character were to bust up a hostage situation at a bank, for example, rescuing 4 second level warriors (security guards), one 3rd level Expert (the bank manager), and 5 1st level Commoners (the bank patrons), he would receive a CR 2 reward for each security guard, CR 1 for the bank manager, and CR 3 for each patron. In many cases, the robbers themselves, being ordinary thugs, would be of no danger to a superhero, and thus worth no experience for simply defeating them. But they *are* a danger to the other normals around them, so the

heroes are rewarded for protecting the weak.

This option opens up entirely new adventure avenues for heroes. Kidnappings could be solved. Innocents saved from floods, fires, and other natural disasters. These adventures provide a change of pace from endless fights against yet another supervillain, while still challenging and rewarding the heroes.

## RECOVERING STOLEN PROPERTY

Recovering lost items is worth XP as well. For each +1 Wealth the item is worth, the character is entitled to 100 XP if he recovers that item and returns it to its rightful owner.

## PROTECTING PROPERTY

Sometimes, there is no villain at all, and no victim. Instead, an item needs to be protected from destruction. In this case, the hero would earn a reward equal to 25 XP times the Wealth value of the item. So, if an old tenement building (Wealth value +20) were to catch fire, a character that put out the fire (saving the building from destruction), would earn 500 XP.

## TALKING YOUR WAY OUT OF TROUBLE

Heroes are more than just combatants. They are skills and guile and wit, and this should be rewarded. When a hero uses a skill to get himself out of trouble, the GM should grant that character an XP award equal to the skill check DC needed to resolve the encounter. Examples include using Diplomacy to stop a riot or talk a suicidal normal from jumping off a bridge. Using Bluff to trick a villain into surrendering “I used my telekinesis to disarm that bomb you're carrying friend. Now hand me the detonator and we can all go home”. Stealth skills could allow a character to avoid trouble entirely. The GM should reward any skill that a PC uses to resolve a conflict without resorting to his blast.



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## PROTECTING LIFE WHETHER GOOD OR EVIL

When an experienced hero fights a low level thug, he might kill that thug without intending to. GMs should grant an extra CR reward any time a hero goes out of his way to avoid undo damage to thugs, mind controlled normals, and so on (so a CR 4 Villain would be worth CR 5 if the hero went out of his way to make sure the villain lived long enough to pay for his crimes in court). Depending on the hero's powers, this could involve using ensnarement attacks, mind control, or even just using nonlethal damage rather than normal damage during a fistfight.

## SUPERHEROIC COMBAT

### KNOCKBACK

When superheroes hit one another, the force of their blows is enough to send characters flying. Sometimes a *long* way. Not only does this lend a lot of color to superheroic battles, when the fight in the parking lot of the New Millennium Mall ends up *in* the New Millennium Mall's food court, but it can also create havoc and damage both you and your opponents. Vigilance refers to this force that sends you flying around the battlefield as *Knockback*.

Any attack from a superpower that inflicts more than 20 points of damage might inflict Knockback as well. To avoid knockback, a Reflex save (DC 20), or a Tumble skill check (DC 25) is required. If you fail the save (or Tumble check), you are knocked back a number of feet equal to the damage of the attack. If you strike a solid object along the way, you suffer 1d6 points of damage per 10' of knockback inflicted, and stop right there. If you do not strike an object, you fly back the full distance, and suffer 1d3 points of damage per 10' traveled.

A tumble check (DC 20) can reduce any knockback

damage by ½.

Numerous powers grant resistance to knockback. Some attack powers inflict increased knockback.

## THE ENVIRONMENT

Although all combat scenes in role playing games benefit from an interesting setting, comic book combats virtually require one. Heroes and villains have enough power at their disposal to turn cars and chunks of buildings into weapons. Fast heroes can use the environment for cover that a slower hero couldn't take advantage of. And, of course, villains will use innocent bystanders to distract any annoying heroes out to mess up their plans for world domination. In this section, the effect of the environment on superheroic adventures is discussed.

### COLLATERAL DAMAGE

Superhero battles usually do not take place in uninhabited locales, but more often in the teeming heart of an urban environment. This presents a danger to hundreds, even thousands, of innocents. Heroes will want to protect innocents, and villains will want to use them to their advantage. Vigilance handles this situation through the concept of *collateral damage*.

Collateral Damage is caused anytime a character rolls a 1 or a 20 on an attack with a power or ability capable of inflicting more than 20 points of damage. If collateral damage is called for, the GM will roll on the table below. Villainous characters that need a distraction to accomplish something, or to simply get away, may purposely cause collateral damage by taking a full-round action.

In the heat of battle, many PCs will be tempted to ignore innocents. GMs who are running heroic campaigns (especially Four-Color campaigns) should not reward such behavior, and in fact should actively discourage it. Granting bonus XP for providing aid

is one way (see the section on "Running Superheroic Campaigns" for more information), but hitting the PCs where it hurts is another. PCs love their characters to be well respected, so perhaps a media campaign highlighting the callousness of the so-called "heroes", and a corresponding decrease in cooperation from the media and law enforcement will nudge their characters in the right direction.

**Special Results:** To spice things up, so the PCs don't see the same four-car pile up adventure after adventure (*yawn*), you should note some special results caused by collateral damage specific to the location of the current adventure. Perhaps the battle takes place in a nuclear power plant, and a prolonged battle has the potential to trigger a meltdown. Or perhaps the villain has hijacked an armored car, and collateral damage results in money *everywhere*, with the potential to spark a riot. These sorts of details really make adventures memorable, and give the PCs a chance to show off their skills, in addition to their powers. A nuclear meltdown is the perfect way for a brilliant character to show off that +20 repair skill he has. A potential riot of greedy pedestrians is the perfect chance for a charismatic character to show off his diplomacy skills.

**Dependant:** A random character with a dependant has their loved one show up at the scene of the battle. If no one has a dependant, or the dependant has already shown up in the adventure, treat this as a roll of accident, incidental.

**Accident, incidental:** A minor accident between 1-2 vehicles (single car accidents are possible, with the car careening out of control into a stationary object such as a building or light pole). All parties involved (and their vehicles) come to a stop and the occupants of both vehicles suffer 1-4d6 dice of physical damage (Reflex save DC 10 for ½ damage).

**Accident, minor:** As above, except the accident involves 1-4 vehicles, and the occupants of those vehicles suffer 1-6d6 dice of physical damage (Reflex

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save DC 15 for ½ damage). Roll again at –2.

**Accident, major:** As above, except the accident involves 1-10 vehicles, and the occupants of those vehicles suffer 1-8d6 dice of physical damage (Reflex save DC 20 for ½ damage). Roll again at –4.

**Debris Field:** A 1-4 hex area of the map is strewn with enough debris to grant ¼ cover to anyone in those hexes. Anyone in the area of a debris field when it is created suffers 1-4 points of damage and must make a Reflex save (DC 15) or be knocked prone.

**Smoke Cloud:** Smoke and haze obscure the battlefield, granting all combatants ¼ concealment for 1-4 rounds. If this result is rolled again, the concealment increases one step to ½, and so forth all the way 90% (though the smoke still clears one step each 1-4 rounds).

**Fire, incidental:** A small fire, this could still turn into a city-consuming conflagration if ignored.

A fire is sparked in a 1-2 hex area. Anything or anyone in that area suffers 1-3 dice of fire damage. Furthermore, the GM should roll a d20 each round, and if this result is less than the damage dice of the fire, the fire either increases by 1 die of intensity, or spreads to an adjacent hex (50% chance of each). If this d20 roll exceeds the fire's intensity, then the fire loses 1 die of intensity or is reduced in size by one hex (again an equal chance of each).

Attempts to combat this blaze add +1 to the check to see if the fire is reduced for each person fighting the blaze. If those fighting the fire have specialized equipment (fire extinguishers, water hoses, or actual firefighter gear) each person adds +2 to this check. If those fighting the fire have powers especially suited to fighting the blaze (Transformation-Water or Control Weather for example) they add +3 to this check. The Control Fire power works as described under that power.

Fires cause smoke (see the Smoke Cloud result above). This smoke does not fade until 1-4 rounds after the fire is extinguished. If this fire is indoors,

**TABLE 4-1: COLLATERAL DAMAGE**

Roll	Effect	Save
1-2	Dependant	N/A
3-4	Accident, incidental	10
5-6	Accident, minor	15
7-8	Accident, major	20
9-10	Debris Field	N/A
11-13	Smoke Cloud	N/A
14	Fire, incidental	N/A
15	Fire, minor	N/A
16	Fire, major	N/A
17	Water main/Fire Hydrant damaged	N/A
18	Wall collapses: 1-8d6 physical damage to all within 10 feet of one side of a random building	15
19	Ceiling collapses: 1-10d6 physical damage to all within 10 feet of a random building	20
20	Gas Line explodes: 1-20d6 damage to all within 10-60 feet	25

characters may further suffer the results of smoke inhalation, and must make a Constitution check (DC 10 +1 for each previous check) each round or spend that round choking and coughing. Characters who choke for two consecutive rounds suffer 1-6 points of damage.

**Fire, minor:** As above, except the fire's beginning area is a 1-4 hex area, and the initial intensity is 1-6d6 dice of fire damage. Obviously the chance of this fire to spread quickly is higher as well. Fires of this intensity give off smoke that is ½ concealment, and this smoke lasts until 1-4 rounds after the fire is extinguished, at which point it becomes ¼ concealment, and so forth.

**Fire, major:** As above, except the fire's beginning area is a 1-6 hex area, and the initial intensity is 1-8d6 dice of fire damage. Obviously the chance of this fire to spread quickly is higher as well. Fires of this intensity give off smoke that is ¾ concealment, and this smoke lasts until 1-4 rounds after the

fire is extinguished, at which point it becomes ½ concealment, and so forth.

**Water main/Fire Hydrant damaged:** A burst of water blasts the combatants unexpectedly, causing a penalty of –1 to –4 on attacks and skill checks. This penalty reduces by one each round as the force of the water abates.

**Wall collapses:** One wall of a nearby building collapses, inflicting 1-8d6 dice of physical damage on all those within 10 feet. A Reflex saving throw (DC 15) reduces damage by ½.

**Ceiling collapses:** The ceiling of a nearby building collapses, inflicting 1-10d6 dice of physical damage on all those within that building. A Reflex saving throw (DC 20) reduces damage by ½.

**Gas Line explodes:** A catastrophic fire fills 3-8 hexes, with an intensity of 11-20d6 dice of fire damage. Once created this fire operates under the rules outlined above, and will spread very rapidly.

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## Modifiers to Table: Collateral Damage

Combat takes place in rural area	-4
Combat takes place in urban area	+0
Combat takes place in downtown/city center	+2
Each four dice of damage inflicted by triggering attack	+1
Triggering attack is area effect	+2
Villain triggers check purposely and spends an action point	+1-6

## LIFTING

Characters with superhuman Strength have the ability to lift vast amounts in comics. Vigilance handles this not through carrying or lifting charts that give set weights a character can or cannot lift, but through lifting DCs. This allows characters to spend an action point to lift weights heavier than they could under normal circumstances. Characters who exceed the DC by 5 can throw the object as a weapon (at -4 to hit unless the character has Improvised Weapon

Proficiency) with a range modifier of 20' + the character's Brawn PP (so a character with the Brawn Power Stunt and 20 points in superhuman Strength would throw objects with a range increment of 40'). Also, don't forget that characters with the Brawn Power Stunt can take 10 on Strength checks under any conditions, even in combat.

Note that this makes a character with even one point in Superhuman Strength *a lot* stronger than the strongest man alive, being able to lift a maximum of 2 tons. However, unless such a character had a very good Strength he would have to roll extremely well.

The table below summarizes objects by Size, an Example of an object of that size, and weight that size-class covers, the DC needed to lift an object of that size or that weight, and finally the Damage inflicted by that object if used as an improvised weapon. Characters wielding such items as weapons add their Strength modifier as normal to this damage.

TABLE 4-2: LIFTING

Size	Example	Weight (approx.)	DC	Damage
Small or smaller	0-20 lbs.	1	1	
Small+	A child	50-100 lbs.	3	1d3
Medium	A person	200-500 lbs.	5	1d6
Medium+		1 ton	10	2d6
Large	Economy Car	2 tons	20	4d6
Large+		10 tons	30	6d6
Huge	Bus	16 tons	40	8d6
Huge+		30 tons	50	10d6
Gargantuan	Learjet	50 tons	60	12d6
Gargantuan+		75 tons	70	14d6
Colossal	Large Crane, Granite Column	125 tons	80	16d6

## EPIC LEVEL CHARACTERS

If there is a d20 game other than fantasy appropriate for Epic Level characters, it must be the superheroic genre. Although these rules are appropriate for all genres of Vigilance, GMs running a Cosmic campaign should make sure to familiarize themselves with these rules, as characters will approach 20<sup>th</sup> level quickly with a starting level of 15<sup>th</sup>.

Regardless of the method used to attain 21<sup>st</sup> level, once a character reaches that point he or she is considered an epic character.

Epic characters—those characters whose character level is 21<sup>st</sup> or higher—are handled slightly differently than non-epic characters. While they continue to gain most of the customary benefits of gaining levels, some benefits are replaced by alternative gains.

Despite the twenty-level limit indicated in the class descriptions a class can be advanced beyond 20<sup>th</sup> level by using these rules.

## EPIC ADVANCED AND PRESTIGE CLASS PROGRESSION

Ten-level prestige and advanced classes can also be advanced beyond 10<sup>th</sup> level, but only if the character level of the advancing character is already 20<sup>th</sup> or higher. A class with fewer than ten levels cannot be advanced beyond the maximum described for that class, regardless of the character level of the advancing character.

Basic Classes may never be advanced beyond 10<sup>th</sup> level regardless of character level.

**Epic Save Bonus:** A character's base save bonus does not increase after his character level reaches 20<sup>th</sup>. However, he does receive a cumulative +1 epic bonus on all saving throws every even-numbered level after 20<sup>th</sup>, as shown on Table: Epic Save and Epic Attack Bonuses.



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**Epic Attack Bonus:** A character's base attack bonus does not increase after his character level reaches 20th. However, he does receive a cumulative +1 epic bonus on all attack rolls every odd-numbered level after 20th, as shown on Table: Epic Save and Epic Attack Bonuses. Only the base attack bonus is used to calculate iterative attacks. In addition, the base attack bonus never grants a creature more than four attacks with any given weapon using the full attack option, though special abilities and class features may provide additional attacks.

**Class Skill Max Ranks:** The maximum number of skill ranks a character can have in a class skill is equal to his or her character level +3.

**Cross-Class Skill Max Ranks:** For cross-class skills, the maximum ranks are one-half the maximum for a class skill.

**Feats:** Characters continue to gain feats based on character level as normal. Note that these feats are in addition to any bonus feats granted in the class descriptions.

**Ability Increases:** Characters continue to gain ability score increases based on character level as normal.

Character Level	Epic Save Bonus	Epic Base Attack Bonus
21st	+0	+1
22nd	+1	+1
23rd	+1	+2
24th	+2	+2
25th	+2	+3
26th	+3	+3
27th	+3	+4
28th	+4	+4
29th	+4	+5
30th	+5	+5

For multiclass characters, feats and ability increases are gained according to overall character level, not class level.

## EPIC CLASS FEATURES

Many, but not all, class features continue to accumulate after 20th level. The following guidelines describe how the epic class progressions work.

- Class-related base save bonuses and base attack bonus don't increase after 20th level. Thus, these class tables have no columns for base save bonuses or base attack bonus. Instead, use Table: Epic Save and Epic Attack Bonuses to determine the character's epic bonus on saving throws and attacks.
- A character continues to gain Hit Dice and skill points as normal beyond 20th level.
- Generally speaking, any class feature that uses the character's class level as part of a mathematical formula continues to increase using the character's class level in the formula.
- Any advanced class feature that calculates a save DC using the class level should add only half the character's class levels above 10th.
- The number of followers a character gains, and the levels of animal companions and sidekicks continue to progress, if they're based on a formula that includes the character's level. For Leadership scores above 25, double the number of followers of each level for every 5 points above 25.
- Any class features that increase or accumulate as part of a repeated pattern also continue to increase or accumulate after 20th level at the same rate. An exception to this rule is any bonus feat progression granted as a class feature. If a character gets bonus feats as part of a class feature these do not increase with epic levels. Instead, these classes get a new bonus feat progression (described in each class summary

below).

- In addition to the class features retained from lower levels, each class gains a bonus feat every two, three, four, or five levels after 20th. This benefit augments each class's progression of class features, because not all classes otherwise improve class features after 20th level. These bonus feats are in addition to the feats that every character gets from level advancement.
- A character doesn't gain any new class features beyond 20th level. Class features with a progression that slows or stops before 20th level and features that have a limited list of options do not improve as a character attains epic levels.
- Likewise, class features that are gained only at a single level do not improve.

## ADDING A SECOND CLASS

When an epic character with levels in only one class attains a new level, she may choose to increase the level of her current class or pick up a new class at 1st level. The standard rules for multiclassing still apply, but epic characters must keep in mind the rules for epic advancement.

An epic character gains the class skills, weapon proficiency, armor proficiency, spells, and other class features of the new class, as well as a Hit Die of the appropriate size. In addition, the character gets the usual skill points from the new class.

An epic character does not gain the base attack bonuses and base save bonuses normally gained when adding a second class. Instead, the character uses the epic attack bonus and epic save bonus progression shown on Table: Epic Save and Epic Attack Bonus.

## EPIC ACROBAT

**Hit Die:** d8

**Skill Points at Each Additional Level:** 5+Int.

**Modifier**

**Talents:** Every odd level. After you have completed

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advancement in all Acrobat talent trees, you may begin taking Fast Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Acrobat bonus feat list.

## EPIC BRICK

**Hit Die:** d10

**Skill Points at Each Additional Level:** 3+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Brick talent trees, you may begin taking Tough Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Brick bonus feat list.

## EPIC ENERGY PROJECTOR

**Hit Die:** d6

**Skill Points at Each Additional Level:** 3+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Energy Projector talent trees, you may begin taking Fast Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Energy Projector bonus feat list.

## EPIC GANGSTER

**Hit Die:** d8

**Skill Points at Each Additional Level:** 3+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Gangster talent trees, you may begin taking Tough Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Gangster bonus feat list.

## EPIC MASTERMIND

**Hit Die:** d6

**Skill Points at Each Additional Level:** 5+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Gangster talent trees, you may begin taking Charismatic Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Mastermind bonus feat list.

## EPIC MENTOR

**Hit Die:** d8

**Skill Points at Each Additional Level:** 5+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Mentor talent trees, you may begin taking Charismatic Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Mentor bonus feat list.

## EPIC PSYCHIC

**Hit Die:** d6

**Skill Points at Each Additional Level:** 3+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Psychic talent trees, you may begin taking Dedicated Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic

characters, power feats for any class powers are considered bonus feats for you, in addition to the Psychic bonus feat list.

## EPIC SPEED DEMON

**Hit Die:** d8

**Skill Points at Each Additional Level:** 3+Int. Modifier

**Talents:** Every odd level. After you have completed advancement in all Speed Demon talent trees, you may begin taking Fast Hero talents or power stunts instead.

**Bonus Feats:** Every even level. Unlike non-epic characters, power feats for any class powers are considered bonus feats for you, in addition to the Speed Demon bonus feat list.

# SUPERHEROIC GENRES

Within the realm of superhero adventures, there are many sub-genres; from the nearly-human grit of the vigilante, to the cosmic gleam of far future superheroic science fiction. Vigilance represents this through genre tags, a concept first introduced in Blood and Space. A genre tag is an easy way to “dial in” the brand of campaign you want to run, letting your players know what kinds of characters would be appropriate, and how realistic the campaign is going to be.

One technique Blood and Vigilance uses for genre tagging is the campaign’s beginning level. This has several uses helpful to the GM. As Vigilance characters rise in level, they slowly pull away, from a power standpoint, from other d20 Modern (non-powered) characters. Thus setting the campaign at a low level allows the GM to make use of normal thugs that, especially in numbers, will pose a real threat to the player characters. Another useful element of using starting levels for genre tags is that campaigns can progress from one genre to the next.

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Another useful tool for keeping campaigns close to Earth is to restrict, or eliminate altogether, the power surge feats. These feats are specifically designed to allow for the vast swings in power seen in some comic universes.

## GRITTY

**Starting Level:** 1

**Maximum Disadvantages:** 10 DSR (no more than 5 DSR in a single disadvantage)

**Tone:** Dark

In the gritty campaign, characters are almost human. As such, they are vulnerable to things more powerful heroes would shrug off. A gunfight is serious business, and the death of a hero at the hands of a common thug with a pistol would not be impossible. Characters in gritty campaigns are all too aware of their mortality, and this colors their point of view. The tactics and methods employed by the heroes of a gritty campaign are not all that different from those they fight against.

Gritty campaigns tend to be small in scale, often focused around a small portion of one city, with gangs and drug dealers providing a lot of the opposition faced by characters. Skills and powers tend to be geared toward stealth and movement, since a character who gets surrounded by twenty gang members is going to die, heroes must pick and choose their battles, and stealth and movement powers allow them to do just that.

Equipment plays a large roll in the gritty campaign, as body armor and guns will supplement character abilities. The GM should use this to his advantage, to stress the dark tone important to the gritty campaign. There will be little difference to the police between a gun-toting hero and the gang members he fights. Often, the police are just as interested in stopping the “wave of vigilantism” as they are in tracking down the villains.

## GRITTY CAMPAIGN MODEL: THE COUNTDOWN KILLER

Every nine days a woman disappears. Four days later her body is found, horribly disfigured and mutilated. The press have dubbed this serial killer the “Countdown Killer”, and routinely run special reports on the number of days left before the next disappearance. Depending on the nature of the campaign, the killings could be for a sacrifice to a dark god, a grisly science experiment, or simply a demented killer acting on psychotic impulses.

There are a number of ways the hero can tackle the Killer. A hero with investigative skills could deduce where the killer will strike next, and could also create a profile of the killer’s victims. A hero with stealth skills could follow someone likely to be the killer’s next victim and wait for the killer to strike. A hero with disguise skills might even adopt the brave tactic of impersonating the killer’s next victim to lure him out into the open.

In its simplest form, this could be a mini-series, with the player characters tracking down the killer and defeating him. If the GM wishes to build a larger campaign based on this model however, there are several options that could allow this. Perhaps there is no “countdown killer”, but a “countdown *cult*”, a group performing these murders in concert. So that when the heroes track down one killer, the murders continue. Perhaps there is only one other killer, a copycat who idolizes the first killer. This might even result in the first killer being released, and he could link up with his copycat, spreading even more terror. Finally, perhaps the real killer has mind control powers, and is enjoying his psychotic tendencies vicariously through pawns that are as much his victims as the people they (perhaps unknowingly) kill.

## STREET LEVEL

**Starting Level:** 5

**Maximum Disadvantages:** 10 DSR (no more than 5 DSR from a single disadvantage)

**Tone:** Serious

The street level campaign resembles the gritty campaign in many ways. It often focuses on a small area, most often one city, and the main villains in the campaign tend to be gangs, drug dealers, and mob families. However, the heroes and their opponents have much more power at their disposal in the street level campaign. Gangsters will have powers more often, and if the hero fights normal thugs he will need to be outnumbered by at least 2 to 1.

Street level campaigns also deal with more high-ranking members of the criminal organizations they combat. A low level character in a gritty campaign will have his hands full stemming the activities of the “rank and file” criminals. A street level hero, on the other hand, even a beginning character of 5<sup>th</sup> level, will be able to do enough damage to a criminal organization to warrant the attention of the leaders of that organization.

## STREET LEVEL CAMPAIGN MODEL: DARK FUTURE

In the future, humanity’s fear and hatred of mutants has led to some sort of breakdown in society. Mutants are restricted to one quarter of your local city, the focus of the campaign, which is walled off from the rest of the city. Military forces patrol the streets of a totalitarian society, maintaining a semblance of order and looking for any signs of mutant activity in the human quarter of the city. If mutants are detected, then the Hounds are brought in. Hounds are mutants brainwashed and tortured into becoming mutant hunters, and often have power detection, or enhanced senses.



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In the mutant quarter, mutant gangs fight over scarce resources, and the strong rule the weak. Some of these mutants seek to dominate through gang warfare, and then plan to wipe out the humans, their military overseers, and the Hounds. Some of the mutants, the heroes, seek to defeat these gangs, protect the normal mutant populace, and promote harmony between human and mutant.

## NPCS

**Hound (typical) 5<sup>th</sup> Level Mutant (Fast 3/Strong 2):** CR 5; HD 5d8+10; HP 42; Massive Damage 15; AP 7; Init +5; Spd 30 ft.; Defense 21, Touch 21, Flat-Footed 16 (+6 Class, +5 Dexterity); BAB +4 (+6 melee +9 ranged); Attack 1d4 +4 melee (Martial Arts), Ensnarement (ranged); SA Evasion, Uncanny Dodge 1, Melee Smash; AL Mutant Internment Program; Occupation Law Enforcement: Intimidate, Knowledge (tactics); Origin Mutant: Power Detection; Wealth +4; SV Fort +5 Ref +7 Will +3; Str 16 Dex 20 Con 15 Int 12 Wis 16 Cha 13.

**Skills:** Escape Artist +11, Hide +11, Move Silently +11, Tumble +11, Intimidate +7, Balance +11, Knowledge (streetwise) +5, Knowledge (tactics) +5.

**Feats:** Simple Weapon proficiency (from class), Combat Martial Arts (from occupation), Defensive Martial Arts, Elusive Target, Dodge (from class), Tracking Scent, Power Attack (from class).

**Powers:** Power Detection +8, Enhanced Senses +6 (Enhanced Smell), Ensnaring Attack +6 (Ensnaring Attack: DC16 to escape), Superhuman Dexterity +4 (Swinging: 40' per round), Superhuman Strength +4.

**Disadvantages:** Prejudice (DSR 2), Code: Loyalty to Government (DSR 2).

**Background:** Taken from his parents by another Hound at an early age, this character has been taught that the current system is better for everyone. Humans and mutants living together simply creates chaos, and breeds supercriminals. Now society is more peaceful,

and the loss of personal liberty (especially by mutants) is a small price to pay for security.

**Quote:** “You carry mutation. Surrender yourself to me for transference to Atlanta Containment Zone or I will call Special Unit: X. They will not be so kind. You have 10 seconds to comply.”

**Role:** A typical foil for the characters, these villains should come in all shapes and sizes, with different classes and mutations to keep things interesting. Some shouldn't even be villains. In fact a player character might have been a Hound at one time.

**Adventure Hooks:** “Family Affair”: While on a trip into the human quarter looking for medicine, a relative or friend of one of the PCs is captured. Although not seriously hurt, he or she is being taken to a different Containment Zone, and may very well never see friends and loved ones ever again. Depending on the abilities of the characters, this could involve brute force, taking out the police escort taking their friend to the ghetto, bribery, with paperwork being “lost” and a new transfer order being filed, or stealth, with their companion being broken out of a holding cell the night before the transfer.

**Roughshod 5<sup>th</sup> Level (Tough 3/Gangster 2):** CR 5; HD: 3d10, 2d8+33 (+30 Con, +3 Toughness); HP 63; Massive Damage 22; AP 7; Init +1; Spd 30 ft.; Defense 16, Touch 16, Flat-Footed 15 (+2 Armor, +3 Class, +1 Dexterity); BAB +3 (+4 melee +4 ranged); Attack; SA Electricity Resistance, Damage Resistance 1, Reciprocity +1; AL Whisper, The Wraiths; Occupation Criminal: Move Silently, Gamble; Origin Mutant: Invisibility; Wealth +9; SV Fort +11 Ref +6 Will +1; Str 13 Dex 12 Con 22 Int 11 Wis 10 Cha 18.

**Skills:** Knowledge (streetwise) +6, Intimidate +12, Move Silently +7, Diplomacy +8.

**Feats:** Simple Weapon proficiency (from class), Brawl (from occupation), Personal Firearms Proficiency, Stealthy, Toughness (from class), Henchmen (the Wraiths), Lair (from class).

**Powers:** Invisibility +8, Superhuman Constitution +6, Absorption (energy) +6 (General Stunts: +4 to Reflex saving throws), Armor +4, Superhuman Charisma +4.

**Disadvantages:** Prejudice (DSR 2), Enemy: Mutant Containment Authority (DSR 2), Obsession: Protect mutants/Wipe out humanity/Rule mutants.

**Background:** Roughshod was born Reginald Stamp to human parents, and his mutation of invisibility manifested almost at birth. Horrified parents, trying desperately to find a son gone from his crib, were even more horrified when they realized he had been there all along. A frantic call to the police brought the Hounds, and a forcible relocation of the boy to the Atlanta Containment Zone.

In the Atlanta Containment Zone, the boy was a constant target for bullying and teasing, as his power would come and go, leaving an empty classroom seat, and snickers and whispers. When Reginald reached puberty, however, things began to change for the boy. At a time when most mutants were just struggling with first manifestations of powers, Reginald learned to fully master a wide range of abilities, including the ability to absorb energy (his invisibility works on the same principle, draining the ambient light energy away). He also became very difficult to wound, and filled with a boundless energy brought about by a metabolism that was literally solar powered. Suddenly the bullied became the bully.

Around this time Reginald caught the attention of the Wraiths, one of the largest mutant gangs in the ACZ, which recruited mutants with stealth abilities for petty crime and drug running (ever tried to track down an invisible drug smuggler?). The leader of the gang had been the worst of the bullies who beat Reginald only a year ago, but who now sought to use the boy's talents. When the gang's leader fell in front of a passing train, no one asked any questions. Reginald was hailed (after a brief power struggle) the new head of the Wraiths.

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But a restless feeling drew a newly successful Reginald out of the ACZ, and back into the human quarter, where his power allowed him to go undetected, evading the Hounds, the constant police patrols, and the curfews. Looking in on his parents, he was stunned to see they had another child. And like him, she was a mutant, with similar powers. Only this time there had been no call to the authorities. The girl had been taught never to reveal her abilities, and was beaten any time she “slipped” and winked out. Reginald slit their throats, and took his new ward back with him to the ACZ, to live in the protective arms of his growing power and influence.

Reginald already had ambitions to rule the ACZ. But now he had a new agenda as well. The humans

needed to go. They had proven themselves to be the Neanderthals of the 21<sup>st</sup> century.

**Quote:** “Don’t get on my bad side. You never know when I might be listening, or standing right behind you, so watch what you say. People are so vulnerable when they’re asleep, and you never know when I might be standing right by your bed watching you nod off.”

**Role:** Roughshod is the sympathetic villain. For heroes in the ACZ, he would be regarded as a peer, perhaps even a friend, helping on missions against the Hounds, and often doing good deeds to make life easier on the mutants. However, he has plans for a bloody takeover of the ACZ, and then a full-scale war with humanity. His younger sister, Whisper, does not share these feelings, despite her bad experiences at the hands of humanity, and seeks to turn Reginald away from his darker tendencies. PCs might help in this, might become his enemies, or might even seek to help him in his plans. Having qualified, Reginald’s next level will be in the Mastermind advanced class. GMs should keep this in mind, and allow the PCs to witness his rise to power, or perhaps his reformation (he could just as easily end up in the Mentor class- although it will take him an extra level to get there).

**Adventure Hooks:** “Machiavellian Methods”: A mutant hero has set up a “summit” with the governor of Georgia to attempt to earn more rights for mutants and ease tensions between the two groups. Roughshod has allied with the White Knights (an anti-mutant group) and together they will kill the leaders, keeping tensions between the two groups high. Enough evidence will be left to convince humans that mutants were responsible, and to convince mutants that the Knights are to blame.

**Whisper 2<sup>nd</sup> Level Mutant (Fast Hero 2):** CR 2; HD 2d8 -2; HP 12; Massive Damage 8; AP 6; Init; Spd 30 ft.; Defense 16, Touch 16, Flat-Footed 14 (+4 Class, +2 Dexterity); BAB +1 (-1 melee +3 ranged);

Attack 2d6 Blast ranged; SA Evasion; AL Roughshod, Mutant Harmony; Occupation Criminal: Sleight of Hand, Disable Device; Origin Mutant: Invisibility; Wealth +1; SV Fort -1 Ref +4 Will +0; Str 7 Dex 15 Con 8 Int 12 Wis 10 Cha 11.

**Skills:** Balance +5, Move Silently +5, Sleight of Hand +6, Disable Device +5, Escape Artist +5, Knowledge (streetwise) +5.

**Feats:** Simple Weapon proficiency (from class), Dodge, Mobility, Point Blank Shot (from class).

**Powers:** Invisibility +5, Control Light +5, Energy Blast +4, Enhanced Senses +5.

**Disadvantages:** Prejudice (DSR 2), Age: 14 (DSR 3).

**Background:** In one way or another Whisper, born Rachel Stamp, has been hiding her whole life. As a child she was always nosing into places, sneaking out to enjoy the night. Her seemingly loving parents tolerated her precociousness, though she noticed each time they found her, they seemed exceedingly relieved. When she began disappearing, she was beaten, and told to hide what she was or go to the worst place imaginable: the Containment Zone.

Then her brother rescued her, and she found that life in the ACZ wasn’t so bad. She enjoyed being with the Wraiths, going places she’s not supposed to, the excitement of using her powers. However, she sees the growing darkness in her brother, and seeks to turn him toward a less violent path.

**Quote:** “Hey, look what I found! Pretty, huh?”

**Role:** Rachel is the budding hero. Still a teenager first and foremost, she is already accomplished with her powers, and enjoys using them to help others, especially mutants. As a child, however, she is also prone to mischief. She and her brother are engaged in a personality struggle of sorts, and it remains to be seen (and influenced by the actions of the PCs) whether he draws her into the darkness, as a lieutenant in his war on humanity, or whether she turns him into the hero he has the potential to be.

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**Adventure Hooks:** In a variation of “Family Affair”, Whisper could be the kidnapped mutant, and Roughshod could come to the PCs for assistance. This is especially effective if Roughshod is established as an adversary of the PCs.

## FOUR-COLOR

**Starting Level:** 10

**Maximum Disadvantages:** 10 DSR (no more than 5 DSR from a single disadvantage)

**Tone:** Serious to Lighthearted

Four-color adventures are quite different from the adventures of the gritty and street level campaigns. Four-color characters have vastly superior capabilities at the start of the campaign, and their opposition should be tailored to this. Even a group of normal characters would have a hard time standing up to a four color hero, so the villains he faces will tend to have powers themselves.

Although four-color characters will have a home base from which they adventure, the scope of the campaign will range far and wide. The entire world and beyond is the setting for the adventures of these characters, from space stations high above the Earth to undersea kingdoms.

## FOUR-COLOR CAMPAIGN MODEL: ULTIMATUM

A terrorist group known to be active in Northern Ireland since the 60's, Ultimatum has reemerged in a new and even more dangerous incarnation. After an attempt to sabotage the peace process with Britain, even other IRA-faction members had had their fill of the group, and they were asked, at gunpoint, to leave the country. However, when the group left, their leader stole a secret cache of “super soldier” formula the group had recently purchased. Taking a pact of revenge, the leader and his five most fanatical

followers took the formula, and became more than human.

Now Ultimatum sells its services to the highest bidder, using their superhuman abilities to become the ultimate mercenaries, all in an attempt to gather money, technology, and followers, to exact their revenge on the hated British crown. After an attempt to assassinate the Queen nearly succeeded, Parliament agreed that something had to be done. In cooperation with Aegis, superhuman arm of the United States Headquarters for Emergency Response, or U.S.H.E.R., the last remaining samples of experimental super-soldier serum (ironically the same serum used by Ultimatum) is used on 6 highly trained volunteers. For the first time since World War II, the Crown Guard stands ready to defend the realm against threats mundane and superhuman, all the while watching for word of Ultimatum, ready to travel anywhere in the world to confront the group and bring them to justice.

## NPCS

**Ultimatum 10<sup>th</sup> Level Scientific Experiment (Tough 3/Brick 7):** CR 10; HD 10d10+90 (+3 Robust, +7 Diesel, +80 Con); HP 156; Massive Damage 26; AP 11; Init; Spd 30 ft.; Defense 22, Touch 16, Flat-Footed 22 (+6 Armor Power, +6 Class); BAB +7/+2 (+15/+10 melee +7/+2 ranged); Attack 1d8+8 punch; SA Fire Resistance, Robust, Ham Handed 1, Ham

Handed 2, Diesel, Improved Second Wind; AL Destroy the British Empire, Kill Queen Elizabeth II, Remove all British influence from Northern Ireland; Occupation Military: Demolitions, Knowledge (tactics); Origin Scientific Experiment: Superhuman Strength, Flight; Wealth +8; SV Fort +15 Ref +3 Will +3; Str 27 Dex 10 Con 26 Int 14 Wis 11 Cha 13.

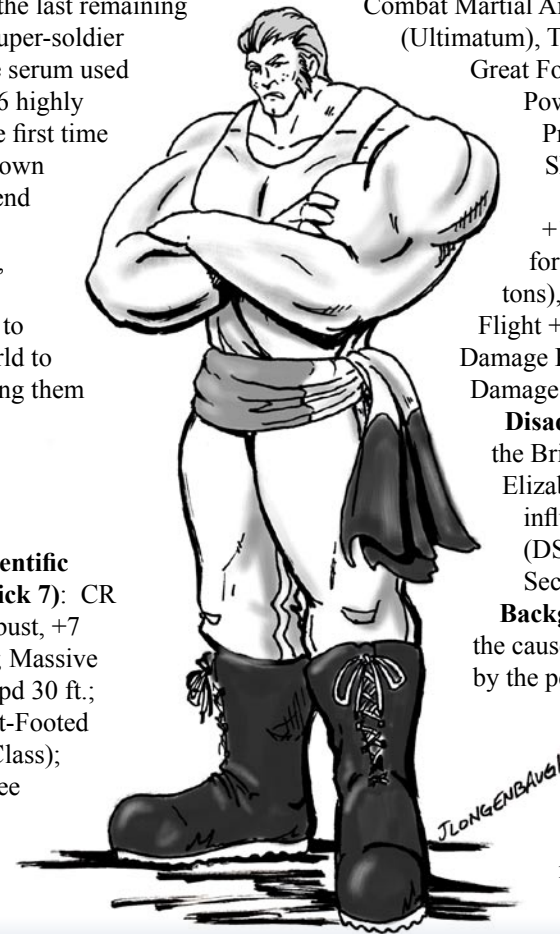
**Skills:** Intimidate +14, Knowledge (tactics) +15, Demolitions +8, Knowledge (streetwise) +7, Craft (mechanical) +5, Survival +10.

**Feats:** Simple Weapon proficiency (from class), Combat Martial Arts (from occupation), Teamwork (Ultimatum), Tactician, Toughness (from class), Great Fortitude, Sunder (from class), Power Attack (from class), Frightful Presence (from class), Thick Skinned, Fast Ball.

**Powers:** Superhuman Strength +13 (Brawn: +21 Strength modifier for lifting, can take 10 and lift 2 tons), Superhuman Constitution +10, Flight +4, Armor +12 (General Stunts: Damage Resistance +3, Thick Skinned: Damage Resistance +3).

**Disadvantages:** Obsession: Destroy the British Empire, Kill Queen Elizabeth II, Remove all British influence from Northern Ireland (DSR 5), Enemy: USHER (DSR 3), Secret ID

**Background:** A committed soldier to the cause of Ireland, Ian feels sold out by the peace plan. He knows it's only a matter of time before the heel of British imperialism comes crashing down on his homeland again. When that happens his old brothers-in-arms will beg him to return. In the meantime, he seeks wealth





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to finance his cause, and the fulfillment of a lifelong dream, a plan so radical it was repeatedly rejected by his IRA superiors: kill the Queen.

**Quote:** “You’re going to thank me some day. All of you.”

**Role:** Ultimatum is the megalomaniacal villain. The more grandiose and over the top the scheme, the more likely he is to try it. He will attempt spectacular attacks against the symbols of European “supremacy”, such as Big Ben, the Eiffel Tower, and so forth.

**Adventure Hooks:** “Chunnel Charnel House”: PCs get word that Ultimatum is attempting to bomb the Chunnel (the tunnel under the English Channel connecting France and England). During the battle, the bomb goes off, trapping the PCs, Ultimatum, and a train full of commuters. Do the PCs attempt to apprehend Ultimatum themselves, or work together to save as many commuters as possible? Whichever option the PCs choose, their best chance for escape probably lies in the central service tunnel (the Chunnel is three tunnels, 2 one-way train tunnels and a central service tunnel).

## FOUR-COLOR CAMPAIGN MODEL: MUTANT HIGH

You were born different, with powers and abilities that set you apart from your peers, making you an object of ridicule, fear, even hate. Then, one day you came home to find some gentlemen talking to your parents, about a special kind of school. A school for people like you. Now you are a student at the most secret school in the world, the Doleman Academy for Superhumans. Your classmates have a different name for it though. Mutant High.

Mutant High is a campaign model that, while the characters might one day become great heroes (or villains!), for now they are just wrestling with their abilities and all the normal things that teenagers worry about. A zit the day before the big dance might be as traumatic as the result of any adventure. Adventures

could be anything from a gang at school (a mutant gang), to students being harassed by normals from the local high school, to trying to discover the source of the campus drug problem.

Characters begin at first level, and will have to wrestle with controlling their powers as they adventure (remember mutants receive no power stunts at first level). One of the more interesting aspects of the mutant high campaign model is the challenge of role-playing teen angst. All characters must take a special Character Disadvantage, Disability (Child). The DSR of this disadvantage depends on exactly how young the character is. As campaign play progresses, the character’s ability scores will improve. Although some may balk at giving characters a disadvantage for being teenagers, this disadvantage will crop up in the game a *lot*. Need to drive? Need to get into a bar to use the phone? Even being caught out after dark would be cause for a policeman to ask a lot of questions and probably want to escort the erstwhile heroes home (What are three twelve-year-olds doing out at four in the morning?). There are more and more things you can’t do, as your character gets younger and younger.

**Special Considerations:** This campaign play begins at 1<sup>st</sup> level, even though it is a four-color campaign.

**Saul “Wraith” Doleman 15<sup>th</sup> Level Mutant (Charismatic 3/Fast 2/Mentor 10):** CR 15; HD3d6+2d8; HP; Massive Damage; AP 13; Init; Spd 30 ft.; Defense, Touch, Flat-Footed (+10 Class); BAB +9/+4 (melee ranged); Attack; SA Fast-Talk, Dazzle, Evasion, Magnetism, Force of Personality, To me my students, Instruction (skill), Instruction (feat); AL Mutant Rights, USHER, Educating the young; Occupation: Law-Enforcement (Drive, Sense Motive); Origin Mutant: Desolidification; Wealth +15; SV Fort +6 Ref +9 Will +10; Str 10 Dex 14 Con 12 Int 14 Wis 14 Cha 32.

**Skills:** Bluff +17, Diplomacy +27, Disguise +27, Gather Information +27, Intimidate +27, Sense Motive +18, Knowledge (current events) +18, Knowledge (Civics) +8, Drive +8, Hide +7, Move Silently +7, Knowledge (streetwise) +6, Listen +12.

**Feats:** Simple Weapon proficiency (from class), Light Armor Proficiency (from occupation), Lair, Personal Firearms Proficiency, Low Profile (from class), Trustworthy, Stealthy (from class), Mental Paralysis, Teamwork: Mutant High Students, Power Mastery: Mind Control (x2), Heroic Surge (from class), Henchmen (from class), Information Network (from class), Teamwork: USHER (from class), Windfall (from class).

**Powers:** Desolidification +16 (Inside Out, Lighter than Air), Superhuman Charisma +16, Mind Control +16 (Save DC 22 with Power Mastery) (General Stunts: 6 targets simultaneously), Danger Sense +8, Superhuman Dexterity +2.

**Disadvantages:** Code: Advance Human-Mutant relations (DSR 5), Prejudice (DSR 2)

**Background:** Saul Doleman was one of dozens of metahumans recruited into national service by the so-called “Freedom Act”, instituted in 1935, in an attempt to combat the German “Eugenics Brigade” formed in the years leading up to the Second World War. Many of the men and women recruited joined the ranks of the Vigilance Force, and later Aegis, and became household names, such as Old Glory and Captain Miracle. Others, however, were deemed more suitable for different services. The first (and indeed the only), official document naming Saul Doleman as a government employee, authorizing his transfer from OSS to the CIA, describes him as “quite possibly the most unique intelligence asset in the history of the United States”.

Nothing is known of Doleman’s exploits, but it is known that he befriended Christian Thomason some time during the Korean War, and the two remained friends, while one went on to build the United States

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**TABLE 4-3: AGING EFFECTS FOR CHILDREN**

Age/Category	Disadvantage	Strength	Dexterity	Constitution	Intelligence	Wisdom	Charisma
10/Child	5	-6	-3	-6	-2	-3	-4
11/Adolescent	4	-5	-3	-5	-2	-3	-4
12/Adolescent	4	-4	-3	-4	-2	-3	-3
13/Teenager	3	-4	-2	-4	-2	-2	-3
14/Teenager	3	-3	-2	-3	-2	-2	-2
15/Yg. Adult	2	-2	-2	-2	-1	-2	-2
16/Yg. Adult	2	-2	-2	-2	-1	-1	-1
17/Yg. Adult	1	-1	-1	-1	-1	-1	-1
18/Adult	0	0	0	0	0	0	0

Headquarters for Emergency Response, and the other continued operating in the shadow realm of world espionage.

As veterans of the Freedom Act, it is perhaps not surprising that these two men would join together to create the first school to train mutants not to be soldiers, or spies, but simply to be better young men and women. Ironically, many graduates of the Doleman Academy have joined the ranks of Aegis, but the rest are quietly reintroduced into society. And every time the government moves to nationalize or militarize the academy, Doleman will have a quiet chat with several key senators, and the idea is tabled.

**Quote:** “The guards? Don’t worry Senator they’re fine. They’re just asleep. Now you and I can talk. Just listen very carefully, I think you’ll find what I say makes a lot of sense. It’s about the creation of a school...”

**Role:** Doleman is the quintessential mentor.

**Adventure Hooks:** “Starfall”: As part of the “Host of Scion”, creatures are unleashed on the Earth to create confusion and lessen resistance. Some of these get loose in the school, and the PCs, as students at the Academy, will be forced to defend themselves. Pick a favorite monster from the Monster Manual (or create some nasty alien NPCs) and set it loose, or several of

them.

**Maddy McGuire 1<sup>st</sup> Level Mutant (Dedicated 1):** CR 1; HD 1d6; HP 7; Massive Damage 10; AP 5; Init +0; Spd 30 ft.; Defense 11, Touch 11, Flat-Footed 11 (+1 Class); BAB +0 (-1 melee +0 ranged); Attack Telekinesis Ranged; SA Empathy; AL Billy Madison, Saul Doleman, Mutant High; Occupation: Student Computer Use, Knowledge (Business), Research; Origin: Mutant: Telekinesis; Wealth +1; SV Fort +2 Ref +0 Will +7; Str 9 Dex 11 Con 12 Int 12 Wis 18 Cha 13.

**Skills:** Investigate +5, Treat Injury +8, Listen +8, Sense Motive +8, Knowledge (Business) +6, Spot +8.

**Feats:** Simple Weapon proficiency (from class), Iron Will, Teamwork (Mutant High students).

**Powers:** Telekinesis +4, Superhuman Wisdom +4, Flight +4, Power Detection +6 (Limitation: Mutants only DSR 2).

**Disadvantages:** Prejudice (DSR 2), Dependant: Billy Madison (DSR 2), Age: 17 (DSR 1)

**Background:** Maddy has always been sensitive, able to intuitively know what others are feeling. The daughter of paranormal enthusiasts, she was subjected to test after test because of the poltergeists that plagued her and her family. The family moved several

times, but the phenomena followed them wherever they went. One day, a brilliant, handsome researcher named Saul Doleman visited the family. He explained to Maddy’s parents that she was special, and that he had a special institute where her ability to summon poltergeists and her empathy could be studied and understood.

A few months ago, Maddy began dating Billy Madison, a boy from the nearby high school. The students at the school know all about “mutant high”, and the tensions between the schools has slowly increased, with conflicts between “normals” and “jinxes” becoming more and more frequent. In an odd way, Maddy and Billy’s relationship has become a focal point for that tension, and now both young adults are caught in the middle of a conflict with the potential to explode any day.

Despite her young age, Maddy has begun accompanying her instructors on scouting expeditions to locate young mutants in trouble. Her ability to sense mutants, a rare and potent ability, has caused her to see action at a much younger age than other students. This is a further source of friction between her and her classmates, especially Geoffrey Jones (see below).

**Quote:** “I know exactly what you’re feeling. Now settle down before someone gets hurt.”

**Role:** Maddy is an excellent friend for students her age, human or mutant. To older characters, she will be a star pupil, especially mutant high instructors, who see her as the ideal heroine of the next generation.

**Adventure Hooks:** “Burn baby, burn”: The students are out for a night of fun, watching the homecoming game at the local high school. Any older students (16 or older) will be acting as chaperones to the younger students. During a scuffle between some of the mutants and the local students, one of the “humans” manifests a mutant gift, an extremely powerful form of pyrokinesis. Suddenly, the PCs find themselves trying to contain a raging fire in a stadium

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full of fearful fans, and contain a mutant whose powers are out of control.

**Geoffrey “Rush” Jones 2<sup>nd</sup> Level Mutant (Fast Hero 2):** CR 2; HD 2d8+6; HP 20; Massive Damage 16; AP 6; Init +8; Spd 80 ft.; Defense 18, Touch 18, Flat-Footed 14 (+4 Class, +4 Dexterity); BAB +1 (+1 melee +5 ranged); Attack 1d3 punch; SA Evasion; AL Saul Doleman, Excitement, Danger; Occupation: Criminal: Disable Device, Sleight of Hand; Origin: Mutant: Superhuman Constitution, Wealth +1; SV Fort +3 Ref +6 Will -1; Str 11 Dex 18 Con 16 Int 10 Wis 9 Cha 11.

**Skills:** Balance +9, Escape Artist +9, Disable Device +5, Knowledge (streetwise) +5, Sleight of Hand +10

**Feats:** Simple Weapon proficiency (from class), Improved Initiative, Defensive Martial Arts, Elusive Target (from class).

**Powers:** Super Running +5, Superhuman Dexterity +5, Enhanced Senses +5, Superhuman Constitution +4.

**Disadvantages:** Prejudice (DSR 2), Code: Distrusts Humans (DSR 1), Age 16 (DSR 2)

**Background:** Geoffrey, or “Rush” as he prefers to be called, is the mutant from the wrong side of the tracks. He had been involved in petty crime, using his powers to support himself, for some time before he was approached by Doleman and offered the chance to study with others of his own kind. Having no love for humanity, Geoffrey sees the Academy as a place to be with his own kind, and dislikes and distrusts humans. Although not evil, he definitely feels a war is coming, and is a big source of friction between the Academy and the local high school. He especially dislikes Billy Madison, mostly because he is rivals with Maddy. She gets to go on missions, while he doesn’t, even though he is more accomplished with his powers than she is.

**Quote:** “I’m outta here.”

**Role:** Geoffrey is the rebel. Like many young men his age, he doesn’t like to be told what to do or where to go or how to act. The fact that he can run 90 mph and rifle through pockets at super speed doesn’t help.

**Adventure Hooks:** “Eye for an eye”: Some boys from the local high school are savagely beaten. The local police have no evidence, but Maddy is convinced that Geoffrey is behind the attacks, and enlists the PCs help to look into it. What do the PCs do when they discover both that Geoffrey is responsible, but also that the boys he beat up were drug dealers?

## COSMIC

**Starting Level:** 15

**Maximum Disadvantages:** 5 (no more than 5 DSR from a single disadvantage)

**Tone:** Serious to Lighthearted

Cosmic campaigns center around, not just the fate of the world, but of the universe, time, and space themselves. Cosmic adventures frequently take place in other galaxies and dimensions, and alien characters are especially common in these games, both as PCs and as NPCs.

Since cosmic adventures play out on such a big stage, the focus will be less on the individual characters, and this includes the PCs. In other words, adventures will be “plot driven” rather than “character driven”. This is the reason why the maximum disadvantages are set lower for the cosmic campaign. However, if the campaign has 3 players or less, the GM might want to move it back up to 10 DSR, since he will have time to devote to individual characters and still maintain the epic feel the cosmic campaign needs.

## COSMIC CAMPAIGN MODEL: HOST OF SCION

Scion came from a doomed world, the planet Selijan, an exiled prince seeking only to live among mankind in peace and harmony. It seemed too good to be true. It was. Soon after his arrival, a gigantic space battle took place outside Earth’s asteroid belt. The Scion told his human hosts that the aggressors were responsible for the destruction of his planet. After his fleet won the battle, they descended to Earth, and begun to colonize and enslave as they had the world their experiments had wrecked. The fleet they defeated was the last attempt to stop them from doing to another world, to Earth, what they done to their last home.

Now the Host of Scion has descended on the Earth. Criminals from a thousand different worlds, all following the most dangerous intergalactic despot the galaxy has ever seen. For those with Blood and Space, the Host could have starships as well, engaging in combat against hopelessly outmatched Earth air forces. However, the focus should be on the heroes attempts to defeat Scion and his superpowered minions, after which the GM could come up with a solution to the starships (such as giving them a computer virus), or the PCs could battle the starships themselves.

**Scion 25<sup>th</sup> Level Alien (Strong 3/Charismatic 2/Brick 10/Mastermind 10):** CR 25; HD 3d8+12d6+10d10+358 (+325 Con, +3 Toughness, +10 Diesel, +20 Resilience); HP 478; Massive Damage 36; AP 18; Init +0; Spd 30 ft. Ground, 280 ft. flying (Good maneuverability); Defense 36, Touch 23, Flat-Footed 36 (+13 Class, +13 Armor); BAB +16/+11/+6/+1 (+31/+26/+21/+16 melee +16/+11/+6/+1 ranged); Attack 1d12+17 melee (punch); SA Melee Smash, Improved Melee Smash, Fast-Talk, Ham



# CHAPTER 4: GAMEMASTERING

Handed 1-3, Diesel, Improved Second Wind, Dark Magnetism, Right Hand Man, Force of Personality, Cult of Personality, Notorious; AL Power; Occupation Military: Knowledge (tactics), Pilot; Origin Alien (Selijan): Life Support, Flight; Wealth +30; SV Fort +27 Ref +9 Will +10; Str 40 Dex 10 Con 36 Int 12 Wis 11 Cha 28.

**Skills:** Knowledge (tactics) +30, Repair +7, Pilot +16, Handle Animal +14, Diplomacy +24, Intimidate +34, Bluff +23, Survival +10, Sense Motive +10.

**Feats:** Toughness, Great Fortitude, Combat Martial Arts (from class), Henchmen, Iron Will (from class), Lair, Improvised Weapons, Teamwork, Tactician, Frightful Presence: Save DC 41 (from class), Heroic Surge (from class), Power Attack (from class), Frenzy (from class), Improved Combat Martial Arts (from class), Thick Skinned (x2), Power Surge, Sidekick (from class), Renown (from class), Enemy: Aegis (from class), Antithesis: Aegis (from class), Pinnacle of Power (from class).

**Powers:** Superhuman Strength +25 (Brawn: +25 Strength checks, HTH damage increased to 1d12), Life Support +12 (Vacuum Sealed, Amphibious), Flight +28 (Maneuverability: Good), Superhuman Charisma +15, Armor +26 (Damage Resistance: 18 physical - includes that granted by Thick Skinned feats), Superhuman Constitution +20 (Resilience: +20 HP and Massive Damage Threshold).

**Disadvantages:** Obsession: Lust for Power (DSR 5), Enemy: Selijan Security Forces (DSR 2).

**Background:** Jossdon was the youngest son of the royal house of Selijan. Consumed with the desire to rule, he killed his older siblings one by one, until only his eldest sister, the Crown Princess Elustra remained. He framed her for the murders of his brothers, and then, after she was safely behind a prison force field, and after the “untimely” deaths of his parents, took his place as ruler. But being a King wasn’t enough for Jossdon; he wanted to be Emperor.

After sending out a call for the most ruthless

warriors in the Galaxy, Jossdon set the scientists of Selijan, always a peaceful world, the task of creating the mightiest war machine the galaxy had ever seen. Those scientists who would not join his “cause” were ruthlessly hunted down and executed, as were any who rejected his “reasons” for war.

After the conquest of a thousand worlds, and the complete devastation of the once-idyllic Selijan’s ecosystem, the people finally rose up against Jossdon, freeing his sister from prison. The war lasted a decade, and when he was at last defeated, Jossdon used an experimental doomsday weapon on his own world, preferring its destruction to a single day under the rule of another.

However, his empire was crumbling around him, as one conquered world after another rose up under the banner of Elustra the liberator. Jossdon lost battle after battle, always escaping, until at last he was cornered, in the asteroid belt of a primitive, barely-charted system. Although the battle was a bloody draw, the “catapult”, the craft capable of creating a stargate with which to return home, was destroyed in the battle. Both sides were trapped in a primitive backwater until a new one could be made, which might be never, given the barely adequate technology possessed by the local natives.

Now the battle has begun again, on the only planet in the system worth having: Earth.

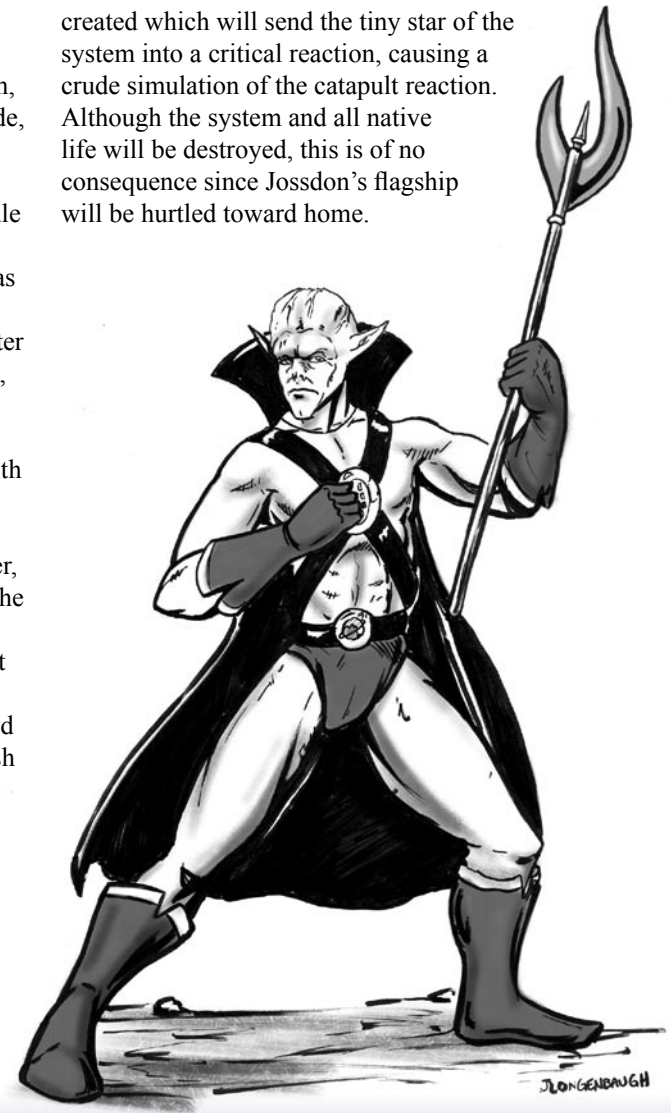
**Quote:** “I will care for the inhabitants of this world like my own children. And like children, I will punish those who displease me.”

**Role:** Scion is the power-mad conqueror with delusions of grandeur. Unfortunately, he is also extremely powerful, and backed by a core group of fanatically loyal alien scum armed to the teeth with advanced weaponry.

Scion might also be a love interest (most likely one sided) with a female PC. He is a Roman-style emperor, prone to want to sample the local inhabitants of any world, and finds Earth women

especially fascinating. A female PC might become the object of his attentions.

**Adventure Hooks:** “Long day’s journey into night”: Scion’s scientists have finally discovered a way for his forces to return home and take back what was “stolen” from them. A device has been created which will send the tiny star of the system into a critical reaction, causing a crude simulation of the catapult reaction. Although the system and all native life will be destroyed, this is of no consequence since Jossdon’s flagship will be hurtled toward home.



## TABLE A-1: FEATS

Feat Name	Prerequisite	Benefit
Absorption Blast	12 power points in Absorption, 1 Power Stunt for +2 saving throws	Use absorbed energy to power a blast attack
Absorption Conversion	12 power points Melee Absorption, 2 Power Stunts for +4 saving throws	Use absorbed energy to increase a physical stat
Animal Companion	Sidekick, Animal Handling 5+	Animal Sidekick
Antithesis	Enemy, BAB +9	+2 to hit and skill checks against your enemy
ArcBlast	8 power points Blast, 1 Power Stunt for +1 to hit	Possible attacks of opportunity with Blast attack
ArcStorm	ArcBlast, 3 Power Stunts in Blast for +3 to hit	Like ArcBlast but your limit is the number of attacks of opportunity you are allowed
Banter	Cha 13+, Bluff 5 ranks	Add Cha modifier to defense
Beast Mastery	Beast Form 4 Power Points	Increase the choices of your beast forms
Berserker Rage	Frenzy, Fury, 10 <sup>th</sup> level	As Frenzy, except your Strength and Constitution bonuses are +8, your Will saves are +4, and your bonus hit points are 4 per level
Blinking	Teleportation 8 power points	+2 dodge bonus to defense
Charmed Life	UltraLuck, 15 <sup>th</sup> level	Spend an action point and add the results of 3 d6, instead of 1.
Combat Flight	A power, stunt, or piece of equipment that grants flight	Flight maneuverability improves by one class
Conviction	Allegiance	+1 to hit and saves when working for your allegiance
Coordinated Attack	Teamwork, BAB +5	Gain flank bonuses without flanking the enemy
Cover Fire	Teamwork	Cover fire bonus x 1.5
Darkvision	4 power points in Enhanced Senses, Enhanced Vision power stunt	You see 5' in complete darkness per power point in this power, +1 to Survival checks for Tracking per PP
Down Draft	10 power points in Control Weather, Wind Blast power stunt, Hurricane Force	Force flying characters down to the ground
Drain Transference	6 power points in Drain, 2 power stunts in Drain for a 2 round recovery delay	You may transfer ½ amount of ability drained to yourself
Durable Drain	12 power points in Drain, 3 power stunts for a 3 round delay	Drain lasts longer
Durable Ensnarement	4 power points in Ensnaring Attack	Ensnarement attack lasts 1 minute per PP
Enemy	----	+2 to attack and skill checks when combating your enemy
Eye of the Storm	10 power points in Control Weather, Tempest power stunt, Wind Blast power stunt, Hurricane Force, Tornado	Immune to weather penalties
Fast Ball	Teamwork, Brawn	Throw another character into battle full BAB plus additional 6
Feral	----	+2 to 2 of the following: Animal Handling, Balance, Climb, Hide, Jump, Move Silently, Navigate, Ride, Survival, Swim
Frenzy	----	Temporarily gain +4 to Str and Con, +2 bonus to Will, -2 penalty to AC
Fury	Frenzy, 5 <sup>th</sup> level	As Frenzy, except Strength and Constitution bonuses are +6, Will saves are +3
Gravity Crusher	6 Power Points in Control Gravity, Gravity Snare power stunt	Inflict gravity damage on your foes
Henchmen	6 <sup>th</sup> level	You have a group of followers
Home Turf	----	In your home territory, you have +1 to hit, +2 to the following skill checks: Gather Information, Hide, Knowledge (streetwise, tactics), Navigate, Spot, and Survival
Human Metal Detector	6 power points in Control Magnetism	Bonus to Spot checks to detect metal within 60' even if it isn't visible
Human Polygraph	8 power points in Enhanced Senses, Enhanced Hearing power stunt	Listen check to detect a lie
Hurricane Force	4 power points in Control Weather, Wind Blast Power stunt	Inflict wind damage on opponents, and possible knockback
HyperDodge	4 power points in Danger Sense, 1 Power Stunt for +1 Initiative	+2 Dodge bonus to Defense
HyperReflexes	8 power points in Danger Sense, 3 power stunts for +3 Initiative	+2 Dodge bonus to Defense
Hypervelocity	13 power points in Super Running	Run across liquid or vertical surfaces
Ice Armor	6 power points in Control Cold, Snow Armor power stunt	+1 bonus to defense per 3 power points in Control Cold
Immunity to Cold	4 power points in Control Cold, Resist Cold power stunt	DR vs Cold equal to your power points in Control Cold

## TABLE A-1: FEATS (CONTINUED)

Feat Name	Prerequisite	Benefit
Immunity to Electricity	4 power points in Control Electricity, Resist Electricity power stunt	DR vs Electricity equal to your power points in Control Electricity
Immunity to Fire	4 power points in Control Fire, Resist Fire power stunt	DR vs Fire equal to your power points in Control Fire
Improved Duration	6 power points in a power with a duration of less than permanent, but that is not instantaneous	Improve the duration of a power by one step to a maximum of indefinite
Improved Range	1 power stunt for +1 to hit in a ranged attack power with a range of less than long range	Improve the range of a power by one step to a maximum of long range
Improvised Weapons	Brawl	Use any improvised weapon with no penalty to hit
Information Network	Henchmen	+1 to Gather Information or Spot skill checks per Henchman devoted to it
Lair	----	+1 Wealth bonus per level to build / equip your HQ
Lightning Mind	6 power points in Superhuman Intelligence, General Stunt +1 skill point per level	Dramatically decrease the time it takes to make Int skill checks
Lucky Charm	UltraLuck	Bonus action points if you use a lot
Marksman	Weapon Focus, Spot 5 ranks	Up to ½ Spot modifier offsets range penalties
Mental Paralysis	8 Power Points in Mind Control	Paralyze your enemy with your mind
MultiBlast	6 power points in Blast	You may make may make a number of blast attacks each round equal to your stunts (for +1 to hit) in blast
Pinnacle of Power	Epic level, Power Surge	+1 power points per level, cumulative with Power Surge
'Port Storm	Blinking, 10 power points in Teleport	Extra attack, if you spend an action point you can flank an opponent by yourself
Power Mastery	10 power points in the power this feat is applied to	+2 to hit, or +2 to resist DC in one power
Power Surge	10 <sup>th</sup> level	+1 PP per level. Retroactive.
Prehensile Attack	Prehensile Flurry	Attack modifier for multiple limbs is -2
Prehensile Flurry	Prehensile limb with an effective dexterity of at least 12	Full Dex modifier for prehensile limb attacks
Rending Claws	6 power points in Claws	Destroy armor from powers or equipment
Reflection	10 power points in Deflection, 2 Power Stunts for +2 to hit	Reflect attacks back at the attacker
Sharpshooter	BAB +5, Weapon Focus	+1 to hit, +2 to damage with chosen weapon
Sidekick	3 <sup>rd</sup> level	You gain a partner
Signature Stunt	7 <sup>th</sup> level, GM's permission	Use your created power stunt without an action point
Tactician	Int 13+, Cha 13+, Knowledge (Tactics) 5 ranks, Teamwork	Tactics check applies to a number of allies
Teamwork	Allegiance	Two or more characters with Teamwork for the same team gain +2 to attack and skill checks, can communicate with hand signals
Thick Skinned	12 power points in Armor	+1 DR per 4 PP in Armor
Tornado	6 Power Points in Control Weather, Wind Blast power stunt, Tempest power stunt	Create a damaging tornado
Toxic Cloud	6 power points in Control Fire, Smoke Cloud power stunt	Create a cloud of smoke to choke people off
Tracking Scent	4 power points in Enhanced Senses, Enhanced Smell power stunt	Track by scent
UltraLuck	10 power points in Probability Manipulation, 3 power stunts for +3 on rerolls	Spend an action point, add the results of 2 d6 instead of 1
Up and Under	Shrinking 8 Power Points	Bonus to attack and damage when becoming your full size beneath your opponent



## TABLE A-2: POWERS

Power Name	Duration	Activation Time	Range	Exclusivity
Ability Drain	Instantaneous	Action	Touch	Exclusive
Drain Strength				
Drain Dexterity				
Drain Constitution				
Drain Intelligence				
Drain Wisdom				
Drain Charisma				
Ability Enhancement	Instantaneous	Action	Personal	Exclusive
Enhance Strength				
Enhance Dexterity				
Enhance Constitution				
Enhance Intelligence				
Enhance Wisdom				
Enhance Charisma				
Absorption	Permanent	Free	Personal	Exclusive
Energy Absorption				
Energy Absorption, Melee				
Physical Absorption				
Physical Absorption, Melee				
Animal Empathy	Permanent	Free	Personal	General
Armor	Permanent	Free	Personal	General
Aura	Power Level	Move	Personal	Exclusive
Energy Aura				
Physical Aura				
Psychic Aura				
Beast Form	Indefinite	Full-Round AoO	Personal	Exclusive
Blast	Instantaneous	Action	Medium	Exclusive
Energy Blast				
Physical Blast				
Psychic Blast				
Claws	Indefinite	Move	Personal	General
Control Cold				
Cold Snap	Instantaneous	Action	Short	General
Ice Ramp	Instantaneous	Move	Personal	General
Ice Slick	Instantaneous	Action	Short	General
Resist Cold	Permanent	Free	Personal	General
Snow Armor	Power Level	Full-Round	Personal	General
Wall of Ice	Power Level	Full-Round	Medium	General
Control Earth				
Land Grab	Instantaneous	Action	Short	General
Pillar	Instantaneous	Move	Personal	General
Sand Blast	Instantaneous	Action	Short	General

## TABLE A-2: POWERS (CONTINUED)

Power Name	Duration	Activation Time	Range	Exclusivity
Tremor	Instantaneous	Action	Short	General
Tunneling	Instantaneous	Move	Personal	General
Wall of Earth	Indefinite	Full-Round	Medium	General
Control Electricity				
Electrical Empathy	Permanent	Free	Personal	General
Resist Electricity	Permanent	Free	Personal	General
Shock Therapy	Instantaneous	Action	Touch	General
Short Circuit	Instantaneous	Action	Medium	General
Control Energy				
Energy Weapons	Power Level	Move	Personal	General
Wall of Energy	Power Level	Full-Round	Medium	General
Control Fire				
Fire Walk	Concentration	Action	Medium	General
Heat Mask	Power Level	Move	Personal	General
Heat Wave	Instantaneous	Action	Medium	General
Intensify Fire	Instantaneous	Action	Line of Sight	General
Quench Fire	Instantaneous	Action	Line of Sight	General
Resist Fire	Permanent	Free	Personal	General
Smoke Cloud	Concentration	Action	Long	General
Control Gravity				
Decrease Gravity	Concentration	Attack	Short	General
Gravitic Flight	Instantaneous	Move	Personal	General
Gravity Snare	Instantaneous	Attack	Short	General
Increase Gravity	Concentration	Attack	Short	General
Control Insects				
Insect Messengers	Indefinite	Move	Special	General
Insect Steed	Instantaneous	Move	Personal	General
Nettling Insects	Power Level	Action	Medium	General
Summon Insects	Instantaneous	Action	Short	General
Control Light				
Blinding Attack	Instantaneous	Action	Short	General
Cloak of Shadows	Indefinite	Move	Personal	General
Darkness	Power Level	Move	Short	General
Resist Light	Permanent	Free	Personal	General
Control Magnetism				
Control Magnetism	Instantaneous	Action	Short	General
Magnetic Flight	Instantaneous	Move	Personal	General
Magnetic Shield	Power Level	Move	Personal	General
Metallic Breakdown	Instantaneous	Action	Short	General
Control Sound				
Cloak of Silence	Indefinite	Move	Personal	General
Sonic Scream	Instantaneous	Action	Short	General

## TABLE A-2: POWERS (CONTINUED)

Power Name	Duration	Activation Time	Range	Exclusivity
Vibration Wave	Instantaneous	Action	Medium	General
Control Weather				
Fog Bank	Concentration	Action	Long	General
Lightning Strike	Instantaneous	Action	Short	General
Tempest	Concentration	Action	Short	General
Thunder Clap	Instantaneous	Action	Short	General
Wind Blast	Instantaneous	Action	Short	General
Wind Rider	Concentration	Move	Personal	General
Damage Touch	Instantaneous	Action	Touch	Exclusive
Energy Touch				
Physical Touch				
Psychic Touch				
Danger Sense	Permanent	Free	Personal	General
Deflection	Instantaneous	Action	Personal	Exclusive
Energy Deflection				
Physical Deflection				
Density Increase	Power Level	Move	Personal	General
Desolidification				
Desolidification	Power Level	Full-Round	Personal	General
Inside Out	Instantaneous	Attack	Personal	General
Lighter than Air	Instantaneous	Move	Personal	General
Empathic Healing	Instantaneous	Action	Touch	General
Enhanced Senses	Permanent	Free	Personal	General
Enhanced Hearing				
Enhanced Sight				
Enhanced Smell				
Enhanced Taste				
Enhanced Touch				
Ensnaring Attack	Power Level	Action	Short	General
Flight	Instantaneous	Move	Personal	General
Force Field	Power Level	Move	Personal	General
Growth	Indefinite	Move	Personal	General
Healing Touch	Instantaneous	Action	Touch	General
Healing Touch				
Purge				
Restore Ability				
Invisibility				
Invisibility	Concentration	Action	Personal	General
Improved Invisibility	Power Level	Action	Personal	General
Life Support	Special	Free	Personal	General
Amphibious				
Camel Metabolism				

## TABLE A-2: POWERS (CONTINUED)

Power Name	Duration	Activation Time	Range	Exclusivity
Cold Blooded				
Hot Blooded				
Vacuum Sealed				
Mimic	Indefinite	Move	Personal	General
Mind Control (Domination)	Concentration	Action	Medium	General
Multiple Limbs	Permanent	Free	Personal	Exclusive
Club Limb				
Motive Limb – Legs				
Motive Limb – Swim Tail/Fins				
Motive Limb – Wings				
Prehensile Limb				
Photographic Reflexes	Indefinite	Full-Round	Personal	General
Plasticity				
Bouncing	Permanent	Free	Personal	General
Daddy Long Legs	Indefinite	Move	Personal	General
Elongation	Indefinite	Free	Personal	General
Long Strider	Instantaneous	Move	Personal	General
Malleability	Permanent	Free	Personal	General
Tight Spaces	Permanent	Full-Round	Personal	General
Power Detection	Concentration	Attack	Line of Sight	General
Power Theft				
Precognition	Instantaneous	Full-Round AoO	Personal	General
Probability Manipulation				
Good Luck	Instantaneous	Move	Personal	Exclusive
Bad Luck	Instantaneous	Action	Medium	Exclusive
Regeneration	Permanent	Free	Personal	General
Fast Healing				
Regrowth				
Slow Aging				
Shrinking	Indefinite	Move	Personal	General
Sonar	Permanent	Free	Personal	General
Stunning Attack	Instantaneous	Action	Long	General
Super Leap	Instantaneous	Move	Personal	General
Super Running	Permanent	Free	Personal	General
Super Swimming				
Super Swimming	Instantaneous	Move	Personal	General
Gills	Permanent	Free	Personal	General
Superhuman Charisma	Permanent	Free	Personal	General
Superhuman Constitution	Permanent	Free	Personal	General
Superhuman Constitution				
Resilience				
Superhuman Dexterity				

## TABLE A-2: POWERS (CONTINUED)

Power Name	Duration	Activation Time	Range	Exclusivity
Superhuman Dexterity	Permanent	Free	Personal	General
Swinging	Instantaneous	Move	Personal	General
Superhuman Intelligence	Permanent	Free	Personal	General
Superhuman Intelligence				
SuperGenius				
Total Recall				
Superhuman Strength	Permanent	Free	Personal	General
Superhuman Strength				
Brawn				
Superhuman Wisdom	Permanent	Free	Personal	General
Telekinesis				
Telekinesis	Power Level	Action	Short	General
Telekinetic Disarm	Instantaneous	Action	Short	General
Telekinetic Flight	Instantaneous	Move	Personal	General
Telekinetic Punch	Instantaneous	Action	Short	General
Telekinetic Shield	Concentration	Move	Personal	General
Telepathy				
Empathy	Instantaneous	Move	Line of Sight	General
ESP	Instantaneous	Action	Line of Sight	General
Mind Link	Indefinite	Move	Line of Sight	General
Psi Bolt	Instantaneous	Action	Short	General
Teleport	Instantaneous	Move	Personal	General
Transformation – Fire				
Flare	Instantaneous	Action	Short	General
Human Jet	Instantaneous	Move	Personal	General
Transformation – Fire	Power Level	Move	Personal	General
Transformation - Metal	Power Level	Move	Personal	General
Transformation - Sand	Power Level	Move	Personal	General
Disassembled Form				
Transformation – Sand				
Transformation – Water	Power Level	Move	Personal	General
Liquid Form				
Transformation – Water				

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