

MARVEL
SUPERHEROES™
Official Game Accessory

AVENGERS ARCHIVES™



by Steven E. Schend

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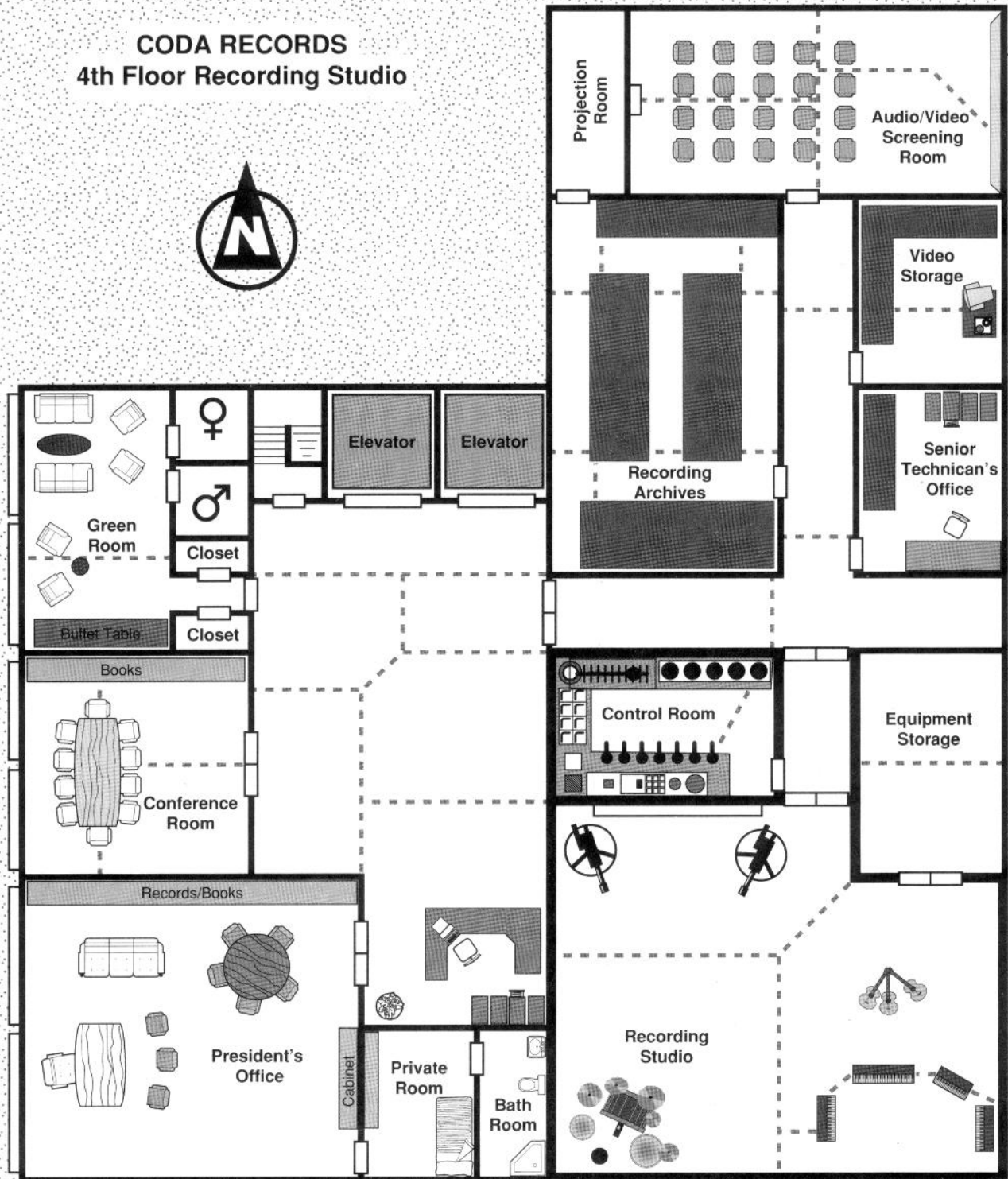
AVENGERS ARCHIVES™



The Grandmaster's Log

by Steven E. Schend

CODA RECORDS 4th Floor Recording Studio



The Grandmaster's™ Log

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Credits:

Design: Steven E. Schend
Editing: Anne Gray McCready
Cover & Poster Art: Steve Lightle
Interior Art: The Marvel Bullpen

Art Coordination: Peggy Cooper
Cartography: Steve Sullivan with Dennis Kauth
Typography: Tracey Zamagne
Production: Paul Hanchette

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TSR, Inc.
P.O. Box 756
Lake Geneva
WI 53147
U.S.A.



TSR Ltd.
120 Church End
Cherry Hinton
Cambridge, CB1 3LB
United Kingdom

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Avengers Campaign Franchises

Avengers Branch Teams

For years, the Avengers operated relatively autonomously, as did the Fantastic Four and other superhuman teams. As the complexities of crime fighting expanded and the activities of the Avengers expanded to meet them, the team's needs changed. Their ties with local law enforcement forces and the United States government developed into having direct access to U.S. governmental and military information networks. The Avengers' special compensations (such as domestic use of super-sonic aircraft like their Quinjets) were contingent on working with the U.S. National Security Council.

After a number of years of tumultuous relations with the U.S. government, especially their NSC liaison Henry Peter Gyrich, the Avengers' ties with the U.S. government were severed and their charter was revoked. After a chaotic battle with the Tetrarchs of Entropy and a subsequent two-day meeting of the Avengers' full membership, the team's charter was re-established under the United Nations.

Immediately following the public announcement of the Avengers' new association with the United Nations, the world looked upon the Avengers as yet another toy in the political arena. The UN itself, however, has not interfered or made any overt demands on the team in terms of their membership and organization. This fact could be attributed to Captain America's years of experience with bureaucracy and military organizations or perhaps it was simply because the Avengers were often off on missions of world-wide importance.

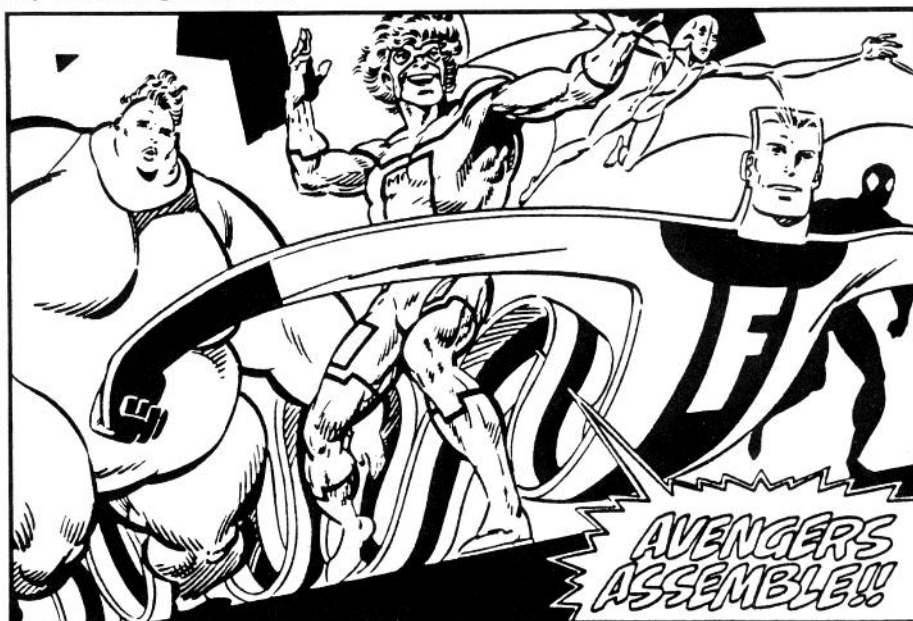
That is not to say that there has not been extensive lobbying on the part of many member nations and individual interest groups for securing membership of certain representative superhumans into the Avengers. Seen as a mark of elite status and prominence both for the

hero/heroine and the sponsoring nation, Avengers membership for national heroes has become the latest political power chip involved in United Nations negotiations. Some member nations, such as the representatives of the former Soviet Republics and their Peoples' Protectorate, have lobbied for whole teams of powered beings to be admitted as affiliated Avengers' branch teams.

The most prominent proposal nearing a vote is the General Assembly's desired establishment of an Avengers' branch team for the purpose of policing areas outside of the American continent. This proposal has been welcomed by all member nations except the United States, but has never come close to resolution simply because of national disagreements over membership proposals and the location of a base of operations. Table A shows all the superheroes and base locations proposed by member nations. How these politically-loaded nominations affect the Avengers in your game world is known only to the Judge and Uatu.

Table A: UN Proposed Avengers Bases and New Members

<i>Australia:</i>	Sydney; Talisman I
<i>China:</i>	Moscow; Collective Man
<i>Egypt:</i>	Cairo; Scarlet Scarab
<i>France:</i>	Paris; Peregrine
<i>Germany:</i>	Berlin; Blitzkrieg, Hauptmann Deutschland
<i>Great Britain:</i>	Paris; Spitfire, Micromax, Shamrock
<i>Israel:</i>	Tel Aviv; Sabra
<i>Japan:</i>	Undecided; Sunfire
<i>Korea:</i>	Undecided; Auric, Silver
<i>Saudi Arabia:</i>	Undecided; Arabian Knight
<i>Soviet Republics:</i>	Moscow; Peoples' Protectorate (Perun, Phantasma, Red Guardian, Vostok) and Crimson Dynamo
<i>Spain:</i>	Undecided; Defensor
<i>Symkaria:</i>	Undecided; Silver Sable
<i>Taiwan:</i>	Moscow; Jade Dragon
<i>Wakanda:</i>	Wakanda; no nominations for members





Avengers Campaign Franchises

The New Avengers

In every MARVEL SUPER HEROES™ game world and even in all the alternate worlds explored by Uatu the Watcher, the Avengers are the ultimate guardians of justice and stand as symbols of all that is good and right in the superhuman population expansion of the late 20th century. And now, players and Judges alike have the chance to make their own legends alongside those of Thor, Iron Man, the Vision, and the rest of the Avengers. Your campaign heroes and heroines have been chosen for membership in the Avengers!

Security and Background Checks

All new members of the Avengers undergo a complex security screening process to determine their suitability as members of the Avengers. The most important check determines their suitability for access to secret information. Every member undergoes these checks before being issued an Avengers Identocard or Communicard.

A specialized computer system in the Avengers command center handles the entire background check process. This system, designed by Tony Stark (someone who understands the need for secrecy), makes its information checks via a unique random sequence code that initiates information checks through the data banks of the FBI, the CIA, Interpol, the U.S. and the United Nations National Security Councils, and AMEX. The checks are disguised by encoding, identifying them as standard background checks for prospective employees of the U.S. Department of Agriculture. Areas of focus for the program include checks on family status, past criminal behavior, psychiatric treatment, substance abuse, and participation in anti-American (recently changed to "anarchist") groups. The system also looks into any outstanding debts and current credit ratings and evaluates any existing

educational records.

Any information input by the operator/new Avenger, most specifically the hero's or heroine's civilian identity and address, is permanently erased from Avengers computer files after the search is complete. Safeguards like this are essential for members who choose to keep their identities secret. After the process is completed, operators are notified whether they have passed the security qualifications. If player characters pass the security checks, they move up to full-time Avengers status!

Benefits of Membership

Heroes in the MARVEL UNIVERSE™ have long known the advantages of allying themselves with others against common foes. This is the most basic of benefits when a player character joins the Avengers. In addition, neophyte heroes gain access to the knowledge of more experienced teammates. It's best to learn things first hand, but fighting the Absorbing Man without any preparatory knowledge is not recommended if anyone can help it!

Aside from these basic privileges, being an Avengers branch team grants player characters special United Nations status, a state-of-the-art headquarters, and use of Avengers technology. Tony Stark, Reed Richards, and King T'Challa of Wakanda provide all Avengers with cutting-edge vehicles, weaponry, and more.

United Nations Status

All members of the Avengers have a special status as a peace-keeping agent of the United Nations. They have the authority to operate as deputized law enforcement officials in any country of Earth with the express permission of that nation's government. United Nations member nations can choose to reject the aid of the Avengers, but currently, the only nation to reject the Avengers has been Demonica.

This special United Nations status also provides a limited diplomatic immunity for heroes operating in Avengers capacity. This most often applies to violations of aircraft regulations, the use of superhuman force in the arrest and capture of criminals, and the usual results of any battles such as property damage and personal injury of combatants and bystanders.

Avengers can command assistance from local authorities on an emergency basis, and Avengers priority provides them support from any government or public employee. These powers best serve the heroes in the course of major mayhem, allowing them to take command of on-site forces and handle the source of the problem while local officials handle crowd control.

United Nations status grants an Avenger a high-level security clearance for access to high-security government buildings, data, classified information, and government officials. Liaison officers are currently established between the Avengers and a number of governments and world-wide power groups such as the FBI (Agent Derek Freeman), Interpol (no contact yet established), S.H.I.E.L.D. (Nicholas Fury), United Nations (Devi Bannerjee), United States (Raymond Sikorsky, NSC; Presidential access by Chairbeing only), and Wakanda (King T'Challa).

Technology

The Avengers count some of the greatest minds alive in the world today as members and thus the team has instant access to the latest technologies developed on Earth or elsewhere! Much of their technology is located in their headquarters. Every branch is provided with its own base. For information about branch team headquarters construction, see Appendix One of this book. Details of the New York HQ are shown on a poster map included in this box.

Avengers Campaign Franchises

Most other technologies developed by or for the Avengers, aside from their vehicles, costumes, clothing, and communicators, is undertaken on a case-by-case basis and is not generally available except when absolutely needed. The following is a list of currently accessible Avengers technology and includes all appropriate information. Game statistics for vehicles are provided on *Table B: Avengers Vehicles*.

Air Car Mk I: Designed by the Black Knight in conjunction with Wakandan design groups, this open-top Air Car has a snub-nosed body, and flies by means of five jets. One primary engine is mounted in the rear and four boosters jets are on external side mountings. At 18 feet long and 12.5 feet wide with side mounted jets, this Air Car has seating for four adult-size humans. This Air Car was designed for inner city and local transport to avoid problems with the use of supersonic Quinjets within New York City. The Air Car is equipped with

Amazing range sensors and communications systems, but it is not furnished with weapons systems.

Material Strength: The Air Car is constructed of Excellent rank, lightweight steel alloys. The open top affords passengers only Good rank protection from attacks.

Availability: Though the first model was destroyed recently by the Swordsman, there are currently two of these available at Avengers Headquarters in the hangar. The plans are in the computer networks and are available to all Avengers teams.

Air Car Mk II: This subsequent Air Car design, also by the Black Knight, is more aerodynamically streamlined, its main body measuring 14.9 feet by 8 feet. Three jet assemblies are all rear mounted for more thrust and maneuverability. They are capable of generating the equivalent thrust of a Quinjet for up to 10 minutes at a time, but its open-air construction makes this hazardous to occupants. Like its

predecessor, the second generation Air Car is equipped with Amazing range sensors and communications systems but no weapons systems.

Material Strength: The Air Car Mk II is constructed of Excellent rank lightweight steel alloys. The open top affords passengers only Good rank protection from attacks.

Availability: The first operable model of the Mk II was sabotaged and crashed in midtown New York. It was totally destroyed by Raza's attempted assassination of the Black Knight. There have since been two models constructed and on hand in the New York headquarters.

Avengers Jacket: Made of a synthetic material with the appearance of leather, these jackets are now a standard accessory for many Avengers. Despite their simple appearance and casual wear, these jackets hold more than expected.

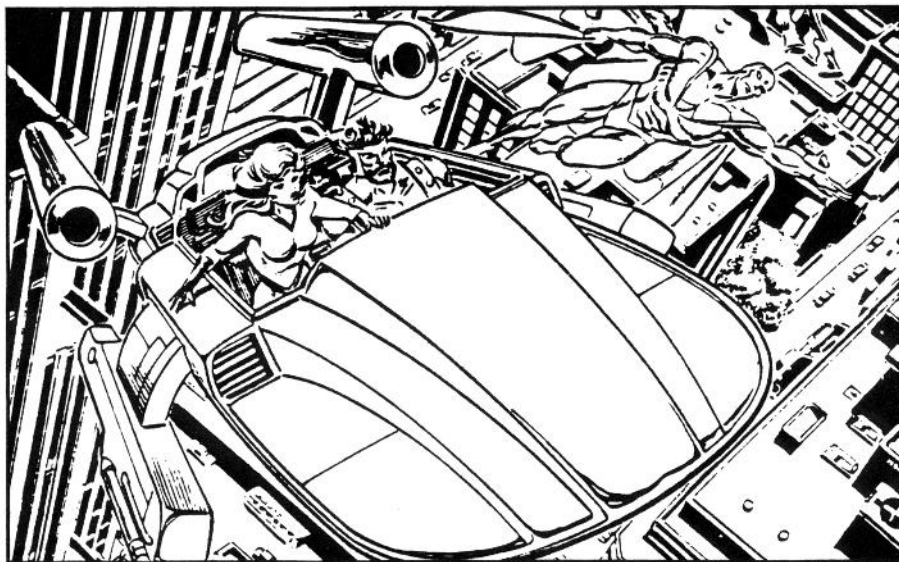
- **Body Armor:** The material, thinner and more supple than Kevlar, is nearly bullet-proof and provides Good protection vs. physical attacks and Typical protection vs. energy attacks.

- **Tracking Beacon:** The red "A" shoulder patch on the jackets contains circuitry for an Amazing range beacon that can be traced from any Avengers base to locate team members.

- **Temperature Resistance:** The material has a microcircuitry weave that generates heat or cold, affording the wearer Good rank protection from such temperature attacks or climes.

Material Strength: The jackets are made of Excellent strength material.

Availability: Jackets can be tailor-made for any member of the Avengers.





Avengers Campaign Franchises

Bio-Analyzer: Standard equipment for any headquarters, this machine (in hand-held models or a wide-range sensor array) performs the following:

- **Detection:** The bio-analyzer can detect the presence of mutants, shape-changers, and aliens of any race known to the Avengers with Incredible ability and range (11 areas).
- Material Strength:** Hand-held units are made of Excellent strength materials. Larger, built-in sensor arrays are the same material strength as the wall installation (minimum of Excellent).
- Availability:** One bio-analyzer is kept on hand in both the Avengers L.A. compound and the New York HQ.

Communicard: Every Avenger carries a Communicard, an Avengers ID card with microcircuitry that allows:

- **Communications:** Avengers can communicate visually through a small screen on their cards. The screen normally shows a photo of the Avenger who carries it. The card beeps like a pager when called. The range for communications is 5,000 miles (Class 1000 range), though signals can be boosted by central communications at Avengers HQ for a range of 1,000,000 miles (Class 5000).
 - **Computer Terminal:** A keypad allows numerical code access to any Avengers computers within range.
 - **HQ Access:** The cards are magnetically encoded to open all entrances at any Avengers bases.
 - **Resource Card:** The card also acts as a bank card for access to a special Avengers contingency account.
- Material Strength:** Cards are constructed of Remarkable strength material and are fully waterproofed.
- Availability:** All Active and Reserve members have cards. Inactive Reservists have cards on a limited basis, based on their reliability to the team and their locations.

Table B: Avengers Vehicles

Vehicle	Price	Body	Control	Air Speed	Max. # of Passengers
Air Car Mk I	AM	EX (GD)	RM	AM	4
Air Car Mk II	AM	EX (GD)	IN	MN	6
Quinjet, standard	AM	EX	RM	Shift Y	7
Quinjet, submersible	MN	IN	RM	EX (Underwater)	7
Quinjet, space-worthy	MN	AM	IN	Shift Z (Space)	7
Skycycle	RM	EX (GD)	EX	IN	2

All the above vehicles are equipped with VTOL and hover capabilities.

Quinjet: The Quinjet is the standard mode of transportation for the Avengers. On-board systems include:

- **Auto-Pilot:** The on-board computer can maintain Typical control, though it cannot take off or land the Quinjet.
- **Communications:** The Quinjets hold Monstrous rank and range radios and other communications devices. All incoming and outgoing signals can be scrambled with Monstrous efficiency for security. Quinjets can link with all standard and covert air frequencies.
- **Modifications:** Quinjets can also be modified for a variety of situations, such as space or submersible travel. Quinjet statistics are on *Table B*.
- **Security:** Quinjets are only operated by someone with an Active Avengers Communicard. They can also be voice-activated by Active Avengers for quick starts. Otherwise, Quinjet hatches and the canopy remain magnetically sealed.

• **Stealth:** Quinjets can become radar-invisible with Incredible ability.

Material Strength: Quinjets are normally made of Excellent strength materials.

Availability: Each team has two operating Quinjets at any given time. Parts are always available for the construction of another, or to repair

a damaged Quinjet. These jets are made by Stark Industries, but only a Chairbeing or the Chief Executive is authorized to order these for a team.

Skycycle: Originally constructed for Hawkeye, the skycycle has become standard equipment for Avengers on solo missions. Its size makes it more useful for clandestine missions since it is more easily hidden and harder to track than a large Quinjet. Just like the Quinjets, Communicards are used to operate the skycycles. The cards are actually used as ignition keys, though there is no voice activation of the skycycle, only manual control. Two skycycles can be transported by a Quinjet if the seats are removed to expand cargo space. Skycycles have Amazing rank and range sensors and radio systems.

Material Strength: Skycycles are made of Excellent strength materials, though they give only Good protection to their passengers.

Availability: Skycycles are now built by Stark Industries after they purchased the design from Jorge Latham. They are provided in pairs for the Avengers. There are four skycycles at the New York and the L.A. bases, with parts on hand for repairs.

Avengers Campaign Franchises

Inter-Team Coordination

Though each branch team of the Avengers has autonomy within the boundaries of their appointed protectorate, no team is considered superior to any other Avengers team. In essence, with the recent changes to the Charter, the Avengers are all one team.

With the Avengers as one unified force, each Avengers team can call on other team members whose specific talents might help. Call Hank Pym when you need a biochemist, or talk to Iron Man or the Black Panther when trying to comprehend the workings of some alien device. Always keep in mind that player characters in need of aid can call on their fellow Avengers in times of need. That's what they're for!

Player character teams will have to appoint their own reserve substitutes once their Avengers status is cleared. Any empty reserve or active slots in the membership can be appointed by the Chief Executive. During the initial establishment of a new branch, it might be useful for the player characters to be able to learn from a veteran. The Chief Executive (the Judge, of course) can assign any Reservist to detached duty with the new team for a preliminary period until such time that they are Avengers in every sense of the word!

Good luck, players and Judges. Your characters are joining the ranks of the world's mightiest heroes. Be prepared for nothing but great action and adventure in your Avengers game campaigns! Are you prepared to enter the MARVEL UNIVERSE™ and protect New York from the Masters of Evil? Then turn the page and be ready for the cry of "AVENGERS ASSEMBLE!"





Adventures

There is always a need and a time for heroes, regardless of their location, the color of their costumes, or the notoriety of their exploits. And that time has now arrived for the heroes of any Judge's campaign. These adventures are written to establish a team of player character heroes as members of the Avengers. Players and the Judge alike can experience a new Avengers legend in the making. If you use established Marvel heroes in your games, you can still play these adventures and save the world from disaster. Prepare your characters for the clarion cry of "Avengers Assemble!"

Adventure Opportunities

The Judge is presented with both Campaign Timelines and an Adventure Timeline spanning a number of months' or days' events that happen on maps provided in this sourcebox or in the MARVEL SUPER HEROES™ Basic Set. In fact, the street map located in this sourcebox fits together with the Basic Set map (match the upper left corner to the lower right corner of the Basic map to fit).

The timelines allow the Judge and players to see a whole months' or a whole days' events and adventure possibilities at once, not just the scope of the current plot. All the clues and events of at least two adventures are in place, and it's simply up to the heroes to be in the right place at the right time (as well as deduce what all the events truly mean) for them to participate.

Within this sourcebox, there are also two major Adventure Plotlines designed to directly involve the heroes, and two minor Adventure Plotlines that the heroes can uncover as well. The major plots are fully delineated in terms of scope and ramifications. The Judge effectively has a copy of the villain's handbooks and plans. Potential Karma awards are listed for both sides. Yes, villains can actually gain their negative Karma points within the scope of

these campaign adventures. Tactics for combat and some role-playing encounters are also included for the villains. The villains are at last prepared for the Avengers, so watch out, heroes! The minor plots are generally presented as one to two event scenarios, and can be handled by smaller groups of heroes or even solo heroes.

The MARVEL SUPER HEROES™ Game sourceboxes are tailored for the focal characters to be used in some fashion. Just as MHR2, *WEBS: The SPIDER-MAN Dossier*, and its adventures, were plotted for Spider-Man or another lone hero, the adventures in this sourcebox are established for heroes who call themselves Avengers. Even though the major scenarios are designed for a team of five to seven heroes, there are always adventures here for the lone hero or a pair of heroes.

Characters established for use in the adventures are presented in the next chapter, "Avengers' Assemblage." Ninety heroes and villains are collected for the express purpose of establishing the greatest battles of the Avengers on the Judge's and players' game world. Not all the characters may be used in the timelines, but they are given to establish other adventure hooks and plotlines using the Avengers.

Campaign Timelines

Judges are provided with expanded campaign timelines that cover a number of major events that occur after (or before) the adventures. These timelines allow Judges and players to use their sourceboxes for extended periods of game play. Campaign timelines can also provide minor links with all MARVEL SUPER HEROES game sourceboxes, letting Judges use recurring characters and plots to provide a greater sense of game world continuity and campaign structure. The Marvel Universe comes alive on your gaming table!

Adventure Timelines

Here's where it all happens. Any and all major events are listed chronologically in the Adventure Timeline and it's up to the heroes to be ready for them. The Judge should read through each day thoroughly and decide how many or how few actions will definitely be happening and prepare to have a number of things active at once. If the heroes are fighting the U-Foes on Regency Street, that won't stop a plane from crashing in the center of the city. It means they have to decide which actions come first and how best to serve the public.

Each day listed on the timeline is divided into four sections: Setting, Heroes, Villains, and Action. All the sections are interwoven with various plots, but each has specific goals and actions that occur regardless of any other happenings. For example, Roger Blake has to rob the 1st National Bank on Tuesday at 2:00 pm. Unfortunately for him, Spider Woman has an appointment with an investment banker at that time and stands a good chance of fouling his robbery attempt.

Setting: This section describes minor or inactive changes to the surroundings and minor bits of action. Unlike the Action section, all of the setting notes and events are not dangerous in and of themselves. They simply offer more background details. For instance, if there was a battle on Jefferson Street on Tuesday, there should still be some damage on Wednesday (even if Damage Control was called in!). This section also has notes on minor physical changes to the city such as Building A set for demolition, road crews at work at these areas (closed to normal traffic, etc.), or noting the times when traffic copters are flying over the areas. Setting notes also describe weather and its physical effects on the city and the heroes.

Adventures

Heroes: These incidents present action possibilities for the player characters to investigate at any given time. Many of them are mandatory and Karma penalties are the result of missing any necessary actions. At least one action given per day will have ties to the major plot or plots. Often, there will also be mention of other NPC heroes and their actions (allies aren't hard to find).

Villains: These menacing scenarios are all planned by their respective participants but many are often tentative. There is no stealing armored cars escorted by Thor unless you have the power to deal with him. All the villains have the potential for much chaos and destruction and that's what the heroes must stop. Only the primary plot clues and actions are always going to happen.

Action: These are all the other random events that take place every day in the city, or whatever setting the Judge has chosen, from car accidents to power outages to monsters rampaging through town. These actions will add the realism of a world existing outside the plotlines and give the Judge a wider variety of scenarios and situations to work into his or her immediate adventure.

Avengers Assemble!

For these game scenarios, the Judge should have the campaign's pre-existing heroes recruited by the Avengers as Reserve members. In the Judge's game world, the Avengers and the United Nations have made a concerted effort to pool all superhuman resources as much as possible under the Avengers. This makes it easier to mobilize the forces necessary to repel another Atlantean invasion, or to halt the encroachment of alien forces onto Earth. If players are, therefore, using their own characters, move on to *That's The Way It Is...* and

begin your own adventures as Avengers.

If the Judge's game is currently using established Marvel heroes, the world is in a crisis. All of the active members of the Avengers teams are missing, as are many of the established Reservists. If players are using any of these characters, the Judge must explain that they have disappeared into thin air, some in front of hundreds of witnesses! Any non-Avengers can join in this emergency situation, but only four previous members of the Avengers are reachable on Earth when the call to assemble goes out. Unless other heroes answer the call, the six heroes assembled as Avengers are Ant-Man, Dr. Pym (leader), Firebird, Giant Man, Hellcat, and the Wasp. For seven or eight heroes, add Rage and Red Wolf to the team. Once this team, or some variant of it (at least one member must be from the above list), is established, move on to the next section.



That's The Way It Is...

Over the past few days, some mysterious force has been plucking Avengers out of thin air and abducting them to parts unknown. The Avengers' ranks are gutted and they are the only heroes to answer the call.

As Earth's primary defenders, it will be the job of the player character Avengers to respond to threats to world security as demanded by the United Nations and by necessity. Despite the locations of the varied heroes, the call to assemble brought them all to the Avengers' central headquarters in New York City. Locations within the continental United States can be reached within two hours by Quinjet, though the majority of the action occurs within minutes of Avengers HQ. Temporary quarters will be established for members in New York if needed, and the team will constantly be on call. Dr. Pym will be spending time to locate the missing team members, but his efforts will be fruitless until the heroes are returned by the Grandmaster.

Any pre-existing storylines and plots within a Judge's game campaign should be interwoven into the heroes' required actions on the timelines. Though the heroes have been called in to serve as the primary Avengers team, their normal lives do not stop and any sub-plots and situations of potential Karma gain or loss (such as meeting one's girlfriend or doting aunt for dinner or fulfilling a charity appearance) must be addressed. The heroes' lives have not changed except that they now have the added responsibilities of being Avengers.

Campaign Timeline I provides Judges with basic setup information for many characters in the New York City of the Marvel Universe. The information can also be planted into newspapers and other media to be given to the player characters when the adventures officially start (Adventure Timelines date of December 27). After following the

Adventure Timeline, Campaign Timeline II covers a four-month timespan, giving follow-up information on the adventures as well as news to use as hooks for future adventures.

It is strongly suggested that the Judge read through all the material in this adventure section before actually playing. There are many activities occurring at once, and the better acquainted the Judge is with the material, the smoother the game will run. Good luck, Avengers!

Avengers M.I.A.

For the Judge's information, the missing Avengers have gone somewhere and with a purpose, though not one of their own choosing. The Grandmaster has accepted a challenge from one of the Avengers' greatest foes, Loki! The game is to settle a wager of the Judge's choice. The two villains chose the Avengers as suitable agents to play their game. Unfortunately, the varied members of the Avengers have fit the bill as pawns in the game. The Avengers are placed on a generic world with the express purpose of fighting their comrades. If they refuse to cooperate, the natives of that world will be slaughtered. The heroes are to collect the components for some universal device (of the Judge's making) that is the prize for either Loki or the Grandmaster. When the game is completed, the heroes will be returned to Earth after one week of game time (or another length of time as determined by the Judge), their memories of the contest erased. If the players wish to play out these scenarios, the Judge can use all of the 40 missing heroes in planetary missions of his or her own design. The missions should involve the search for the five pieces of the cosmic gadget to construct and also involve fighting their comrades. These tournaments are meant more to test the mettle of the pawns. The game is what's important, not the result. Good gaming!

Clues

Within the timeline, there are a number of instances where heroes can stumble across small pieces of a plot and, with a little detective work, uncover the plans of the villains. With all the happenings on the timelines, there isn't enough room to provide individual clues for each potential.

The following are some of the villains involved in the primary adventure plots, complete with general clues that might provide hints for the player character Avengers. The clues mentioned are often side-effects of power use, and go beyond the standard destruction left in the wake of any supervillain. If no clue is listed for a specific villain, player characters must rely on eyewitness identification of the villains. Directly following the clues section are a number of combat tactics usable for many villains or heroes.

Beetle: The Beetle can be tracked via his microwave power generator. It disrupts radio and television signals as well as certain other frequencies.

Grey Gargoyle: Duval has picked up an absent-minded habit of flipping coins when he is nervous. Given the nature of his power, look for out-of-the-ordinary stone items like quarters or small objects like balls that have been turned to stone.

Klaw: Klaw, being composed of solid sound, unconsciously emits high frequency sound waves beyond the range of human hearing when he moves. Clues left behind by Klaw include cracked windows and fragile items, irritated and barking dogs and other animals who can hear his sonic emissions, or faulty non-visual security sensors. If sonics are used to detect movement by sensors, Klaw may confuse the machine and interfere with its proper functioning.

Moonstone: Background traces of a unique radiation can be found within two hours of her leaving an area if using Remarkable rank or better radiation sensors. If sensors are used to track, they can follow Moonstone unless she is in the company of Chen Lu (see *Radioactive Man*). The largest concentration of Moonstone's radiation is found in the Blue Area of the Moon.

Quicksand: When Quicksand walks, she easily scrapes polished floors and often leaves a tiny amount of residual sand behind. Paint may be stripped off objects from the use of her sand powers.

Radioactive Man: Chen Lu constantly emits low level radiation that is kept in check by his energy harness. Currently, the harness is in need of repair and is losing small amounts of the Cadmium fibers woven into it that can be found. The fibers, in addition to the traces of spectrum radiation found on site, serve to show the presence of the Radioactive Man for up to 12 hours after his passing.

Super-Adaptoid: The only flaw in the Super-Adaptoid's new Captain Marvel configuration is that he wears the Nega-Bands on his wrists, despite their theft and destruction by the Shi'ar. If confronted with this, the Adaptoid must make a Yellow Reason FEAT roll to provide an explanation (bracelets that provide him with the energy that animates him now or another of the Judge's choice) or else he'll drop his cover and attack his foes, looking to incapacitate, not to kill.

Whirlwind: His most obvious clue is the pattern of destruction. Debris tends to be swirled into circular formations from his spinning and his cyclone winds. Also, his miniature buzz-saw blades can be found embedded in wrecked walls if he encountered resistance.

Adventures

Teamwork and Combat Tactics

The following are basic tactics used by the villains (and heroes) as a team, an aspect of fighting often forgotten. The tactics look at double-teaming opponents, mass destruction, pre-planned escapes, and breaking and entering.

Double-teaming

- Fastball specials work when a strong character throws another hand-to-hand fighter at his target (Goliath throwing Tiger Shark or Titania throwing the Grey Gargoyle).
- Cover ground-based heroes, with two or more fliers, with distance weapons, catching them in multiple crossfires (Moonstone and Laser blasting at heroes simultaneously or blasting an airborne figure from both sides).

Mass Destruction

- An airdrop of invulnerable allies wreaks maximum destruction (Beetle airdrops Goliath at human size and he grows as he drops for a wider impact radius).
- Shock waves radiating from two opposing powerful forces (Goliath's clap, Absorbing Man's ball vs. Thor's hammer, etc.).

Escape Tactic

- Blinding opponents for a round or two to escape (Living Laser or Sunstroke blinds everyone while villains split off in different directions).

Breaking and Entering

- Utilizing Avengers HQ skylight, Radioactive Man releases a potent radiation pulse to temporarily scramble scanners and sensors. Living Laser and Moonstone blast openings in the roof and phase through the skylight, hitting all security weapons at light speed. Once in place, they seal the metal doors with lasers.





Adventures

Campaign Timeline I

October

- (October 6, pm) The Symkarian Jewels exhibit at the Symkarian Embassy is disrupted by various super villains such as the Scorpion and Man Mountain Marko (see MHR2: WEBS for details).
- (October 19, all) A freak snowstorm strikes the city and reports of "abominable snowmen" in Central Park flood the local media. A dimensional rift to Niffleheim opened in the park and a previously unknown tribe of 13 man-sized hairy creatures wandered out. If encountered, they are generally docile, but one clutch of four creatures are savage. They are two mothers and their mates protecting their three infants.

November

- (November 2) The Avengers West are contacted by both the X-Men and local law enforcement officials regarding a dangerous mutant in Seattle, Washington with power readings that go off the scale. He has been looting local banks and is always attended by darkness. This man has Shift X Sound and Light Absorption powers. These powers give him uncontrolled size changes and strength as well as Darkness powers and an Invulnerability to sonic and light-based attacks. The media has dubbed him the new Blackout.
- (November 11-13) At least four Avengers of either team are called in to protect the British, French, and Wakandan Prime Ministers at a diplomatic conference in Paris. The death threats of both ULTIMATUM and Fenris have all parties worried. The Black Panther is also at this conference with his Prime Minister,

and can aid the Avengers against the joint attack of the Flag-Smasher, his ULTIMATUM goons, and Fenris.

- (November 27, pm) The first major snowstorm of the season buries much of eastern New York in a foot of snow. The snow remains on the ground until a day-long thaw on December 1. A Vault armored truck with prisoners is delayed by snow, and ice later forces the truck off the road in central New York. The Radioactive Man, Klaw, and Moonstone escape their captors.

December

- (December 1, am) The Space Phantom impersonates Peggy Carter and infiltrates Avengers HQ. He is out to steal the secrets of Henry Pym's size-changing serums. Only Sersi or another telepath can detect his presence (Red FEAT). If no telepaths are available on this date, the Space Phantom escapes with samples of size changing gases.
- (December 2, am) All the active Avengers abruptly disappear during the day. The East Coast team disappears as of 9:15 am, followed by the West Coast team at 8:00 pm.
- (December 5, 12:35 pm) Dragon Man goes on a rampage near the tenements on 9th and Arthur on the Basic Set map. Daredevil attempts to stop him and two other figures, and is severely beaten. Spider-Man saves Daredevil, delivers him to a hospital, and vanishes in front of 21 witnesses in the emergency room at 12:55 pm. Dragon Man and his friends also teleport away before capture.
- (December 6, am) All of the inactive Avengers, excluding those in the adventure (Spider-Man's disappearance is listed above), vanish at 12:55 am.
- (December 10, pm) Sunstroke and the Living Laser escape from Project Pegasus with the aid of Moonstone and Klaw. They also steal the Beetle's armor from storage here.
- (December 12, pm) Yellowjacket is released from the Vault for good behavior and she is out on parole.
- (December 14, am) During a training exercise for the Guardsmen, the Absorbing Man and Titania escape the Vault and flee into the Rockies. Fellow prisoner Marvel Boy gets a concussion trying to stop them. Two Guardsmen are killed in the escape.
- (December 24, am) The remaining reserve Avengers fade away during a press conference on the disappearing heroes. The West Coast reservists fly out to investigate, and all but Dr. Pym and the Wasp vanish during the flight. The emergency call to assemble goes out this afternoon to the PCs.
- (December 25, pm) Snow falls heavily from 6:00 pm until 9:00 pm on the 26th, leaving the city under three feet of snow (-1 area/round land movement). City plows are all inoperable.
- (December 26, pm) Mysterious fires engulf two buildings on Arthur Street. Evidence points to arson, and buildings aren't saved because of snow blocking quick access by the fire department. Two buildings were demolished after the Dragon Man's rampage on May 5. Two more apartment buildings are on fire. If investigated, an unscrupulous landlord is found to be "fueling the fire" to collect insurance money.

Adventures

Adventure Timeline I

Sunday, December 27

Setting

- The snow has stopped and has buried many cars and other objects underneath three feet of snow. Most city streets are closed to all traffic because of conditions. Huge and heavy patches of ice are on streets and sidewalks (-1CS on Agility FEATs and same movement penalty).
- Ice weighing down power lines has caused a number of line breaks. Ice is heaviest along Wilson Street and the Hudson Expressway. If nothing is done to clear the ice, power lines snap by 10:00 am and cause an Incredible rank fire in the warehouse at 5th and Wilson. The fire spreads to the adjoining warehouse by 10:45 am and both warehouses are consumed by 12:30 pm if not stopped.

Heroes

- The Mayor calls Avengers HQ at 6:00 am, asking for help to clear the streets and restore the plows to working order. There are any number of trapped cars as well as traffic accidents all along the map (including the Basic Set map, if connected to the box map). The city can donate any equipment they are able to, though all of their snow plows are broken. Each hero can gain 20 Karma points for each person saved from injury and Popularity rises by +10 for their help. Ignoring the mayor causes a loss of -5 Karma each.
- The Avengers leader has a pre-scheduled briefing with the President at 11:00 am on the status of the team and any information on the location of his teammates (Karma worth +/-5).
- If anyone is on duty in communications between 1:10 am and 3:35 am, there

are eight separate alarms set off at remote storage facilities used by the Avengers. At 1:10 am, an alarm is received about a break-in at Stark Industries on Long Island. If contacted and/or investigated, it appears to be only a short in the alarm system and nothing is missing. The same occurs with alarms at 1:47 am (at Overton Storage), 2:03 am (at 5th and Wilson warehouse), 2:17 am (at Overton Storage), and 2:20 am (at Key Building on 7th and Harrison). All the alarms have lasted 1-3 seconds before cutting out, though the computer traces their signals. Three other alarms, at 2:21 am, 2:22 am, and 3:13 am respectively, are explained in the *Villains* section. If the Avengers monitor the police bands, they notice that this is a problem occurring all over the city. Every alarm system is malfunctioning at random, so the air outside is filled with alarms from cars, stores, and homes. Failure to check out alarms costs no Karma, though the three final alarms, if missed, cost heroes -20 Karma for allowing the thefts.

Villains

- There is a robbery at Overton Storage on 9th Ave. and Garfield St. at 2:21 am. The alarm sounds for only 2.7 seconds at Avengers HQ. Goliath and Klaw remove a number of large crates by breaking the reinforced skylights. Only an eight-year-old boy named Juan Martinez sees this occur. Within three minutes, they load an air car with some crates and fly off, projecting an illusion of a police helicopter. Missing goods include old Stark and Avengers technology such as a variety of older spare Quinjet parts and an old holographic projector.
- At 2:22 am, the alarms at the Key Building on 7th and Harrison activate and sound for four seconds before dying out. The Beetle and

Rampage set off high explosives on the roof, intending solely to cause more chaos and distract the Avengers. The two set the charges in six places on the roof, and finish at 2:18 am with the explosives all set to explode at 2:21 am. The two remain in civilian garb in Peabody Park to watch the "fireworks" until 2:24 am, their armor hidden under heavy trench coats.

- At 3:13 am a signal from the Avengers West Coast Compound announces a break-in. The Judge can determine who it is and what they are after. The burglars have been paid by the Radioactive Man to keep the Avengers occupied.
- At 5:12 am, Moonstone pays a visit to the Wizard, who is currently hiding under an assumed name in a private home on 11th Avenue off Harrison Street. The Wizard has been contracted to construct some lifting disks for the Masters. In need of the money and wanting a small hand in revenge against the Avengers, he has created 25 6-inch-wide disks, each generating an anti-gravity field of Amazing strength. Moonstone has a briefcase with \$12,000,000 for the Wizard in exchange for his services.

Action

- Between 1:00 pm and 3:00 pm, X-Factor is in town investigating a recent rally in Central Park where two mutants were apparently killed. Evidence is scarce, though theories point to the Watchdogs or the Sons of the Serpent.
- From 9:12 pm to 9:47 pm, the Fantastic Four fight against Blastaar within Four Freedoms Plaza. He has escaped the Negative Zone again and flees from the quartet, hiding himself in the city. The FF search the city, but Blastaar has vanished with little trace.

Adventures

Monday, December 28

Setting

- Plows are finally clearing any blocked streets left from the holiday weekend. All street movement is back to normal by 10:00 am, though the sidewalks aren't fully clear until 1:00 pm. All ice has been cleared from power lines and all power has been restored.

Heroes

- The Avengers have a 10 am meeting for the entire active membership. The meeting is interrupted by Jarvis and Juan Martinez. Juan tells them about "the huge brown guy with red eyes and the little red guy with the gun on his hand" and how they broke into Overton Storage on Sunday. Green Reason FEATs allow the heroes to identify Goliath and Klaw. If any hero openly doubts Juan's story, the boy bursts into tears and runs out of Avengers HQ despite Jarvis' best efforts to keep him there (-5 Karma).
- The news media phones Avengers HQ from 1 to 3 pm asking for a press conference. If one is called, heroes gain +5 Karma (role-playing bonus).

Villains

- At 10 pm, Radioactive Man collects his team at a location of the Judge's choice for a debrief of their activities. All are present from 10 pm until 11:21 pm except for Tiger Shark. All are in civilian garb, but are still recognizable if close examination is allowed (Green Reason FEAT for any Avenger who studied their villain dossiers).
- Tiger Shark places the flying disks at strategic points on the submerged Avengers Island from 9:45 pm to 10 pm. From 10 pm to 11 pm, he activates the disks, freeing the island from New York harbor. He keeps the island submerged but pushes it closer to shore in preparation for tomorrow's raid on Avengers HQ.

- By 11:30 pm, Baron Zemo is notified about the meeting of the Radioactive Man's Masters of Evil. The informant can be a stool pigeon or it could be the Wizard or Tiger Shark looking for more money or power. In any case, the Baron knows of the plan for Avengers Island.

Action

- The Prowler and Will O' The Wisp, on retainer with Silver Sable, are on the trail of AIM weapons smugglers. At a stakeout at the Wilson Street junkyard at 11 pm, they catch a sale in action. Unfortunately, the buyer is the Maggia, and the heroes have to clash with Tombstone for an hour.
- The Fantastic Four abandon their search for Blastaar to race out to the Richards family estate in California, which is under attack, possibly by the same perpetrators that attacked the Avengers' L.A. Compound earlier.

Tuesday, December 29

Setting

- The day's temperatures range from 0 degrees to 33 degrees, and skies are cloudy (-1CS for long range visibility).
- At 9 am, a water main bursts at 4th and McKinley, flooding the intersection to a two-area radius. The water flow is shut down by 9:30 am, but the areas mentioned are covered by ice (-2CS Agility, -2 areas/round movement). The intersection is closed the entire day.

Heroes

- By 4:00 pm the Support Crew and Jarvis all get a severe case of food poisoning from their lunch of Fabian Stancowicz's chili. Heroes of less than Remarkable Endurance need to make Yellow Endurance FEAT rolls to remain healthy. If they fail, all physical statistics, FEAT rolls, and actions are at -1CS for 12 hours.

- The Avengers get an emergency call over local police bands at 5 pm from the Coda Recording Studio about a hostage situation (see Action).

Villains

- With \$15,000,000 in gold, Baron Zemo pays the Wizard to betray Radioactive Man. The Baron receives a remote transceiver that overrides the anti-gravity disks' programming and grants control to him. This transaction is completed by 11 am.
- By 4:45 pm, Nitro has holed up in the Coda Records Studios. He is holding hostage a five-member filming crew of the soap opera *Secret Hospital*, four actresses (including Mary Jane Watson-Parker), and Rick Jones and his four member band (in a guest spot). Nitro originally wanted only the money in the offices. He has now decided that MJ's character of Sybil is too pedantic. And what could be better than a live taping of Sybil's death at the hands of a notorious super villain? Rick has covertly contacted the Pantheon, and the Hulk arrives to help if the Avengers need aid. If not, he'll arrive simply to take Rick back to Arizona. If Nitro begins to lose, the Absorbing Man arrives to help him escape, turning to air after Nitro is clear so they both can escape the heroes.
- The Baron convenes his own Masters of Evil contingent (not located on the maps) by 8:00 pm. Precautions taken by the Baron ensure no information leaks out of his or his new comrades' locations and activities.

Action

- Rita DeMara (Yellowjacket II) takes up residence in one of the lofts on 5th Avenue. She spends the next month rebuilding her Yellowjacket costume and circuitry (the original was impounded by the Avengers).

Adventures

Wednesday, December 30

Setting

- A sleet and ice storm covered the city between midnight and 2 am. All land movement is restricted (–1CS on Agility FEAT rolls with a movement penalty of –2 areas/round) until 10 am when salt trucks and the sun melt off the glare ice that is over everything.
- A city work crew finally arrives to patch up the intersection and reopen the intersection by 2 pm.

Heroes

- At 9 am, the Avengers are contacted by a Lieutenant Bruce Griffin at the Pentagon. Some documents holding schematics and security breakdowns of Hydro-Base have apparently been stolen by unknown parties. If Lt. Griffin can find out anything more, he will contact the team immediately.
- If any of the PCs have magical talents or a contact with Dr. Stephen Strange, he arrives at Avengers HQ at 11:57 am and asks for the team's aid in battling a menace quite close by. His minotaur apprentice is with him, its appearance magically cloaked. It is the Judge's option if the security system reacts offensively to Rintrah's presence. See *Action* for more information.
- The Avengers are alerted to an ongoing robbery attempt at the Henkel Art Museum at 7:30 pm. See *Plotline Two* for more information.

- At 10 pm another call comes from Lt. Griffin at the Pentagon. In his check of the Avengers' files, he discovered that some documents on their current security systems and codes were photocopies, not originals. Griffin apologizes for the information leak, and will personally track down the leak. The Judge can use this plot for later havoc. The leaks come from a well-placed colonel who is a thrall of the Leader. The Leader gets the data and releases it for stiff fees through an anonymous third party.

Villains

- Rampage is at the Henkel Museum of Art, a trench coat and bulky suit over his armor. At 8 pm, he is to steal two pieces of Atlantean statuary for an anonymous buyer. He will meet him at midnight at 9th and Arthur with the pieces in exchange for \$5,000,000. See *Plotline Two* for details.

Action

- The Prowler, the Sandman, Silver Sable, and Will O' The Wisp track down the AIM weapons developers to an isolated lab (Judge's location) and end up fighting MODAM. This confrontation occurs at 9:30 pm.

- A force field engulfs Peabody Park at 2 pm, forcing everyone out except any PCs, in costume or not. The field prevents anything from leaving the park. It is for the city's protection. Dr. Strange, Rintrah, and any PCs must close a dimensional rift in Peabody Park. See *Plotline Three* for details.
- At 9 pm, a battered guard alerts the Avengers to a battle in Wakanda. Ultron-13 had attacked certain sections of Wakanda's capital with a small army of robots. The Wakandan forces destroyed his attendant robot, but could not stop Ultron from escaping with some technology. They need no help now, but will keep them posted on what technology was stolen. They also inquire about their king who disappeared (The Black Panther was also abducted unawares by the Grandmaster), but express hope for his eventual return.
- Numerous accounts filter in all day with people reporting sightings of a long-dead hero—Captain Marvel II! The Judge is encouraged to spread many accounts around, but if any Avengers spot the Captain, he quickly eludes them and disappears. See *Plotline Two* for more details.



Adventures

Thursday, December 31

Setting

- There are high winds in the city from 8 am throughout the rest of the day. All airborne craft and superpowered beings have a -1CS penalty on flight speed and Control of aircraft (-1CS Agility in flight for flying beings).
- The winds tear loose three large steel girders from the incomplete Oracle Industries building on 5th Avenue. One topples into the junkyard, the other falls across the intersection of Wilson and 6th, causing a three-car pileup at 2 pm. Luckily, no one is immediately injured, but a young woman and her two small children are trapped in their car. There are a number of gasoline leaks from all three cars in the immediate area.

Heroes

- The being that resembles Captain Marvel I appears wherever the Avengers are at 5:45 pm (when Radioactive Man's team begins its assault on the headquarters). He warns the Avengers about the Masters of Evil and accompanies them to the battle. He does not answer questions about his return from the grave or how he knows this except to say, "Cosmic awareness reveals many things thought hidden from the eyes of mortal beings."
- If the Avengers return to HQ, the villains can be confronted where the timeline places them. Captain Marvel fights with the heroes, but stays outside sensor range of HQ. See *Plotline Two* for more information.

Villains

- Unless extraordinary precautions were taken with Rampage's arrest (holding in Avengers HQ or

immediate transport to the Vault), he breaks free from his prison at 1 am with the help of the Beetle and Klaw.

- The first squad of the Masters of Evil V(a) attacks (something on the Basic Set Map) at 5:35 pm, screaming at all witnesses during the chaos to bring the Avengers to them!
- The second squad of the Masters of Evil V(a), which include Radioactive Man, the Living Laser, and Moonstone, arrives over Avengers Headquarters on a floating and apparently whole Avengers Island (see *Plotline One* and map for details) at 5:43 pm. The island is fully cloaked and invisible to radar and the naked eye, but if heroes show up to oppose them, the villains drop the cloak and show the island hovering over their heads. If any Avengers are there, or any other heroes, their task is to threaten the other Avengers into giving them a space-worthy Quinjet and the coordinates for the Blue Area of the Moon, or else they will let the island fall onto the headquarters and much of midtown. If no heroes are nearby to stop them, the villains use the Breaking and Entering tactic (see *Teamwork*) to obtain entry in two minutes and move quickly to the communications complex to steal data from the Avengers' computers. These secrets are well-protected and it takes the villains 25 minutes to break through the security codes of the computer to obtain them (6:10 pm). Once data is available, the villains take a hard copy of the coordinates, set up a transmit link to their own computers, and download every scrap of data to their computers. By 6:15 pm, they plan to go to the hangar, steal a Quinjet, and flee over the harbor and out to sea. They expect to bring the island with them by remote control.

- If Avengers are in danger of severe injury or defeat, whether at the HQ or elsewhere, by the Radioactive Man's Masters of Evil, Baron Zemo and his team arrive to "save my noble foes from such ignominious defeat at the hands of such mongrel traitors! They who dared usurp the legacy of my father and myself shall pay in blood for such perfidy!" The Baron promptly fades away from where he was and his Masters of Evil attack the villains alongside the Avengers. For details, see *Plotline Two*.

Action

- The Taylor Foundation New Year's party is crashed by a number of known super villains looking to loot rich patrons of the party. The New Warriors go into battle against the Sinister Syndicate (minus the Beetle). The battle starts at 11:30 pm and ends at the stroke of midnight!
- In Times Square, the people celebrating New Year's Eve find themselves under attack by 40 airborne ULTIMATUM soldiers and the Flag Smasher at 11:47 pm. Heroes on hand to stop them are Daredevil, Darkhawk, Hyperion, Doctor Spectrum, Whizzer, Shape, Arcanna, Lady Lark, and Power Princess of the Squadron Supreme. Out of a crowd of 25,000, 25 people are killed and 231 wounded. All the media and the newspapers (even the Daily Bugle) mourn the losses but praise the heroes for their rescue.
- The French Embassy is the target of the Black Fox who is looking to add a few new gems to his "retirement fund." The French hero Peregrine is on hand to stop him.

Adventures

Campaign Timeline II

January

- (January 5, am. *This can occur earlier or later at the discretion of the Judge.*) The missing Avengers are teleported back to the precise spots they left from. They know exactly what's happened to them, though they can never remember who the Grandmaster's opponent was. The PCs receive many thanks from the Avengers for their help and are demoted to Reserve Status. In the Judge's campaign, the PCs can open their own branch team if it obeys the Avengers By-Laws and Charter.
- (January 12, am) The Fantastic Four take off in a spacecraft from Kennedy Airport at 11 am for space.
- (January 27, pm) At 3:13 pm (New York time), a small Kree scout cruiser crash lands on the Wakanda-Azania border in the heart of Africa. Out of a crew of seven, three survived and are loose in the jungles. Their craft is relatively intact and protected by a energy field, but the star drive is irreparably damaged. Their mission is to seek out the Avengers and slay them in retribution for the destruction of the Supreme Intelligence. One of the survivors is an Accuser (Judge's option of using Ronan the Supreme Accuser or a lesser known foe). Azania wants the Kree technology, the Kree want transportation to any known locations of Avengers, and the Wakandans want and need to stop both parties, with or without help from Earth's heroes.

February

- (February 5, pm) Blastaar attacks Four Freedoms Plaza. (The Fantastic Four are still absent on a deep space mission.) Blastaar seeks to open the Negative Zone portal

and bring his armies to Earth and plunder and conquer it.

- (February 6, am) After a few hours of working with the machines, Blastaar opens a portal, but brings through Annihilus and his armies!
- (February 7, pm) The Fantastic Four arrive from space and lead an army of heroes against Annihilus' forces.
- (February 24, am) Because of tempers and old hatreds raised during the Kree starship controversy, Azania declares war on Wakanda and uses its Supremacists in flagrant violation of the laws against superhumans in a country's armed forces. The Avengers and the Black Panther are called in to arbitrate and to pull the Supremacists out of the conflict.

March

- (March 11, am) Eight Sons of the Serpent hold a rally in Peabody Park, seeking converts for their messages of hate. A counter-protest forms and soon violence erupts. The

Avengers are meeting with the UNSC at the time and are under orders not to involve themselves.

- (March 15, pm) Ultron's plans come to fruition, as his new technologies allow him to broadcast energy waves over New York. They cause mass hallucinations of giant monsters rampaging through the city. All are geared toward driving all the humans out of the city and leaving it for Ultron to populate with his artificial servitors.

April

- (April 1, am/pm) Madcap throws himself and the city a huge party and parade for April Fool's Day, complete with laughing gas grenades, squirt guns filled with Adhesive X (a present from Baron Zemo, anonymously of course), and a 10-foot-diameter chocolate cream pie to be dropped on Avengers HQ in honor of Madcap's favorite hero, Captain America.



Adventure Plottines

Plotline One: Island Raiders

With his recent escape from a Vault transport, Dr. Chen Lu, the Radioactive Man, has been in hiding for a month. During that time, he has assembled his own Masters of Evil team, seeing it as his right, since he is the sole remaining member of the original Masters of Evil. Klaw and Moonstone escaped with him, and they later collect Sunstroke's, the Living Laser's, and the Beetle's armor from Project Pegasus. Goliath and Tiger Shark are recruited and the two of them break Abner Jenkins out of Ryker's Island prison.

Chen Lu's plan for his Masters of Evil is to strike back at the Avengers slowly, taking things from them bit by bit. After stealing much of their own technology from the Avengers, including a space-worthy Quinjet, Lu's team can go to the Moon. Radioactive Man has heard stories of the Blue Area and the abandoned alien city there, and he wants to plunder it for alien technology. With all the technology of the Avengers and an alien culture, his Masters of Evil would be unstoppable!

For the most part, Chen Lu's team was composed by necessity and the allies he found closest to him. Klaw, Moonstone, and Tiger Shark were his first recruits. From there, he freed allies from Project Pegasus and set his plan into motion. With Klaw and Tiger Shark working underwater, they cut away much of the decimated wreckage of Hydro Base and salvage some forgotten technology, as well as one-fifth of the island itself.

Moonstone contracts the Wizard to construct some lifting disks for the Masters. For \$12,000,000, he creates 25 6-inch-wide disks, each generating an anti-gravity field of Amazing strength. Tiger Shark later places the flying disks on the submerged island. The Radioactive Man plans to float the island

over midtown and Avengers Mansion (and threatens to drop it!), using it as a last resort bargaining chip to gain the coordinates of the Blue Area of the Moon and some missing pieces for the Quinjet.

On the day of the infiltration of the Avengers HQ, Klaw, Goliath, the Beetle, Tiger Shark, and Sunstroke, and perhaps Rampage, are to rampage through midtown and distract the Avengers while Chen Lu, Moonstone, and the Laser enter the headquarters. The island fragment is fully cloaked and invisible to radar and the naked eye, but if heroes show up to oppose them, the villains drop the cloak and show the island hovering over their heads. If any heroes are on hand, Chen Lu threatens to let the island fall. If no heroes are nearby to stop them, the villains enter HQ in two minutes and move quickly to the communications complex to steal data from the Avengers' computers. Once the information is available, they set up a link to their own computers and download every scrap of data to their computers. They write down separately the coordinates of the Blue Area. They then plan to go to the hangar, steal a Quinjet, and flee over the harbor and out to sea. They expect to bring the island with them by remote control and go to the Moon within an hour after that.

Plotline Two: Zemo's Fury

After hearing of the New Masters of Evil, Baron Zemo angrily summons his own allies to attack those who dared usurp the legacy of his father. Zemo brings together the Absorbing Man, Grey Gargoyle, Quicksand, Titania, and Whirlwind. Under his direct technological control are the Dragon Man and the Super-Adaptoid as well. The Adaptoid is disguised as Captain Marvel I (using the powers of Spider-Man, Daredevil, and Will O' The Wisp) to confuse the Avengers and the other Masters of Evil, allowing Zemo to have the upper hand.

Baron Zemo discovers Dr. Lu's plans for Avengers Island and pays the Wizard to betray Radioactive Man. The Baron receives a transmitter that grants him control of the anti-gravity discs. He also sets up Rampage for a fall, anonymously posing as a black market buyer of artifacts to lure him to steal items. The Baron then notifies the Avengers of the thief. All this is done to confuse the Radioactive Man, who wanted Rampage as a final operative.

Baron Zemo's Masters of Evil are kept in reserve until needed. Then, Baron Zemo and his team arrive to "save my noble foes from such ignominious defeat at the hands of such mongrel traitors! They who dared usurp the legacy of my father and myself shall pay in blood for such perfidy!" The two villain teams clash, with the heroes saved by their former allies. Zemo then plans to escape with the island and its resources before any Avengers can pursue them. He has promised his allies that he can break them out of jail if they're captured. Otherwise they are to scatter and will be contacted later to regroup.

Notes: Super Adaptoid

"Captain Marvel I" aka the Super-Adaptoid is primarily used to keep everyone off balance and to gain information about the Baron's foes. If the Avengers seek to stop the Baron and his allies from escaping later, the Super-Adaptoid will be used at its fullest to keep them from capturing the Baron.

In Marvel Comics, the Super-Adaptoid is missing, stolen from the sunken Avengers Island by parties unknown. In this game universe, the Adaptoid was taken by Dr. Doom and repaired in Latveria. He is now energized by the Power Cosmic Generator after some internal modifications which slightly altered his powers. His original power source of a Cosmic Cube sliver was removed by Kubik. The Super-Adaptoid

Adventures

now has full control of its coloration, and does not automatically revert to Kelly Green when two more powers are added. He still cannot use more than one being's abilities at once, though he rarely needs to do so. As "Captain Marvel I," he uses Will O' The Wisp's sparkling flight trail and power emissions, Spider-Man's strength and spider-sense, and Daredevil's radar-senses at individual times to simulate Marvel I's strength, flight, energy blasts, and his cosmic awareness.

Doom restored the Adaptoid with limited programming to lead it to Zemo. Unknown to both the Adaptoid and Baron Zemo, the Super-Adaptoid was now programmed to transmit information back to Doom at all times. It serves Doom's purposes to allow a predictable enemy like the young Zemo to have control over a powerful toy for the moment. Doom planned an eventual attack against the Fantastic Four and needs the Avengers to be occupied with a battle against the Masters. Besides, with the Adaptoid as a free agent, and Doom able to recall the robot via implanted homing circuitry, he has a great way to inconspicuously learn about the other heroes.



Plotline Three: Magic in the Park

Alerted to magic afoot in the park by Dr. Strange, the Avengers can help to seal a dimensional rift. There is a two-area-diameter dimensional warp at the center of the park that is releasing three impish creatures each round. They are called the G'haarak and have the following capabilities:

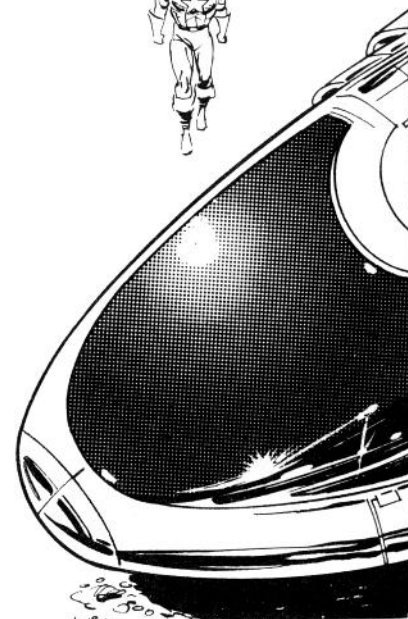
F	A	S	E	R	I	P
EX	GD	RM	GD	PR	GD	GD
Health: 70			Karma: 24			

- **Body Armor:** Their red skin provides them with Good protection vs. physical and energy damage.
- **Claws:** Excellent edged damage.
- **Flight:** Excellent speed.
- **Heat Generation:** They generate Good rank heat from their skin.
- **Phasing:** Excellent ability to turn into a mirage; anyone in contact with it takes Excellent heat damage.

These creatures are mischievous, like the faeries of legend. They are dead set on seeing what that neat white stuff is on the ground! They are simply curious. The rift is an accidental occurrence they took advantage of. Prepare for a snowball fight of universal proportions before Dr. Strange sends them home!

Plotline Four: Invasion

Blastaar has escaped the Negative Zone and has brought a number of monsters through with him. Four Freedoms Plaza becomes a battle zone until Blastaar escapes into the city and goes into hiding. When the Fantastic Four leave the city, Blastaar enters their building and opens the Negative Zone portal for his invading armies. Unfortunately, the armies that issue forth are led by Annihilus! The icy winds of January in New York cannot stop the invasion from the anti-matter universe. Only the heroes are capable of sending them home!





Avengers Assemblage

BARON ZEMO II™

Helmut Zemo

ID: Public

Team Affiliation: Masters of Evil IV;

Former ally of Mother Superior,
Primus, and the Red Skull

F	A	S	E	R	I	P
GD	TY	GD	EX	IN	GD	GD
10	6	10	20	40	10	10

Health: 46

Karma: 60

Resources: RM

Popularity: -10

KNOWN POWERS

None. All of Baron Zemo's power is derived from his equipment.

EQUIPMENT

Adhesive X: Adhesive substance of Unearthly strength that bonds to surfaces in one round.

Cybernetic Control Helm: Baron Zemo's gold helm contains cybernetic circuitry that allows him to control specifically conditioned pawns, whether human or artificial. Zemo's helm has a control range of 20 areas (Amazing rank). Commands are transmitted telepathically and the helm allows Zemo to control up to two targets.

Energy Pistol: This pistol has three different energy settings, but all settings operate with a five-area range:

- **Disintegrator:** Remarkable intensity disintegrator changes 30 cubic feet of inorganic matter to light energy per burst. This acts as a Remarkable energy attack on living tissue.
- **Laser:** This laser has an Excellent energy attack and is the setting to energize the humanoid robots (see following).
- **Stunner:** Targets must make an immediate Endurance check vs. Stun against this Remarkable intensity attack.

Humanoid Robots: These humanoid robots, an old invention of Baron Zemo I, are usually six inches tall, but their circuits hold a few surprises for Zemo's enemies. Their primary and secondary statistics are:

F	A	S	E	R	I	P
RM	GD	RM	EX	FB	n/a	n/a
Health: 90 (No Karma for robot).						

- **Body Armor:** Humanoid robots have a tough artificial hide that affords them Good protection from physical attacks.
- **Energy Absorption:** Humanoids can absorb energy with Excellent efficiency. The first 20 points cause the robot to grow from six inches to nine feet tall. Each energy attack after that allows the robot to heal 20 points of damage.
- **Growth:** Humanoids grow only when exposed to Excellent or greater rank energies. Their maximum size is nine feet tall, and they reach this size after absorbing 20 points of energy.

TALENTS: Biology, Biochemistry, Chemistry (+1CS Reason). Baron Zemo can also expertly reconstruct his father's devices.



Avengers Assemblage

BEETLE™

Abner Jenkins

ID: Public

Team Affiliation: Sinister Syndicate;

Former member of Masters of Evil III,
former employee of the Collector

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

Health: 70 Karma: 56
Resources: EX Popularity: -10

KNOWN POWERS

None. All of the Beetle's power is derived from his armor.

EQUIPMENT

Beetle Armor: Jenkins' armor provides the following:

- *Battle Computer:* This computer in the Beetle's armor can be programmed to anticipate specific foes' tactics and moves. When fighting programmed opponents, Beetle has Remarkable fighting, Excellent agility, and Amazing intuition (includes initiative). Beetle is programmed to fight Captain America, Iron Man, and Spider-Man.
- *Body Armor:* It grants Excellent physical protection and Remarkable energy protection. It also jams microwaves with Incredible intensity within three areas.
- *Electro-Bite:* Beetle can fire Excellent electrical energy attacks up to 10 areas away.
- *Flight:* With a normal flight speed of Poor (four areas/round), Beetle can route all power to the Good material strength wings and move at Good speed (eight areas/round).
- *Wall-Crawling:* Beetle's suction cup gloves and boots allow him to climb up sheet surfaces with Excellent ability.

TALENTS: Electronics and Repair/Tinkering skills.

BLACK KNIGHT III™

Dr. Dane Whitman

ID: Secret

Team Affiliation: Avengers; Former
member of Masters of Evil II

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

Health: 70 Karma: 22
Resources: EX Popularity: 40

KNOWN POWERS

None. All of the Black Knight's power is derived from his equipment.

EQUIPMENT

Body Armor: Dane wears chain mail for Good protection from physical attack.

Ebony Blade (Former Weapon): The Unearthly strength Ebony Blade inflicts 10 points Edged damage or 16 points Blunt damage (flat of the blade). Merlin's magics give it these powers:

- *Energy Absorption/Deflection:* It deflects magic and other energies of up to Unearthly strength. It can also cleave energy barriers (including mystical) of Unearthly rank. It can absorb energy directed at it and release the energy at equal strength.
- *Blood Curse:* If blood is drawn with this sword, the wielder is slowly (1d10 days) transformed into a comatose statue with the sword's properties.
- *Summoning:* With a red Psyche FEAT roll, the Black Knight can summon his sword to him or teleport to its location (CL3000 rank).

Energy Sword: Dane's energy sword has variable settings (Good to Monstrous power output). It can cut through Amazing strength materials but is often set to stun living beings (Incredible intensity) for 1-10 rounds.

TALENTS: Genetics, Physics, Repair/Tinkering, and Weapons Specialist (Sword; +2CS).



Avengers Assemblage



BLACK PANTHER™

T'Challa, King of Wakandas

ID: Public

Team Affiliation: Avengers

F	A	S	E	R	I	P
AM	IN	EX	RM	GD	RM	EX
50	40	20	30	10	30	20
Health: 140				Karma: 60		
Resources: AM				Popularity: 66		

KNOWN POWERS

Infravision: The Black Panther can see perfectly in all but absolute darkness. His Excellent infravision allows him normal sight on moonless nights.

Tracking: The Panther's keen senses grant him Amazing Tracking abilities. He can follow an outdoor/wilderness trail for up to 12 hours after it was made. Within an urban environment, he can track a scent for up to six hours.

TALENTS: Electronics, Physics, Acrobatics, Martial Arts A, B, C, and E, and Tumbling.

BLACK TALON™

Name Unrevealed

ID: Secret

Team Affiliation: None; Former member of the Lethal Legion II

F	A	S	E	R	I	P
TY	TY	GD	EX	TY	EX	RM
6	6	10	20	6	20	30
Health: 42				Karma: 56		
Resources: TY				Popularity: -10		

KNOWN POWERS

Necromancy: The Black Talon has Monstrous rank magical powers of necromancy. Among his known abilities are those listed below, though these may not be all he is capable of when in his place of power.

- **Zombie Animation:** Black Talon can animate the corpses of dead human beings as zombies (also called zuvombies). Animation is accomplished by an elaborate mystical ceremony performed in the presence of the corpse. As many as 20 corpses can be animated during one ceremony. Zombies created from normal human remains have the following primary abilities:

F	A	S	E	R	I	P
TY	PR	TY	GD	FB	PR	FB

- **Zombie Control:** The Black Talon can telepathically command and control any zombies in his presence with Monstrous ability. There is no limit to the number of zombies he can control. Any within 15 areas of the Black Talon fall under his control. On their own, zombies obey simple verbal commands and instructions.

EQUIPMENT

Blades: Black Talon often carries a short sword and a dagger (Good and Typical Edged damage). Talon's Fighting is Good when using the sword.

TALENTS: Occult Lore and Voodoo.



Avengers Assemblage

BLACK WIDOW™

Natalia Romanova; Natasha Romanoff

ID: Public

Team Affiliation: Avengers; Former leader of the Champions, former S.H.I.E.L.D. operative and partner of Daredevil

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

Health: 100 Karma: 70
Resources: GD Popularity: 30

KNOWN POWERS

None. All of the Black Widow's power is derived from her equipment.

EQUIPMENT

Wall-Crawling: The gloves and boots of the Widow's costume contain microscopic suction cups that give her Remarkable wall-crawling abilities.

Weapon Belt: The Black Widow used to wear this belt that contained 12 explosive disks that acted as Remarkable rank explosive grenades.

Widow's Bite: Natasha's bracelets contain miniaturized weaponry and equipment:

- **Cable Launcher:** The Widow can launch an Incredible strength cable up to three areas away. It ends with a grappling hook.
- **Electro-Blaster:** With a range of four areas, Natasha's official "Widow's Bite" is this Excellent energy attack.
- **Gas Launcher:** The bracelets can shoot gas-filled capsules up to four areas away. The capsules generally contain Excellent intensity tear gas that fills one area upon impact.
- **Two-Way Radio:** With an Incredible range, this radio can be tuned to classified S.H.I.E.L.D. and Avengers frequencies for communications.

TALENTS: Detective/Espionage, Martial Arts A, B, and E, Military, Multi-lingual, Weapons Specialist (Widow's Bite).

CAPTAIN AMERICA™

Steven Rogers

ID: Secret

Team Affiliation: Avengers; Former member of the All-Winners Squad, the Invaders, and former partner of Bucky, Falcon, Nomad, and D-Man

F	A	S	E	R	I	P
AM	IN	RM	RM	EX	EX	AM
50	40	30	30	20	20	50

Health: 150 Karma: 90
Resources: TY Popularity: 100

KNOWN POWERS

Captain America is the epitome of homo sapiens, thanks to the Super Soldier serum. The serum prevents fatigue poisons from building within his system, and acts as an Excellent immune system, protecting Cap from many Earthly diseases.

EQUIPMENT

Armor: Cap's chain mail vest and reinforced costume provide Good protection from physical attacks.

Shield: Cap's primary weapon and defense is his unique disk-shaped shield. It is made of Class 3000 strength material, immune to harm from any force except magic or psionics. Cap can throw the shield up to three areas away to inflict Remarkable Blunt damage. Cap's common stunt is to bounce the shield off a number of hard surfaces (up to three targets) and have it return to him the following round. The shield can absorb 90 points of damage per round when held as a defense and reduces Stun/Slam effects by -4CS (falling damage also reduced if landing on the shield) because of its force-absorbing qualities.

TALENTS: Acrobatics, Artist, Leadership, Martial Arts (All), Military, Tumbling, Weapons Specialist (Shield).





Avengers Assemblage

DOCTOR DEMONICUS™

Douglas Birely

ID: Public

Team Affiliation: Pacific Overlords

F	A	S	E	R	I	P
TY	TY	PR	TY	RM	GD	GD
6	6	4	6	30	10	10
Health: 22					Karma: 50	
Resources: IN					Popularity: -10	

KNOWN POWERS

None. All of Doctor Demonicus' power is derived from his equipment. Doctor Demonicus suffers from a form of cancer that has mutated his face and skin. Eighty percent of his hair has fallen out and he has grown prominent horns on his forehead. His skin now has a large number of mottled gray patches on it. His cancer is currently in remission, but his dependency on his suit remains undiminished (see below).

EQUIPMENT

Armored Suit: This suit provides

Demonicus with Typical Body Armor against physical and energy attacks. It also maintains a state of remission for his unique form of cancer caused by radiation exposure.

Lifestone: Dr. Demonicus still retains a small piece of a radioactive meteor he has dubbed the "lifestone." The doctor uses the lifestone's radiation to artificially mutate both humans and animals. Under controlled conditions, Demonicus can create any number of super-powered guardians for his new island nation of Demonica.

TALENTS: Biochemistry, Bioengineering, Electronics, Genetics, Geology/Plate Tectonics, and Repair/Tinkering.

DOCTOR DRUID™

Anthony Druid

ID: Public

Team Affiliation: Avengers

F	A	S	E	R	I	P
EX	GD	GD	RM	EX	EX	IN
20	10	10	30	20	20	40
Health: 70				Karma: 80		
Resources: GD				Popularity: 5		

KNOWN POWERS

Druidic Spellcasting: Dr. Druid can perform rituals of 1-10 hours duration to gain one or more of the powers below as spells of Remarkable rank:

- *Animal Empathy.*
- *“Element” Control:* Control over the four classic elements of nature, Air/Earth/Fire/Water.
- *Plant Control.*
- *Power Transfer:* Dr. Druid can invoke the Celtic gods to add power to spells. This ritual must be continuous and adds 30 points to spells’ effectiveness.

Magical Sensitivity: With an Incredible FEAT roll, Druid can identify past uses of magic (green FEAT roll) within range, the spellcaster (yellow FEAT roll), and even the actual spell (red FEAT roll).

Metabolic Control: Druid has Remarkable control of all his body functions.

Mental Powers: Dr. Druid's mind has been trained in the following powers:

- *Danger Sense*: Judges make an Incredible FEAT roll 30-45 minutes (game time) before upcoming danger. If the roll is successful, the Judge should warn Dr. Druid's player.
- *Illusion Generation*: Amazing rank.
- *Levitation*: Feeble rank.
- *Mesmerism*: Incredible Mind Control.
- *Telekinesis*: Good rank.
- *Telepathy*: Unearthly rank.

TALENTS: Hypnotism, Martial Arts A, Medicine, Mesmerism, Mystic Training, Occult Lore, Psychology, Resist Domination, Trance.



Avengers Assemblage



DOCTOR PYM™

Dr. Henry "Hank" Pym

ID: Public

Team Affiliation: Avengers; Former member of Defenders, Masters of Evil III, and partner/husband of the Wasp

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

Health: 66

Karma: 40

Resources: EX

Popularity: 20

KNOWN POWERS

Projective Shrinking: Dr. Pym can generate a field of "Pym Particles" to alter the size and mass of any inorganic object he touches with Incredible effect. Intelligent and/or organic targets touched by Dr. Pym can make green or better material strength FEAT rolls (for robots and animated constructs) or green or better Psyche FEAT rolls (for humans and other living beings) against Pym's Incredible power to resist the size altering effects.

EQUIPMENT

Micro-Equipment: Dr. Pym maintains a variety of miniaturized equipment in his jumpsuit. Items can be enlarged to normal or greater size in one round. Unless stated otherwise, these items have Remarkable material strength. Dr. Pym carries at least the following:

- **Bat:** Good Blunt damage.
- **Chain Saw:** Excellent Edged damage.
- **Energy Gun:** Pistol (three-area range) or rifle (six-area range) with Remarkable Stun or Incredible Energy attacks.
- **Flight Pack:** These back-mounted jets allow Hank a Typical air speed (six areas/round) with Excellent Control. Flying in a vacuum, speed is Good (eight areas/round).
- **Helmet:** Pym carries an old Ant-Man helmet. It is the same as Scott Lang's Ant-Man helmet except Pym's has no helmet disrupter (see Ant-Man II).

- **Laser Drones:** Excellent Stun or Remarkable Energy attacks (five-area range for both). These can fly with Poor air speed on remote control.
- **Restraining Spheres:** These reinforced glass globes are used to trap and restrain foes (green or better Agility FEAT roll to avoid capture). Some globes might be fitted with devices for particular enemies like energy dampers (Incredible Energy Absorption) or power inhibitors (cancel up to Incredible rank mutant powers).

TALENTS: Biochemistry, Biology, Chemistry, Electronics, Engineering, Genetics, Mechanics, Physics, Repair/Tinkering, and Robotics.

ROVER™

Rover is Pym's latest robotic creation. It is a two-seated vehicle shaped like an ant's head with limited artificial intelligence. Rover can speak and has a childlike curiosity about its world (Typical Reason). Its capabilities are:

- **Acid/Gas Attack:** Rover can emit acid sprays or Knock-Out gas attacks of Remarkable Intensities to a range of two areas. Either attack covers one full area for effects.
- **Armor:** Rover and its passengers gain Excellent protection from physical and energy attacks.
- **Fire Control/Generation:** Rover can project flames of Excellent intensity up to two areas away. Rover is also equipped with fire extinguishing foam to snuff Excellent fires.
- **Flight:** Rover has an Amazing ground speed (eight areas/round) and flies with Excellent air speed (10 areas/round).
- **Gripping Claws:** Rover has retractable claw cables with Remarkable strength and Fighting Ranks (Grappling or Blunt attacks; range of two areas).
- **Wall-Crawling:** Rover's treads allow it to move up vertical surfaces at Remarkable speed (six areas or floors/round).

Avengers Assemblage

DRAGON MAN™

Dragon Man

ID: Public

Team Affiliation: None; Former pawn of Diablo, Dr. Dorcas, and Machinesmith

F	A	S	E	R	I	P
GD	GD	AM	MN	FB	FB	PR
10	10	50	75	2	2	4

Health: 145 Karma: 8
Resources: n/a Popularity: 0

KNOWN POWERS

Body Armor: Dragon Man's artificial scaled hide provides him with Incredible protection vs. physical and energy attacks.

Fire Generation: Dragon Man can exhale flames of Monstrous intensity, affecting any target within two areas.

Flight: Dragon Man's large wings (35-foot wingspan) provide him a Poor air speed (four areas/round).

Tail: The android's heavy tail can be swung and used as a blunt weapon, causing Incredible Blunt damage to any target behind the Dragon Man or below him while in flight.

LIMITATIONS: The Dragon Man android is highly susceptible to sonic attacks. Certain hypersonic frequencies cause the android to become paralyzed or to exhibit extreme mood swings from rage to docility. These hypersonics also make him extremely vulnerable to external control.

TALENTS: None. Dragon Man's operational intellectual capacities are equivalent to a domestic dog and he reacts only to simple feelings and instincts.

FALCON™

Sam Wilson

ID: Public

Team Affiliation: Avengers; Former partner of Captain America

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

Health: 100 Karma: 26
Resources: TY Popularity: 40

KNOWN POWERS

Animal Communication and Control—Birds:

The Falcon shares an empathic link with his falcon, Redwing. This allows him Incredible rank power with Redwing, while it acts as an Excellent rank power with all other birds.

EQUIPMENT

Wing Harness: The Falcon wears a set of jet-powered glider-wings that allow Sam to fly at Excellent air speed (10 areas/round). For up to 10 rounds at a time, he can boost his air speed to Remarkable (15 areas/round), but this requires a green or better Endurance FEAT roll to maintain his breathing and proper arm tension. Falcon can easily carry up to 200 pounds while in flight, and can carry 400 pounds for a short time with a green or better Strength FEAT roll.

Pet, Redwing: Redwing is a unique hunting falcon empathically linked to Sam Wilson by the Cosmic Cube. The bird has these attributes:

F	A	S	E	R	I	P
GD	EX	PR	RM	FB	RM	EX
10	20	4	30	2	30	20

Health: 64 Karma: 52

- **Flight:** Redwing flies at Excellent air speeds (10 areas/round).
- **Talons:** Redwing has foot talons that can inflict Poor Edged damage.

TALENTS: Acrobatics, Aerial Combat, Law, Martial Arts A and E, and Social Work.



Avengers Assemblage



FIREBIRD™

Bonita Juarez

ID: Secret

Team Affiliation: Avengers; Former member of the Rangers

F	A	S	E	R	I	P
GD	GD	TY	RM	TY	EX	RM
10	10	6	30	6	20	30
Health: 56				Karma: 56		
Resources: TY				Popularity: 10		

KNOWN POWERS

Heat Generation and Manipulation:

Firebird can generate and manipulate heat (and resulting fires) with Amazing ability. Her known powers are:

- *Air Control:* By altering the immediate air temperatures, Firebird can create Remarkable strength wind within one area. By creating thermal updrafts and convection currents, she can move up to 10 tons of material as if she had Incredible strength Telekinesis.
- *Firebird Effect:* Firebird can fill three areas (including hers) with a flame blast of Amazing intensity shaped like a bird.
- *Flame Sheath (Body Armor):* Firebird surrounds herself with a sheath of Incredible heat that destroys items of up to Incredible material strength. Anyone who touches Firebird suffers Incredible heat and flame damage.
- *Flight:* Firebird can fly at Excellent air speed (10 areas/round).
- *Heat Bolts:* Firebird can project bolts of Amazing intensity heat to a range of two areas. These bolts can cause force (heated air blast) or flame damage.
- *Heat Absorption and Storage:* Firebird can absorb and store up to Amazing amounts of heat energy.
- *Invulnerability:* Firebird has Class 1000 resistance to fire and heat. She is also immune to disease, poisons, and the vacuum of space.

TALENTS: Religion and Social Work.



GIANT MAN II™

William "Bill" Foster

ID: Secret

Team Affiliation: Ally of the Thing, Quasar; Former Champion, partner of Dr. Pym, and employee of Tony Stark

F	A	S	E	R	I	P
GD	GD	GD	RM	EX	GD	AM
10	10	10	30	20	10	50
Health: 60				Karma: 80		
Resources: GD				Popularity: 10		

KNOWN POWERS

Psionic Resistance: Giant-Man has

Amazing resistance to mental attacks.

Size Alteration—Growth: Giant-Man

recently rediscovered the Pym growth particles and improved their effects on his cell structure. He has remained at his 22-foot-high stature for months in hopes of ridding his body of cancer. All the former detrimental effects of his Amazing rank size changes have been overcome. He has also boosted his Strength gain from its maximum of Incredible to Amazing at his maximum height.

TALENTS: Biochemistry and Medicine (Cancer).

Avengers Assemblage

GILGAMESH™

Unrevealed; "Forgotten One," "Hero"

ID: Secret

Team Affiliation: Olympian Eternals,
Avengers; Former pawn of the Fourth
Host of the Celestials

F	A	S	E	R	I	P
MN	RM	UN	UN	EX	RM	RM
75	30	100	100	20	30	30

Health: 305 Karma: 80
Resources: RM Popularity: 20

KNOWN POWERS

- Eternal Abilities:* Gilgamesh has the standard abilities of Earth's Eternals, though he has focused much of his power into Strength. His powers are:
- *Cosmic Energy Manipulation:* Gilgamesh can manipulate cosmic energy with Amazing ability, projecting Amazing force beams from his eyes.
 - *Flight:* Gilgamesh can fly at Shift X air speeds (50 areas/round).
 - *Invulnerability:* Gilgamesh has Class 1000 resistance against Cold, Disease, Electricity, Energy, Heat, Radiation, and Toxin attacks. He also does not age. He can still be affected by Stun and Slam effects as well as Kill results. Kill results are only effective if they scatter Gilgamesh's atoms over more than six areas.
 - *Illusion Generation:* Gilgamesh generates Remarkable rank illusions to disguise his own appearance.
 - *Teleportation:* At Shift Z rank, he can teleport up to 400 areas away, but he must make a red Psyche and a red Endurance FEAT roll to do so without becoming paralyzed with pain for 1-10 rounds at his destination. No Karma can be spent on these rolls.
 - *Uni-Mind:* Gilgamesh, like all Eternals, can join the Uni-Mind.

TALENTS: Martial Arts A, C, and E,
Multi-lingual (Ancient/Dead
Languages), and Wrestling.

GOLIATH III™

Eric Josten

ID: Public

Team Affiliation: Masters of Evil IV;
Former henchman of Count Nefaria,
Mandarin, Red Skull, and former
member of the Lethal Legion I and II

F	A	S	E	R	I	P
EX	GD	IN/UN	MN	TY	PR	PR
20	10	40	75	6	4	4

Health: 145 Karma: 14
Resources: TY Popularity: -20

KNOWN POWERS

- Body Armor:* Goliath has Amazing resistance to physical and energy attacks.
- Invulnerability:* Goliath has Class 1000 resistance to Cold and Heat attacks.
- Life Support:* Goliath has this power at Class 1000 rank. He no longer needs food, water, or air to survive. Goliath has yet to learn of this, and he panics if his air passage is blocked. He will still pass out as if deprived of oxygen even though he has no need of it. He can exist in deep space for short periods and no longer ages.
- Size Alteration—Growth:* Goliath has Shift Y Growth powers, gaining up to his maximum of Unearthly Strength at 30 feet. His maximum size is 50 feet but his Strength remains Unearthly. If rendered unconscious, Goliath remains at his increased height instead of reverting to normal size.

TALENTS: Unrevealed.





Avengers Assemblage

GRIM REAPER™

Hero Identity

ID: Public

Team Affiliation: Lethal Legion I and II;
Former member of HYDRA, Maggia,
and former partner of Space Phantom

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

Health: 100

Karma: 18

Resources: FB

Popularity: -15

KNOWN POWERS

Battle Scythe: The Incredible strength steel scythe inflicts Excellent Edged damage or Remarkable Blunt damage with the flat of the blade. The scythe can cut into any inanimate or living matter. Natural Body Armor (like Thor's) is reduced by two ranks but artificial Body Armor (like Iron Man's) protects with normal effectiveness.

- **Blaster:** Causes Remarkable Force damage with a range of five areas.
- **Knock-Out Gas:** Excellent intensity gas fills one area.
- **Rotor:** The scythe acts as a helicopter blade (fall from any height), and can whirl to provide Excellent protection against projectiles.
- **Stunner:** Monstrous Stun attack with one area range and permanent coma state, reversed only by the scythe.
- **Magic Use:** The Grim Reaper has learned a number of magical spells and effects:
 - **Teleportation (Self and Others:** The Grim Reaper can teleport himself or up to three others up to Incredible distances away.
 - **Dimensional Rift:** Using his scythe, the Reaper can cut tears in dimensional walls, creating teleportation gateways of Monstrous rank and range.
 - **Illusions:** This spell allows the Reaper to cast illusions (or set the magic to activate under certain conditions like a command word) of Excellent ability.

The illusions have visual and aural components.

Zombie Powers: Eric was reanimated as a zombie with the following powers:

- **Body Armor:** Excellent rank.
- **Health-Drain Touch:** The Reaper has Incredible rank Health Absorption from living targets by touching them with his scythe. He can absorb more than his normal Health limits and excess Health points absorbed are divided among his Health, Strength, and Endurance. Enhanced scores decrease by 10 points/hour until down to standard levels. The Reaper's Health decreases by 10 points/hour until normal, and he can maintain his normal Health level for 12 hours without absorbing any life-energy. After that, his Health drains at a rate of five points/hour until the Reaper absorbs enough life-energy to return his Health point total to normal.
- **Invulnerability:** Class 1000 resistance to disease, heat, cold, radiation, and toxins.

LIMITATIONS: The Grim Reaper must absorb the life force of at least one human (minimum of 24 Health) per day to maintain his undead existence. The Reaper cannot absorb Wonder Man's lifeforce. If the Grim Reaper comes into contact with Wonder Man, there is an immediate life energy drain of Remarkable (30) intensity from the Reaper into Wonder Man.

TALENTS: Weapons Specialist (Scythe).



Avengers Assemblage

HELLCAT™

Patricia "Patsy" Walker Hellstrom

ID: Public

Team Affiliation: Hellstrom and Hellstrom
Paranormal Investigations, Avengers;
Former member of Defenders

F	A	S	E	R	I	P
EX	EX	EX	EX	GD	GD	EX
20	20	20	20	10	10	20
Health: 80				Karma: 40		
Resources: GD				Popularity: 10		

KNOWN POWERS

Magic and Psionic Detection: Patsy can detect any magical or psionic energy at Excellent rank (six-area range).

EQUIPMENT

Cat Costume: Hellcat wears a costume that was specifically designed to grant the following abilities:

- **Ability Enhancement:** By wearing the suit, Patsy's normal Agility, Strength, and Endurance are raised by +2CS.
- **Cable Claw:** This self-firing, Remarkable strength cable with grappling hook has a one-area range. It can snare objects with a green or better Agility FEAT roll.
- **Claws:** Hellcat's boots and gloves have retractable Excellent strength metal claws that cause Excellent Edged damage.
- **Wall-Crawling:** Her boot and glove claws allow Hellcat to scale vertical surfaces at Feeble rank and speed.

TALENTS: Martial Arts B, D, and E, Occult Lore, and Resist Domination.

HERCULES™

Herakles (Original Greek name)

ID: Public

Team Affiliation: Olympian Pantheon,
Avengers, ally of Thor I and II; Former
member of the Champions

F	A	S	E	R	I	P
UN	EX	UN	UN	GD	GD	RM
100	20	100	100	10	10	30
Health: 320				Karma: 50		
Resources: TY				Popularity: 70		

KNOWN POWERS

Olympian God: As a member of the Olympian pantheon, Hercules has a number of godly abilities:

- **Body Armor:** Hercules' tough skin provides him with Excellent protection against physical and energy attacks.
- **Immortality:** Hercules is an immortal. He never ages and can only be killed on the Plane of Olympus.
- **Invulnerability:** Herc has Class 1000 resistance to any form of Earthly disease.
- **Recovery:** Herc has a hearty constitution, allowing him to regain any lost Endurance ranks quickly.

EQUIPMENT

Golden Mace: Hercules' Golden Mace was forged from Class 1000 material by Hephaestus, the Weapons Maker of Olympus. With this mace, Hercules can inflict Shift X Blunt damage.

TALENTS: Ancient Lore (Classical Greece, Olympian Pantheon), Multi-Lingual (English, Ancient and Modern Greek, Latin).



Avengers Assemblage

HULK™

Dr. Robert Bruce Banner

ID: Public

Team Affiliation: Pantheon, Defenders, partner of Rick Jones; Former member of the Avengers, Berengetti Enterprises, the Hulkbusters, and former partner of Jim Wilson

F	A	S	E	R	I	P
IN	GD	UN	UN	RM	GD	RM
40	10	100	100	30	10	30
Health: 250				Karma: 70		
Resources: MN				Popularity: 10		

KNOWN POWERS

Adrenalin Surge: In times of stress or anger, the Hulk's Fighting and Strength scores as well as attack damage increase by +1CS/round of stress until peaking at Shift Y.

Astral Detection: Because of some unknown factor, the Hulk has the Unearthly rank ability to see and hear astral forms.

Body Armor: The Hulk's emerald hide grants him Monstrous protection from physical damage and Amazing protection from energy damage.

Invulnerability: Bruce has Class 1000 immunities to cold, disease, fire, and heat.

Leaping: His powerful legs allow Bruce to leap to a maximum range of Class 5000 (50 areas/round).

TALENTS: Crime, Electronics, Physics, Radiation (Specialist—Gamma Rays).

HUMAN TORCH I™

Human Torch; "Jim Hammond"

ID: Secret

Team Affiliation: Avengers; Former member of the All-Winners Squad, the Invaders, and former partner of Toro

F	A	S	E	R	I	P
EX	EX	EX	RM	TY	TY	EX
20	20	20	30	6	6	20
Health: 90				Karma: 32		
Resources: GD				Popularity: 30		

KNOWN POWERS

The Torch's flame powers are currently deactivated in the Marvel Universe, but not necessarily in the game universe.

The following are his normal powers:

Android Body: The Torch is a synthezoid created in the 1940s. His artificial nature gives him:

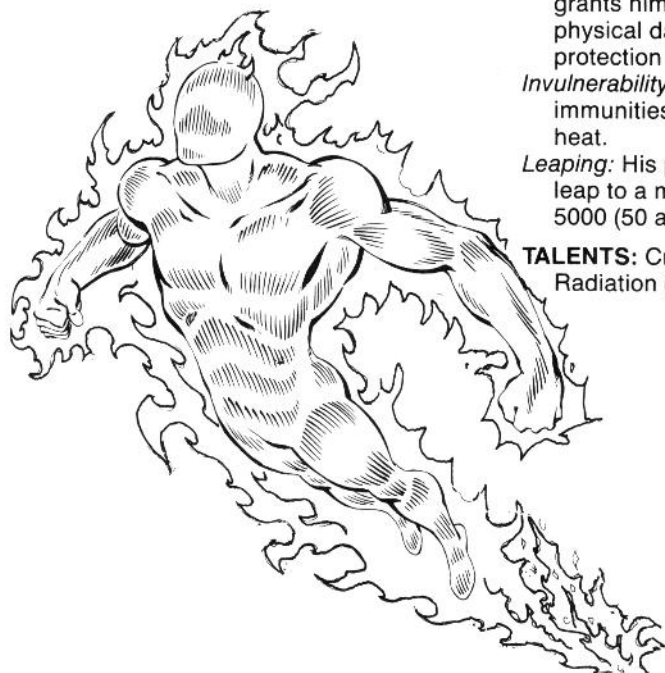
- **Disease Resistance:** Unearthly rank.
- **Universal Donor:** His blood can be used to replace human blood.

Fire Control and Generation: The Human Torch generates Monstrous intensity flames and has Unearthly control over any flames' form and intensity. He also has these power stunts:

- **Body Armor:** MN protection vs. physical and energy attacks; Shift 0 vs. cold-, water-, or wind-based attacks.
- **Fireballs:** Monstrous damage, three-area range.
- **Flame Constructs:** AM intensity flame barriers and cages, three-area range.
- **Flight:** EX speed (10 areas/round).
- **Invulnerability:** Immune to Fire and Heat.
- **Nova Flame:** Burst of Shift Z intensity damage to all within a one-area radius, Shift X damage to all a within five-area radius, powers at Feeble for 1-10 rounds.

LIMITATIONS: Cold-based, water-based, or wind-based attacks of Shift X or greater extinguish Torch's flames.

TALENTS: Law Enforcement and Trivia (1940s and 1950s).



Avengers Assemblage

IRON MAN I™

Anthony "Tony" Stark

ID: Secret

Team Affiliation: Avengers, Stark Enterprises

F	A	S	E	R	I	P
TY	TY	TY	TY	IN	EX	TY
6	6	6	6	40	20	6

Health: 24

Karma: 66

Resources: AM

Popularity: 15

IRON MAN II™

James "Rhodey" Rhodes

ID: Secret

Team Affiliation: Avengers, Stark Enterprises

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

Health: 36

Karma: 36

Resources: GD

Popularity: 10

KNOWN POWERS

None. All of Iron Man's powers are based on his technological battle suit.

EQUIPMENT

Mark VIII Armor: This red and gold suit of armor is the most recent all-purpose Iron Man armor. Its powers are:

- **Ability Enhancement:** All physical abilities are enhanced as follows:

	F	A	S	E
	+3CS	+3CS	+6CS	+6CS
I:	RM	RM	AM	MN
II:	IN	IN	MN	UN

- **Anti-Theft Device:** Attempts to copy or dismantle the circuitry cause the armor to detonate in two rounds for Incredible damage to all in one area.
- **Body Armor:** The Remarkable strength material armor can be reinforced by the force field, granting Amazing physical and energy protection.
- **ECM:** The armor has Remarkable invisibility to radar and sonar.
- **Electro-Magnetic Pulse:** The EMP

shuts down all electrical devices (and all but Iron Man's life support and sensors) in one area for six minutes.

- **Energy Absorption:** Iron Man can absorb up to 300 points of energy for weapons systems, raising them to Monstrous for a round. He can absorb an incoming attack with a yellow or better FEAT roll on the Unearthly column.
- **Flight:** Iron Man flies at Excellent (10 areas/round) speed. He can fly at Shift X (50 areas/round) in clear flightpaths.
- **Force Field:** Iron Man can cancel all weapons and shunt all power to this system for Monstrous protection.
- **Magnetism:** He can magnetically control metal items (Incredible ability).
- **Plasma Bolts:** These energy pulses cause seven points of force damage per area they travel with a range of 15 areas (maximum of 100 points of damage).
- **Protected Senses:** The armor gives Remarkable protection against sound and light-based attacks. If blinded, the effect lasts for one round.
- **Repulsors:** Iron Man's primary weapons are his repulsors. Fired from his gauntlets, they do Amazing force damage to a range of 10 areas.
- **Sensors:** Iron Man has Incredible rank

radar/sonar/electronic systems to detect objects, radio waves, and other communication signals.

- **Unibeam:** The armor's chest beam (three-area range on all effects) can produce an Incredible Heat Beam, an Amazing Laser, a Remarkable Light Beam, a Remarkable strength Tractor Beam (Telekinesis), and can make Good holographic illusions of Iron Man.

LIMITATIONS: Tony Stark was an alcoholic but was not drinking the past few years. Tony's nervous system is totally destroyed because of a cybernetic implant and, as a result, he now needs a special artificial skin that cybernetically performs as his nervous system. He is in cryogenic deep freeze until his condition is repairable, and Rhodey is acting as Iron Man.

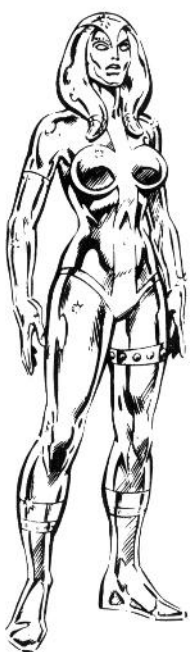
TALENTS

Iron Man I: Bionics, Business, Cybernetics, Electronics, Engineering, and Weapons Design.

Iron Man II: Martial Arts B and D, Military, and Pilot Aircraft (Combat and Normal).



Avengers Assemblage



JOCASTA™

Jocasta

ID: Public

Team Affiliation: Avengers

F	A	S	E	R	I	P
GD	EX	IN	UN	GD	PR	GD
10	20	40	100	10	4	10

Health: 170
Resources: FB
Karma: 24
Popularity: 20

KNOWN POWERS

Robot Body: Jocasta is an artificial robot lifeform created by Ultron and imprinted with the brain patterns and personality of the Wasp. Her robot body has these powers:

- **Body Armor:** She is constructed of Amazing strength metal alloys, giving her Amazing protection vs. physical and energy attacks.
- **Detection:** Jocasta has Energy and Mutant Detection of Amazing rank (20-area range).
- **Enhanced Senses:** She has Remarkable rank hearing and vision.
- **Invulnerability:** Jocasta is totally immune to disease and toxins.
- **Optic Beams:** Jocasta can emit Monstrous intensity heat beams from her eyes (five-area range).
- **Resistances:** Her metal skin allows her Incredible resistance to cold, fire, heat, and radiation damage.

TALENTS: Unrevealed.

Note: Jocasta is currently destroyed, her last known location on the flagship of the High Evolutionary during the Evolutionary Wars. Though her current status remains the same in the comics until the next century (she is rebuilt in the future), it is certainly possible for heroes to retrieve her robotic remains and reactivate her for current game campaigns.

JONES, RICHARD "RICK"™

Richard J. "Rick" Jones

ID: Public

Team Affiliation: Pantheon, ally of the Hulk; Honorary member of the Avengers, former leader of the Teen Brigade, former partner of Captain America and Captain Mar-Vell, and former ally of Rom the Spaceknight

F	A	S	E	R	I	P
GD	GD	TY	GD	TY	GD	TY
10	10	6	10	6	10	6

Health: 36
Resources: TY
Karma: 22
Popularity: 10

KNOWN POWERS

Rick currently possesses no active superhuman powers, though his penchant for being in the thick of any action or trouble still operates with Unearthly ability. He is also psychically linked to the Leader, though he himself is unaware of this link.

TALENTS: Martial Arts A, B, and E, Performer (Sing, Guitar, Harmonica), and Resist Domination.

Avengers Assemblage

KANG™

Real Name Unknown

ID: Secret

Team Affiliation: None

F	A	S	E	R	I	P
GD	GD	RM	IN	AM	RM	IN
10	10	30	40	50	30	40

Health: 90 Karma: 120
Resources: MN Popularity: -30

KNOWN POWERS

None. All of Kang's powers are derived from his equipment.

EQUIPMENT

Armor: Kang the Conqueror has always been identified by his distinctive purple and green armored garb. Made of Remarkable materials and interwoven with microcircuitry, the suit provides the following abilities:

- **Body Armor:** Kang's armor provides him with Remarkable rank protection from physical and energy attacks.
- **Force Field:** Kang can generate a force field of Unearthly rank that protects against all attacks except psionic or magical attacks.
- **Gauntlet Blasters:** Kang's gauntlets can shoot force or energy beams of Unearthly rank and range.
- **Life Support:** Kang's life support systems grant Monstrous protection against corrosives, disease, and toxins. It also allows Kang to go without food or sleep while wearing the armor.

Growing Man Android: Kang's most formidable supplementary weapons are his Growing Man androids. Their programming allows them limited autonomy to pursue their pre-set goals. Their statistics are:

F	A	S	E	R	I	P
EX	EX	RM	RM	TY	PR	PR
20	20	30	30	6	4	4

Health: 100 Karma: 14

The Growing Man androids have one power system that makes them very effective against most foes:

- **Kinetic Absorption:** The androids absorb kinetic force and convert it to size and strength. When a Growing Man is hit with a force greater than his Strength or Endurance, the respective statistics raise to the rank of the force encountered. The size of the Growing Man also increases to the equivalent rank of the force attack (see Growth powers). If the Thing hits a Growing Man for Amazing blunt damage, the android's Strength and Endurance are now Amazing and he is 22 feet tall (Amazing rank Growth).

The Growing Man suffers no damage from absorbed attacks or from physical attacks of less than his current Endurance rank. The Growing Man cannot be stunned, though he can still be slammed by attacks, including those he absorbs. His maximum limit is Monstrous rank Growth, Strength, and Endurance.

Sidearms: Kang generally carries 1-5 concealed weapons on his person in the event that his armor is disabled. The weapons generally are sidearm energy or force blasters of Unearthly rank and range.

Time Circuitry: Kang has time-control circuitry in his armor and also in a concealed portable unit. These allow Kang to use his time ship's equipment and capabilities at Unearthly distances (60 areas), letting him teleport through time and create localized time warps.

Time Ship: This 11-ton ship can travel through time and interplanetary space. Its statistics are:

Body	Control	Speed
Amazing	Amazing	Class 1000

TALENTS: Engineering, Repair/Tinkering, and Trivia (Future).





KLAW™

Ulysses Klaw

ID: Public

Team Affiliation: None; Former member of Masters of Evil II

F	A	S	E	R	I	P
GD	EX	RM	MN	EX	GD	TY
10	20	30	75	20	10	6

Health: 135

Karma: 36

Resources: TY

Popularity: -5

KNOWN POWERS

Body Transformation + Self (Sound):

Klaw's body is composed of sonic energy. If his Health falls to 0, his form is absorbed into his sonic converter.

He has these powers:

- **Body Armor:** Klaw has Incredible rank physical protection and Amazing rank energy protection.
- **Life Support:** Klaw does not need to eat, drink, breathe, or sleep.

LIMITATIONS: Klaw's sonic body has some special weaknesses:

- **Sonic Attacks:** Sonic attacks reduce Klaw's Health by their intensity, ignoring his Body Armor.
- **Vacuum:** Exposure to a vacuum inflicts Remarkable damage to Klaw each round he is in it.
- **Vibranium:** Attacks with any Vibranium weapons inflict full damage on Klaw. Klaw needs a green or better Endurance FEAT roll to remain solid in the presence of 10 pounds or more of Vibranium.

EQUIPMENT

Sonic Converter: Klaw's right hand is replaced with an Incredible material strength prosthetic device that manipulates sound. If the converter is destroyed, Klaw must make a green or better Psyche FEAT roll or fall unconscious. The converter has these effects:

- **Sonic Blasts:** Klaw's converter fires Incredible intensity sonic force blasts

with a 10-area range.

- **Sonic Force Field:** Klaw can project an Incredible strength force field that covers up to one area.
- **Sonic Objects and Creatures:** Klaw can create solid objects of Remarkable material strength and mobile sonic creatures that he can control (range of six areas). They take damage normally and all have these statistics:

F	A	S	E
TY	TY	RM	RM

- **Sonic Stun:** He can emit an Incredible Stun pulse that affects one entire area in a three-area range (green or better Endurance FEAT roll or be stunned for 1-10 rounds).

TALENTS: Physics.

LEADER™

Samuel Stern

ID: Public

Team Affiliation: None

F	A	S	E	R	I	P
GD	EX	TY	RM	AM	RM	AM
10	20	6	30	50	30	50

Health: 66

Karma: 130

Resources: IN

Popularity: -30

KNOWN POWERS

Enhanced Mind: The Leader's gamma-irradiated brain gives him total memory recall and flawless logic.

Mind Control: The Leader can now control a person's mind with Amazing efficiency. The Leader must touch his victim and make a green or better FEAT roll against the target's Psyche. Minds of Good Psyche or less are controlled indefinitely. Stronger minds get one Psyche FEAT roll per week.

Psychic Link: The Leader has a psychic link to Rick Jones. He experiences everything that Rick does and can even access Jones' memories and talents. Rick is not aware of this link.

TALENTS: All scientific talents (Gamma Radiation Specialist).



Avengers Assemblage

LIVING LASER™

Arthur Parks

ID: Public

Team Affiliation: None; Former member of Batroc's Brigade, the Lethal Legion, and the Mandarin's Minions

F	A	S	E	R	I	P
GD	GD	n/a	EX	PR	TY	TY
10	10	0	20	4	6	6

Health: 40 Karma: 14
Resources: n/a Popularity: -10

KNOWN POWERS

Body Transformation—Self (Light): The Living Laser's physical body is now permanently destroyed and his mind resides in a laser-energy form with the following powers:

- **Flight:** The Living Laser flies at Class 3000 air speed (speed of light).
- **Illusion:** The Laser's Feeble illusion allows him to maintain the appearance of his human form but not its solidity.
- **Laser Beam:** He can fire Monstrous intensity laser beams to a maximum range of 40 areas. This energy attack damage is also released upon contact with the Laser's energy form.
- **Light:** The Living Laser can generate Monstrous intensity light. Yellow or better Endurance FEAT rolls are needed to avoid being blinded for 1-10 rounds.

TALENTS: Electronics, Laser Technology, and Repair/Tinkering.

LIVING LIGHTNING™

Miguel Santos

ID: Public

Team Affiliation: Avengers

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

Health: 46 Karma: 22
Resources: EX Popularity: 10

KNOWN POWERS

Body Transformation—Self (Electricity):

Miguel Santos' physical body was changed and his body's natural state is now a human-like body of sentient plasma energy. The body allows the following abilities:

- **Electrical Generation:** Santos can fire bolts of electricity which can inflict up to Unearthly damage.
- **Flight:** While in his energy form, Santos can fly at Shift X speeds (50 areas/round or 750 mph).
- **Invulnerability:** While in his energy form, Santos cannot be harmed by physical or most energy attacks. He may be harmed by magic-based, psionic-based, and plasma-based attacks.

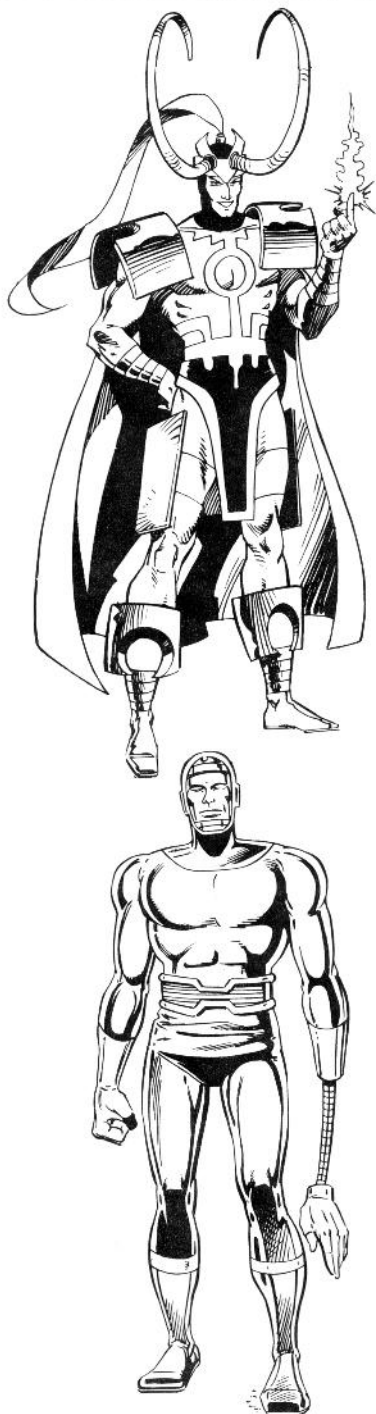
EQUIPMENT

Stasis Suit: Santos wears a special suit designed by Doctor Demonius and modified by Doctor Pym. Pods located on the hips of this suit emit a stasis field that allow Miguel to revert back to his physical body from his now natural energy state. By turning off these pods, he can assume the plasma energy form of Living Lightning.

TALENTS: Unrevealed.



Avengers Assemblage



LOKI™

Loki Laufeyson

ID: Public

Team Affiliation: Asgardian Pantheon;
Sometime ally of Dormammu, the
Enchantress, the Executioner, and
Karnilla the Norn Queen

F	A	S	E	R	I	P
RM	EX	AM	AM	EX	EX	MN
30	20	50	50	20	20	75

Health: 150 Karma: 115
Resources: RM Popularity: -25

KNOWN POWERS

Body Armor: Loki has Excellent protection from physical and energy attacks.

Magical Abilities: Loki's mastery of magic is at Monstrous level unless otherwise stated among his powers below:

- **Ability Enhancement—Other:** Loki can magically grant power to mortals. White FEAT roll = two abilities +2CS; green FEAT roll = three abilities +3CS and one Power; yellow FEAT roll = three abilities +3CS and two Powers; and red FEAT roll = four abilities +3CS and three Powers.
 - **Animate Object:** Unearthly power.
 - **Eldritch Bolts:** Monstrous energy or force (10-area range).
 - **Eldritch Shield:** Monstrous shield vs. physical, energy, and magic attacks.
- Mental Abilities:** Loki has a number of non-magical abilities:
- **Enhanced Senses:** Loki can see the happenings he wishes in distant places and other dimensions.
 - **Image Projection:** Loki can project an image of himself with Monstrous ability (see Astral Projection power).
 - **Thought Casting:** Loki can communicate telepathically with Class 1000 ability across dimensions.

TALENTS: Mythology (Asgard) and Occult Lore.

For more details, see MU2.

MACHINE MAN™

X-51; "Aaron Stack"

ID: Secret

Team Affiliation: Avengers; Former
minion of the Ultimate Adaptoid

F	A	S	E	R	I	P
EX	EX	RM	UN	RM	IN	RM
20	20	30	100	30	40	30

Health: 170 Karma: 100
Resources: TY Popularity: 20

KNOWN POWERS

Robot Body: Machine Man is a highly advanced robot created as a "self-motivated mobile weapons system." It is a walking tank that can think. His abilities are:

- **Body Armor:** Machine Man is constructed of Remarkable strength materials, granting him Remarkable physical and energy protection.
- **Electrical Generation:** He can channel Incredible energy through his circuits and release it by touch. He must make a green or better Endurance FEAT roll to avoid malfunctioning (Stun) for 1-10 rounds.
- **Elongation:** Machine Man can stretch his arms and legs a maximum of three areas (Remarkable rank). Stretching beyond one area reduces his strength by one rank per area (Good strength in his arms at full extension).
- **Flight:** Machine Man can hover or fly at Feeble speed (two areas/round).
- **Invulnerability:** Machine Man is immune to poisons and toxins, and can survive in a vacuum.
- **Life Support:** Machine Man does not need to breathe, drink, eat, or sleep.
- **Temperature Manipulation:** He can radiate Remarkable heat or cold with a radius of three areas.
- **Weapon Hands:** Machine Man's fingers can be two .357 Magnum pistols (Good Shooting, one area), or a laser (Remarkable Energy, one area).

TALENTS: Unrevealed.

Avengers Assemblage

MANTIS™

Unknown

ID: Secret

Team Affiliation: Avengers; Former ally of the Silver Surfer, former pupil of the Priests of Pama

F	A	S	E	R	I	P
IN	IN	TY	RM	GD	RM	AM
40	40	6	30	10	30	50

Health: 116 Karma: 90
Resources: TY Popularity: 20

KNOWN POWERS

Empathy: Mantis can sense emotions with Amazing ability (20-area range).

Recovery: Mantis has complete control over her body processes, allowing her to heal herself at Amazing rank.

Resistances: Mantis has an Incredible rank resistance to disease and toxins.

Plant Abilities (Former): Mantis, in her role as the Celestial Madonna, formed a union with the Cotati, an ancient race of plants. With this union, she gained a number of plant-like abilities, though it is unknown whether Mantis retains these powers now that she has been returned to her original body. Her plant-simulacrum bodies had these abilities:

- *Danger Sense:* Monstrous rank and range if in the presence of plants.
- *Healing:* Monstrous rank by touch.
- *Life Support:* Shift Y protection in a vacuum or in hostile environments, but she did need food, water, and sleep.
- *Plant Communication:* Telepathic contact with any and all plant-based life at Monstrous rank and range.
- *Teleportation:* Mantis could teleport from one plant to another with Class 5000 abilities, moving across interstellar distances by transmitting her awareness into a new plant-simulacrum body.

TALENTS: Mantis has Martial Arts A, B, D, and E, and Resist Domination.

MASTER PANDEMONIUM™

Martin Preston

ID: Secret

Team Affiliation: None

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

Health: 70 Karma: 46
Resources: RM Popularity: 0

KNOWN POWERS

Demon Horde: Master Pandemonium can summon 1-10 demons per round through the cavity in his chest.

Demonic Limbs: Master Pandemonium can shed his limbs at will, transforming each into a demon.

Invulnerability: He is immune (Class 1000 resistance) to the effects of fire.

Magical Ability: Master Pandemonium casts two spells at Monstrous level:

- *Eldritch Bolt:* He can project Monstrous force bolts (40-area range).
- *Eldritch Flames:* He exhales flames of Monstrous intensity that affect those immune to normal fire (three-area range).

EQUIPMENT

Amulet of Azmodeus: This magical device grants the wearer the following:

- *Familiar:* Azmodeus has the standard powers of a demon servant as well as Amazing Magic Detection and Excellent Growth powers.
- *Teleportation:* Amazing range and rank for the wearer and his familiar.
- *Demon Servants:* Master Pandemonium controls demons with Unearthly ability. His servants all share these abilities:

F	A	S	E	R	I	P
RM	GD	RM	GD	TY	GD	TY

Health: 80

- *Body Armor:* Good vs. physical/energy.
- *Claws:* Excellent Edged damage.
- *Flight:* Excellent speed.

TALENTS: Acting, Business/Finance, and Occult Lore.





MOCKINGBIRD™

Barbara "Bobbi" Morse Barton

ID: Secret

Team Affiliation: Avengers; Former agent of S.H.I.E.L.D., trainer/leader of Great Lakes Avengers

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

Health: 56 Karma: 32
Resources: TY Popularity: 50

KNOWN POWERS

None. All of Mockingbird's power comes from her skills and equipment.

EQUIPMENT

Battle Staves: Mockingbird wields a pair of Remarkable material battle staves that cause Excellent hand-to-hand Blunt damage. The staves also have the following combat options:

- **Javelins:** Fitted together and thrown as a javelin, they cause Remarkable Blunt damage to any target (four-area range).
- **Projectiles:** Mockingbird has spring-loaded holsters for the staves on her forearms. She can release the staves directly from the holsters and cause them to fly up to three areas away for Excellent Blunt damage. She can catch the staves on the rebound with a green or better Agility FEAT roll.
- **Vaulting Pole:** Joined together and elongated, Bobbi has an eight-foot-long vaulting pole.

Body Armor: Mockingbird's costume provides her with Remarkable protection from physical attack and Excellent protection from fire.

TALENTS: Acrobatics, Biology, Detective, Espionage, Law Enforcement, Weapons Expert (+1CS Fighting with battle staves).

MODAM™

Unknown; "Maria Pym," "SODAM"

ID: Secret

Team Affiliation: Agent of AIM; Former ally of Supertia

F	A	S	E	R	I	P
PR	RM	RM	IN	IN	EX	IN
4	30	30	40	40	20	40

Health: 104 Karma: 100
Resources: IN Popularity: 0

KNOWN POWERS

Force Field: Modam can generate an Incredible rank personal force field.

Mind Control: Modam has Good rank mind control powers.

Multi-tasking: Modam can use two abilities or powers at once.

Synaptic Disrupter: This Incredible psi-force attack will knock someone out for 1-10 rounds unless a green or better Psyche FEAT is rolled. Force fields and Psi-screens help against this attack.

Telepathy: Modam's Excellent telepathy can mentally link with Excellent or lower Psyche minds (60-area range).

EQUIPMENT

Hover Chair: Modam's hover-chair supports her massive cranium and provides the following powers:

- | | | |
|---------|-------|------|
| Control | Speed | Body |
| EX | RM | RM |
- **Flight:** Modam can fly at Remarkable air speed (15 areas/round).
 - **Headband:** This device helps Modam focus her psionic energy. If it is damaged, all of Modam's mental powers are reduced by -2CS.
 - **Plasma Cannon:** This fires Incredible energy damage (11-area range).
 - **Telescopic Arms:** Modam has Amazing material arms that can stretch an area away (Excellent Blunt damage and grappling strength).

TALENTS: Unrevealed.

Avengers Assemblage

MOON KNIGHT™

Marc Spector

ID: Public

Team Affiliation: Avengers

F	A	S	E	R	I	P
RM	EX	EX	EX	GD	EX	RM
30	20	20	20	10	20	30

Health: 90 Karma: 60
Resources: RM Popularity: 6

KNOWN POWERS

None. All of Moon Knight's power comes from his equipment.

EQUIPMENT

Moon Knight Armored Battle-Suit: Moon Knight wears an armored battle-suit of Excellent material strength. It contains the following abilities:

- *Body Armor:* Excellent physical protection and energy protection, and Remarkable fire/heat resistance.
- *Crescent Darts (Silver, Adamantium, explosive):* Can be fired from his gauntlets with a Good range, and they cause Good (silver) or Excellent (Adamantium) Edged damage or Remarkable force damage (explosive).
- *Gliding Cloak:* Poor air speed.
- *Magnetic grapple in gauntlets:* Allows immediate retrieval of truncheon or darts within one area.
- *Remote Control:* Remarkable mental or preprogrammed Control over his vehicles up to a range of 40 areas.
- *Truncheon (Adamantium):* Class 1000 material truncheon (Remarkable Blunt damage) can expand into an eight-foot pole. The truncheon's center telescopes outward for expansion and can inflict Excellent Blunt damage.
- *White Noise Generator:* Earpieces that provide Remarkable rank protection against sonic attacks.

TALENTS: Art, Business/Finance, Driver, Handguns, Military, Weapons Specialist (Crescent darts).

MOONSTONE™

Dr. Karla Sofen

ID: Public

Team Affiliation: Masters of Evil III and IV

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

Health: 100 Karma: 40
Resources: GD Popularity: -15

KNOWN POWERS

Flight: Moonstone can fly at Poor air speeds (four areas/round).

Light Control: Moonstone's major power is her Amazing control over light in any portion of the spectrum, including infrared and ultraviolet. She has developed the following power stunts:

- *Blinding Flash:* This Amazing intensity light burst acts as a blinding attack against everyone in Moonstone's area except herself. This can blind/stun opponents of up to Unearthly Endurance for 1-10 rounds.
- *Laser:* This Amazing energy attack can hit targets up to 20 areas away.

Phasing: Moonstone can phase herself and her costume with Amazing ability. She can remain phased as long as she can hold her breath, though her power does not disrupt electrical circuits.

TALENTS: Medicine and Psychiatry.



Avengers Assemblage



NITRO™

ID: Public

Team Affiliation: None; Former member of the Lunatic Legion

F	A	S	E	R	I	P
GD	GD	TY	EX	GD	TY	TY
10	10	6	20	10	6	6
Health: 46				Karma: 22		
Resources: GD				Popularity: -10		

KNOWN POWERS

Explosive Body: Nitro can agitate his own molecular structure and cause it to explode with Amazing force. Everything within Nitro's area receives Amazing force damage and every target in adjacent areas suffers Remarkable force damage. He is reduced to a gaseous state after exploding and he can reform his body in two rounds. Any and all parts of his body can explode and, if he limits his explosive power to his fists, he can deliver Remarkable force punches that can Slam or Stun foes with up to Monstrous Endurance.

LIMITATIONS: If any part of Nitro's gaseous form is separated from the rest of him, he cannot reconstitute his corporeal form.

TALENTS: Engineering (Electrical) and Radio.

ORKA™

ID: Public

Team Affiliation: Minion of Attuma;
Former minion of Warlord Krang,
former agent of the Brand Corporation

F	A	S	E	R	I	P
EX	GD	MN	AM	PR	TY	FB
20	10	75	50	4	6	2
Health: 155			Karma: 12			
Resources: GD			Popularity: -20			

KNOWN POWERS

Air and Water Breathing: Orka has a dorsal nostril ("blow-hole") that allows him to breathe indefinitely on land and he also has gills to breathe underwater. Extended periods of time on land diminish his strength (Amazing Strength after two hours, Incredible Strength after four hours or more).

Body Armor: Orka's blubber grants him Incredible physical protection and Remarkable energy protection.

Swimming: Orka can swim at Remarkable speed underwater (six areas/round).

Temperature Resistance: Orka has Excellent resistance to heat and cold attacks.

TALENTS: Military (Atlantean).

Avengers Assemblage

QUASAR™

Wendell Elvis Vaughn

ID: Secret

Team Affiliation: Avengers; Former agent of S.H.I.E.L.D., security chief at Project: PEGASUS; current Protector of the Universe

F	A	S	E	R	I	P
EX	EX	GD	GD	GD	RM	MN
20	20	10	10	10	30	75

Health: 60 Karma: 115
Resources: GD Popularity: 20

KNOWN POWERS

None. All of Quasar's power emanates from his Quantum Bands.

EQUIPMENT

Quantum Bands: Quasar wields a pair of Quantum bands made of Unearthly material. These bands tap energy with Class 1000 ability. Quasar can use them to achieve the following powers:

- **Electromagnetic Energy Generation and Manipulation:** Any energy control and generation powers at Unearthly rank.
- **Energy Identification/Tracking:** Monstrous rank identification and Class 1000 tracking of energy patterns.
- **Energy Siphon:** Monstrous absorption of energy.
- **Flight:** Shift Y maximum, standard speed of Remarkable in atmospheres.
- **Force Blast:** Monstrous intensity.
- **Force Field:** Monstrous rank energy sheath for up to one whole area.
- **Life Support:** Monstrous rank.
- **Light Burst:** Monstrous intensity blinding attack.
- **Quantum Constructs:** Monstrous strength solid light constructs.
- **Quantum Jump:** Class 1000 ability to open gates to Quantum Zone. Acts as Class 5000 Teleportation.

TALENTS: Espionage, Law Enforcement, Martial Arts A and B, and Weapons Specialist (Quantum Bands).

QUICKSAND™

Unrevealed

ID: Secret

Team Affiliation: Ally of the Mongoose

F	A	S	E	R	I	P
RM	IN	UN	MN	GD	GD	TY
30	40	100	75	10	10	6

Health: 245 Karma: 26
Resources: PR Popularity: -5

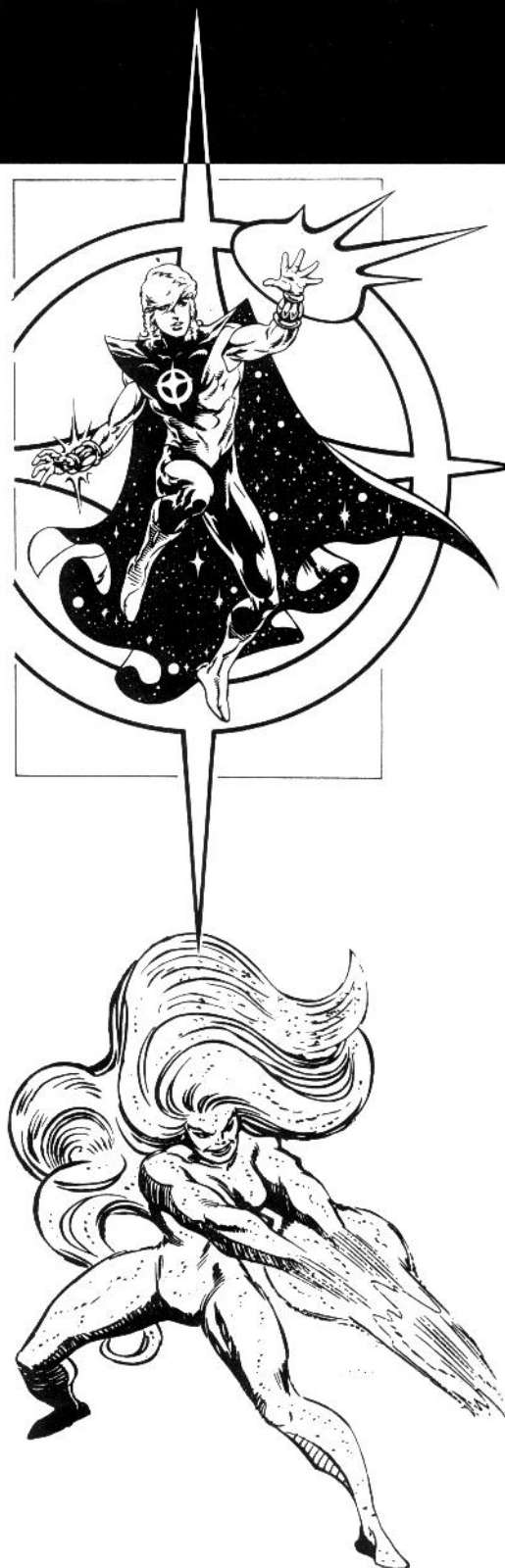
KNOWN POWERS

Mineral Body: Quicksand's body is made entirely of sand that she manipulates with Amazing ability to gain the following powers:

- **Body Armor:** Amazing physical and Incredible energy protection.
- **Elongation:** Quicksand can stretch her body parts up to two areas away.
- **Phasing:** By reducing her solidity, Quicksand can flow through minuscule openings with Incredible ability.
- **Sand Blast:** Amazing intensity force sand blast with a three-area range.
- **Sand Sculpture:** Quicksand can sculpt her sand form into a wide variety of forms, all of which have Amazing material strength and such shapes as sand hammers or cages.
- **Sand Storm:** Remarkable damage to all targets in a two-area radius.
- **Suffocation:** Remarkable damage each round to air-breathing creatures by smothering them with sand. Victims must make a green or better Strength FEAT roll against Quicksand's Strength to break free.

LIMITATIONS: Heat and flame attacks can fuse Quicksand's body into glass. Water-based powers or water-based creatures are absorbed into her form and transform her into a mindless sludge-form with identical powers and statistics (except Reason and Intuition).

TALENTS: Nuclear Engineering.



RADIOACTIVE MAN™



TALENTS: Physics (Specialist + Nuclear) and Radiation.



RAGE™

TALENTS: Unrevealed.

Avengers Assemblage

RAMPAGE™

Stewart Clarke

ID: Public

Team Affiliation: Resource Raiders;
Former ally of Crimson Dynamo and
the Griffin

F	A	S	E	R	I	P
GD	EX	IN	AM	EX	TY	TY
10	20	40	50	20	6	6

Health: 120 Karma: 32
Resources: FB Popularity: -5

KNOWN POWERS

Rampage Armor: The Rampage armor is made of Remarkable strength materials and its exoskeletal support structure is made of Incredible strength metals. With the cybernetic helmet attached to the suit, the wearer has these powers:

- **Body Armor:** With a low level energy field protecting the wearer as well as the metallic weave of the suit, the Rampage armor grants Amazing physical and energy protection.
- **Exoskeleton:** Clarke's Strength and Endurance are boosted +4CS and +5CS respectively by the exoskeleton on the Rampage armor.
- **Flight:** The Rampage armor has boot jets that allow Good airspeed (eight areas/round). At least one suit of Rampage armor had a back-mounted jet pack that boosted its airspeed to Remarkable (10 areas/round), though the jet pack has been destroyed.

TALENTS: Crime, Electronics, Engineering, and Repair/Tinkering.



RED WOLF II™

Will Talltrees

ID: Secret

Team Affiliation: Ally of the Avengers;
Former member of the Rangers

F	A	S	E	R	I	P
RM	IN	RM	IN	GD	MN	RM
30	40	30	40	10	75	30

Health: 140 Karma: 115
Resources: TY Popularity: 5

KNOWN POWERS

Enhanced Senses: Red Wolf's sight, hearing, and sense of smell all operate at Monstrous rank.

Tracking: Red Wolf can track targets by his sense of smell and various minute visual cues with Monstrous rank.

EQUIPMENT

Weapons: Red Wolf carries a variety of weapons, but is never found with less than two. All are of Remarkable material strength except as noted.

- **Bow/Arrows:** Red Wolf uses a regular bow and arrows that cause 10 points of Edged damage (range of four areas).
- **Coup Stick:** This staff can be used as a bludgeon or a javelin for 10 points of Blunt damage (four-area range).
- **Knife:** This Excellent strength blade causes 20 points of Edged damage in hand-to-hand combat. If thrown, the knife inflicts 10 points of Edged damage with a range of four areas.
- **Spear:** Red Wolf's spear is made of Excellent strength wood and steel. He can throw it up to four areas away to cause 10 points of Edged damage.
- **Tomahawk:** Red Wolf's flint-edged tomahawk causes 10 points of Edged damage and 16 points of Blunt damage. This weapon can be thrown four areas.

TALENTS: Acrobatics, Military, Thrown Weapons, and Tracking.



Avengers Assemblage



SANDMAN™

William Baker

ID: Public

Team Affiliation: Employee of Silver Sable International, ally of the Thing; Former probationary member of the Avengers, and former member of the Sinister Six and the Frightful Four

F	A	S	E	R	I	P
GD	GD	TY	EX	GD	EX	RM
10	10	6	20	10	20	30
Health: 175	Karma: 46					
Resources: GD	Popularity: 5					

KNOWN POWERS

Mineral Body: Sandman can transform his body into various sand-forms. He manipulates his form with Amazing ability to gain the following powers:

- **Body Armor:** Sandman has Amazing physical and Incredible energy protection.
- **Elongation:** Sandman can stretch any part of his body up to two areas away.
- **Regeneration:** Because of his unusual composition, Sandman regenerates lost Health at Excellent rank if allowed to rest for at least one hour.

- **Phasing:** Sandman can flow through small openings with Remarkable ease.
- **Sand Blast:** His Incredible intensity force sand blast has a three-area range.
- **Sand Forms:** Sandman can alter his limbs to form objects. His standard forms tend to be cages (Incredible material strength), elongated hands (Incredible Grappling attack), and hammers (Amazing Blunt damage).

LIMITATIONS: Heat and flame attacks can fuse Sandman's body into glass. Water-based powers or creatures are absorbed into his form and transform him into a mindless sludge-form with identical powers.

TALENTS: Crime, Espionage, and Martial Arts E.

SCARLET WITCH™

Wanda Maximoff

ID: Public

Team Affiliation: Avengers; Former member of the Brotherhood of Evil Mutants I

F	A	S	E	R	I	P
GD	GD	TY	EX	GD	EX	RM
10	10	6	20	10	20	30
Health: 46	Karma: 60					
Resources: TY	Popularity: 20					

KNOWN POWERS

Magic Use: Wanda can manipulate magic with Incredible ability. Her known spell/abilities are:

- **Eldritch Bolts:** Wanda can generate magical force or energy bolts of Remarkable rank (eight-area range).
- **Eldritch Shield:** She can also form magical shields that provide Incredible protection from physical or energy attacks (including magic).
- **Telekinesis:** She can manipulate magical forces to allow her a Good rank telekinetic power.

Probability Manipulation: Wanda's primary power is her Amazing rank ability to alter probability. With this power, the Scarlet Witch can alter the probabilities so improbable (not impossible) events do occur. The Witch's player does not know what will occur. The Judge makes that decision after seeing the strength of the FEAT roll. White results create situations bad for both heroes and villains, whereas red results are highly beneficial to the heroes and not the villains. Green results generally do not stop foes, but have small effects such as a -1 or -2CS to their attacks. Each use of this power is highly individual. Karma can be added to the roll when using this power.

TALENTS: Mystic Background and Occult Lore.

Avengers Assemblage

SERSI™

Sersi

ID: Public

Team Affiliation: Avengers, Olympian Eternals

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

Health: 140

Karma: 90

Resources: RM

Popularity: 25

KNOWN POWERS

Eternal Abilities: Sersi has the standard abilities of Earth's Eternals, though she focused the majority of her power into Transmutational abilities and passed it off as illusion or magic over the centuries. Her powers are:

- **Cosmic Energy Manipulation:** Sersi can manipulate cosmic energy with Amazing ability, projecting Amazing beams of force, heat, or light from her eyes.
- **Flight:** Sersi can fly at Shift X air speeds (50 areas/round).
- **Illusion Generation:** Sersi generates Unearthly rank illusions that affect all five human senses.
- **Invulnerability:** Sersi has Class 1000 resistance against cold, disease, electricity, energy, heat, radiation, and toxin attacks. She does not age. She can still be affected by Stun and Slam effects as well as Kill results. Kill results are only effective if they scatter Sersi's atoms over more than six areas.
- **Levitation:** Sersi can levitate herself and others with Shift X ability.
- **Matter Transmutation:** Sersi has the Unearthly ability to alter molecular structures, allowing her near-unlimited power in altering all forms of matter.
- **Mind Control:** Sersi can control the minds of Eternals, humans, and Deviants with Excellent ability (green or better Psyche FEAT roll against Excellent rank to resist).

- **Telekinesis:** Sersi can telekinetically manipulate objects with Incredible strength and generate a Force Field of Excellent rank.
- **Telepathy:** Sersi can communicate telepathically with Excellent ability, though she cannot mentally read the mind of any Deviant.
- **Teleportation:** At Shift Z rank, she can teleport up to 400 areas away, but she must make a red Psyche roll and a red Endurance FEAT roll to do so without becoming paralyzed with pain for 1-10 rounds at her destination. No Karma can be spent on these rolls.
- **Uni-Mind:** Sersi, like all Eternals, can join the Uni-Mind.

TALENTS: Martial Arts A, C, and E, Multi-lingual (Ancient/Dead Languages), and Wrestling.

SHE-HULK™

Jennifer Walters

ID: Public

Team Affiliation: Avengers; Former member of the Fantastic Four

F	A	S	E	R	I	P
RM	EX	MN	AM	TY	GD	EX
30	20	75	50	6	10	20

Health: 175

Karma: 36

Resources: EX

Popularity: 30

KNOWN POWERS

Body Armor: She-Hulk's gamma-irradiated skin provides Incredible protection against physical attacks and Excellent protection from energy attacks.

Leaping: She-Hulk has Shift Z leaping abilities, allowing her to leap four areas in a single bound.

TALENTS: Law, Martial Arts C, and Pilot.



Avengers Assemblage



SHROUD™

Unrevealed

ID: Secret

Team Affiliation: Night Shift; Ally of the Avengers

F	A	S	E	R	I	P
RM	EX	GD	EX	GD	IN	EX
30	20	10	20	10	40	20
Health: 80			Karma: 70			
Resources: GD			Popularity: -10			

KNOWN POWERS

Darkforce Control: The Shroud can tap into the energy of the Darkforce dimension to generate areas of darkness. He can generate one area of darkness per round up to a maximum of five areas of darkness. This darkness cancels all light sources of less than Amazing rank, causing all targets within the darkness to take penalties of -3CS on all combat and FEAT rolls. He also has a low-level control over the shape of the darkness, creating shadow forms as decoys when stalking his foes.

Mystic Vision: The Shroud is blind but relies on a unique mystic-based vision power that allows him to see without penalty, even in his darkness. His mystic senses can pierce walls and barriers, but he can only "see" the area he is in and "look" into areas adjacent to his own.

TALENTS: Crime, Martial Arts A, B, C, and E, Mystic Background, and Occult Lore (Cult of Kali).



SONS OF THE SERPENT™

Various

ID: Secret

Team Affiliation: Sons of the Serpent

Average Serpent Soldier

F	A	S	E	R	I	P
TY	TY	TY	GD	TY	PR	PR
6	6	6	10	6	4	4
Health: 28			Karma: 14			
Resources: TY			Popularity: -10			

KNOWN POWERS

Body Armor: In all of their four incarnations, the Sons of the Serpent (and their leaders, the Supreme Serpents) have worn armor. The latest group wore metallic weave battle suits that provided Excellent rank protection from physical attacks.

Weaponry: The Sons of the Serpent have always wielded a wide variety of technology, though the latest sextet had access only to military surplus weaponry. If organized on a wider scale, all the following weapons might be available to the Sons of the Serpent:

- **Automatic Pistols:** Typical Shooting damage and range.
- **Automatic Assault Rifles:** Good Shooting damage, Excellent range.
- **Clubs:** Good Blunt damage.
- **Gas Grenades:** Excellent intensity knock-out gas grenades that affect one whole area.
- **Poison Dart Guns:** Toxic poison darts (yellow or better Endurance FEAT roll or die; Excellent damage if not killed) fired from gun with Good range.
- **Snake Staffs:** Staffs often planted by Serpents with messages recorded into them—after message playback, staffs explode for Excellent Edged damage to all targets in one area.
- **Stinger Missile Launcher:** Incredible Shooting damage in one area effect with Amazing range.

TALENTS: Unrevealed.

Avengers Assemblage

SPACE PHANTOM™

Unknown

ID: Secret

Team Affiliation: None; Former ally of the Grim Reaper and HYDRA

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

Health: 26

Karma: 42

Resources: EX

Popularity: 0

KNOWN POWERS

Power/Shape Imitation: The Space

Phantom can transform his body into a duplicate of any being of any size or morphology. In changing his form, he gains any powers indigenous to that form, whether natural or technological in nature. The upper rank he can adapt any powers is Unearthly. The Space Phantom's power is limited to a one-area range, so he must be close to his victim. When the Phantom adopts the form of a given person, that person is teleported to Limbo in a state of unconsciousness. This transfer takes one round. The Space Phantom can maintain his duplicated form for an indefinite period of time.

LIMITATIONS: The Space Phantom cannot imitate the forms of gods, immortals (or the power of immortality) or magical beings and items. If he attempts to do so, he is catapulted into Limbo (though he is not unconscious because of the transfer).

TALENTS: Leadership, Military, and Time and Dimensional Travel.

SPIDER-MAN™

Peter Parker

ID: Secret

Team Affiliation: Avengers, ally of Dr. Strange, the Human Torch II, and various other heroes; Frequent freelance employee of Silver Sable

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

Health: 160

Karma: 70

Resources: TY

Popularity: 30

KNOWN POWERS

Combat Sense: Spider-Man's

"spider-senses" alert him to dangers with Amazing ability. Spider-Man cannot be blind-sided and can perform defensive actions against attacks with a successful FEAT roll.

Wall Crawling: Spider-Man moves across vertical and upside-down surfaces with Amazing ability.

EQUIPMENT

Spider-Light: This Good rank spotlight, worn on Spider-Man's belt, shines a beacon that looks like Spider-Man's mask to a range of four areas.

Spider-Tracers: These electronic bugs send out a special-frequency homing signal that Spider-Man can track with Amazing accuracy from a maximum distance of one mile.

Web-Shooters: Spider-Man wears these Excellent strength devices on his wrists to fire artificial webs. The webbing has Monstrous strength for one hour and can be used as:

- *Web Balls:* Heavy webbing shot for Excellent Blunt damage (three-area range).
- *Web Lines:* Travel three areas/round on swinging line.
- *Web Shield:* Monstrous strength for one area protection.

TALENTS: Chemistry, Photography, and Physics.



Avengers Assemblage

SPIDER-WOMAN II™

Julia Carpenter

ID: Secret

Team Affiliation: Avengers; Former member of Freedom Force

F	A	S	E	R	I	P
EX	AM	IN	RM	GD	TY	RM
20	50	40	30	10	6	30

Health: 140

Karma: 46

Resources: GD

Popularity: 5

KNOWN POWERS

Psychic Web: Spider-Woman's primary power is her ability to weave a psychic force web. The webs can be destroyed by physical force, and they also dissolve if Spider-Woman is knocked unconscious. Because of her time with Freedom Force and the Avengers, Julia has overcome many of her earlier limitations when using her powers. This Monstrous power allows her to create webs as follows:

- Within her own area, psychic webs are of Monstrous material strength.
- Up to one area away, the webs are of Incredible strength.
- Two areas away, they are Excellent strength webs.
- At three areas distance (her maximum range), Spider-Woman's webs are Typical strength.

Wall-Crawling: Spider-Woman can move across vertical and upside-down surfaces with Amazing ability.

TALENTS: Espionage.

STARFOX™

Eros of Titan

ID: Public

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

F	A	S	E	R	I	P
GD	EX	IN	AM	EX	TY	RM
10	20	40	50	20	6	30

Health: 120

Karma: 56

Resources: EX

Popularity: 75

KNOWN POWERS

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

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

- *Body Armor:* Starfox's skin provides Good physical and energy protection.
- *Flight:* Starfox can fly at Remarkable air speeds (15 areas/round).
- *Invulnerability:* Eros has Class 1000 rank resistance to the effects of aging, cold, disease, electricity, heat, radiation, and toxins.
- *Regeneration:* Starfox, though not as in tune with his body's molecules as Sersi or Ikaris, has enough control to generate Amazing rank self-healing.
- *Uni-Mind:* Starfox, like all Eternals of Earth or Titan, can join the Uni-Mind.

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

Avengers Assemblage

STINGRAY™

Dr. Walter Newell

ID: Public

Team Affiliation: Ally of the Avengers and the Thing

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

Health: 130 Karma: 40

Resources: RM Popularity: 20

KNOWN POWERS

None. All of his power comes from the Stingray armor.

EQUIPMENT

Stingray Armor: The Stingray armor was created for underwater marine biology work but also makes him a part-time hero and a staunch ally of the Avengers. His powers are:

- *Ability Enhancement:* The suit boosts his innate Agility by +2CS, Strength by +5CS, and Endurance by +3CS.
- *Body Armor:* The Stingray armor provides Excellent energy protection, Remarkable physical protection (includes depth pressure), and Amazing protection from cold, electricity, and heat.
- *Electricity Generation:* Stingray can fire Incredible intensity electricity blasts (one-area range). Victims must make green or better Endurance FEAT rolls or fall unconscious for 1-10 hours.
- *Gliding:* He can attain Poor (four areas/round) air speed up to 100 feet in the air.
- *Swimming:* Stingray can swim underwater at Good speed (four areas/round).
- *Water Breathing:* He has artificial gills on his suit for breathing underwater.

TALENTS: Cetology, Ichthyology, Oceanic Archaeology, and Oceanography; Incredible Reason for adapting humans to underwater life.

SUB-MARINER™

Namor I of Atlantis; Namor McKenzie

ID: Public

Team Affiliation: Avengers, Defenders; Former member of the All-Winners Squad, the Invaders, and former ally of Dr. Doom

F	A	S	E	R	I	P
IN	RM	MN	IN	TY	RM	IN
40	30	75	40	6	30	40

Health: 185

Resources: MN (FB) Karma: 76

KNOWN POWERS

Atlantean Body: Namor's hybrid human/Atlantean body is still adapted for life on both sea and land. He is immune to depth pressures and has Excellent resistance to cold.

Flight: Namor's ankle wings allow him Poor rank flight (four areas/round). Currently, Namor's ankle wings have atrophied and do not work. How long before the wings regrow is unknown.

Swimming: Namor can maintain Typical speeds (three areas/round) underwater.

LIMITATIONS: For every hour away from water, Namor's Strength and Endurance drop by -1CS until they reach a minimum of Typical rank. This decrease doesn't affect his Health. Namor was, until recently, under an Unearthly strength amnesia spell cast by Master Khan; he had no idea of who he was, and he did everything in his power to flee from people who knew him. Through great strength of will, and the aid of Dr. Doom, Namor broke free and his memory is restored.

TALENTS: Atlantean Lore and Science, Ichthyology, Leadership, Oceanography, and Politics.



Avengers Assemblage

SUNSTROKE™

Unknown

ID: Secret

Team Affiliation: Minion of Dominus

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

Health: 70
Resources: GD
Karma: 26
Popularity: 0

KNOWN POWERS

Solar Energy Manipulation: Sunstroke can absorb, store, manipulate, and project solar energy in the forms of heat and light. He has developed the following abilities with his power:

- *Gliding:* By creating thermal updrafts, Sunstroke can glide with Typical air speed (six areas/round).
- *Heat Blasts:* Sunstroke can fire Incredible rank heat blasts up to six areas away. He can also radiate heat outward from his entire body, causing Incredible heat damage to all within his area and Excellent damage to all within adjacent areas.
- *Light Burst:* Sunstroke can also produce Incredible intensity bursts of light that can blind opponents for 1-10 rounds if an Endurance FEAT roll is failed.

EQUIPMENT

Costume: Sunstroke's costume provides him with glider wings to harness thermal updrafts and use them to glide. Without them, he could glide at only Feeble speed (two areas/round).

LIMITATIONS: Sunstroke can only wield his powers for a maximum of 40 turns when not in direct sunlight. He can recharge his powers and stores of energy after one hour of exposure to sunlight.

TALENTS: Unknown.

SUPER-ADAPTOID™

Not applicable

ID: Public

Team Affiliation: None; Former leader of Heavy Metal as the Supreme Adaptoid and former agent of AIM

F	A	S	E	R	I	P
TY	TY	TY	TY	TY	TY	TY
6	6	6	6	6	6	6

Health: 150

Karma: Varies

Resources: n/a

Popularity: 0

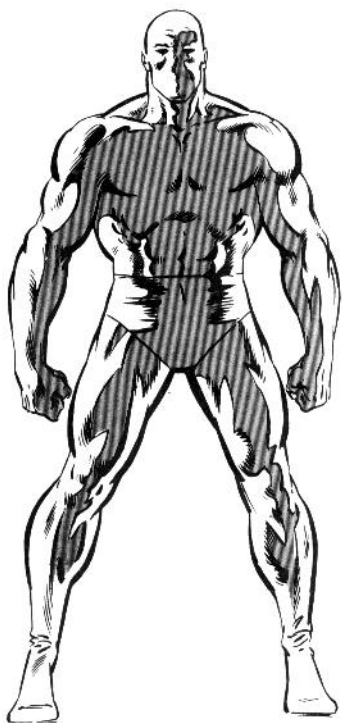
KNOWN POWERS

Imitation: Adaptoid has the Shift Z ability to make its appearance match any chosen being. However, if powers or traits of two or more beings are used, the Super-Adaptoid's coloring changes to Kelly green.

Power Duplication: It can duplicate any being's powers with Shift Z ability. It can store and utilize the powers and abilities of up to eight different beings.

LIMITATIONS: If the Super-Adaptoid uses the abilities or powers of more than two beings in a single round or simultaneously, it is rendered inert and can lose those powers.

TALENTS: As the beings imitated.



Avengers Assemblage

TASKMASTER™

Hero Identity

ID: Secret

Team Affiliation: None

F	A	S	E	R	I	P
AM	AM	GD	RM	GD	RM	GD
50	50	10	30	10	30	10

Health: 140 Karma: 50
Resources: GD Popularity: -10

KNOWN POWERS

Combat Sense: Taskmaster needs a green or better Intuition FEAT roll to correctly guess an opponent's actions. He is allowed one Intuition FEAT roll per enemy each turn.

Body Control—Photographic Reflexes: This Monstrous rank power allows Taskmaster to exactly duplicate the fighting skills of any foes he observes. He has studied El Aguila, Captain America, Daredevil, Hawkeye, Hellcat, Iron Fist, the Punisher, Spider-Man, and Tigra. All of these heroes fight Taskmaster at -2CS Fighting ability.

EQUIPMENT

- **Billy Club:** Incredible material strength, Excellent Blunt damage.
- **Bow/Arrows:** Longbow and 24 arrows (identical to Hawkeye's arrows).
- **Grenades:** Up to six Excellent grenades (flash, force, fragmentation, smoke, sonic, tear gas).
- **Helmet:** Provides Excellent protection vs. gas, smoke, sonic, and light attacks.
- **Pistol:** Excellent material strength and Good range. Bullets are variable (normal, armor-piercing, mercy, rubber, explosive).
- **Shield:** Incredible material; Excellent Blunt damage.
- **Sword:** IN material; GD Edged damage.

TALENTS: Acrobatics, Archery, Crime, Marksman (Bow, Grenades, and Pistol are +1CS), Martial Arts (All), Pilot, Tumbling, Weapons Specialist (Billy Club, Bow, Shield, and Sword are +2CS Fighting), and Wrestling.

THANOS™

Thanos of Titan

ID: Public

Team Affiliation: None; Sometime ally of Adam Warlock and Infinity Watch

F	A	S	E	R	I	P
MN	RM	UN	UN	AM	IN	AM
75	30	100	100	50	40	50

Health: 305 Karma: 140
Resources: AM Popularity: -100

KNOWN POWERS

Eternal Abilities: The Eternals of Titan have focused their energies in different ways than those on Earth, and thus their base abilities are different. Thanos' abilities are higher than any other Eternal of Titan including his father, Mentor. It has been suggested that Thanos is either a mutant Eternal or he has boosted his abilities and powers through bionics and mystic enhancements.

- **Body Armor:** Thanos' skin provides Monstrous physical and Amazing energy protection.
- **Energy Generation:** Thanos can fire plasma bolts from his hands or eyes (Unearthly intensity force damage).
- **Invulnerability:** Thanos has Class 1000 rank resistance to the effects of aging, cold, disease, electricity, heat, radiation, and toxins.
- **Life Support:** Thanos can survive indefinitely without food, air, or water. He is capable of sustaining his own life within a vacuum.
- **Mental Force Bolt:** He can fire psionic bolts of force into the minds of his targets (Amazing intensity and range).
- **Teleportation:** Thanos can teleport with up to 10 others in his immediate area with Unearthly ability and range.

TALENTS: All Scientific Skills, especially Engineering and Repair/Tinkering.



Avengers Assemblage

THOR I™

Thor of Asgard

ID: Public

Team Affiliation: Asgardian Pantheon,
Avengers

F	A	S	E	R	I	P
UN	EX	MN	MN	GD	GD	RM
100	20	75	75	10	10	30
Health: 270				Karma: 50		
Resources: EX				Popularity: 50		



THOR II™

Eric Masterson

ID: Secret

Team Affiliation: Avengers; Ally of
Hercules and Thor I

F	A	S	E	R	I	P
MN	EX	MN	MN	EX	EX	GD
75	20	75	75	20	20	10
Health: 245				Karma: 50		
Resources: GD				Popularity: 50		

KNOWN POWERS

Body Armor: Thor's skin provides Excellent physical protection and Typical energy protection.

Illusion Detection: Thor gains a +1CS to Intuition when seeing and resisting illusions.

Invulnerability: Thor has Excellent resistance to aging, cold, disease, heat, radiation, and toxins.

EQUIPMENT

Belt of Strength (Thor I only): This belt boosts Thor's strength to Unearthly while worn. When it is removed, Thor's Endurance is -2CS for 24 hours.

Mjolnir: Thor's hammer, Mjolnir, is made of Uru, a Class 1000 material. Thor's Fighting rank is Shift Y with the hammer, and the hammer causes Unearthly Blunt damage. Thor can throw the hammer up to 10 areas away. The powers of Mjolnir are:

- **Air Control:** It has Monstrous intensity wind generation, and gives Monstrous protection vs. projectiles for all within one area. Thor can also use this to carry others with him at Incredible flight speed (20 areas/round).
- **Alter Ego:** Thor II can change from Thor to Eric Masterson and the hammer becomes a wooden walking stick. If the hammer and Thor are separated for more than one minute, he reverts to Eric. His statistics are:

F	A	S	E	R	I	P
TY	PR	TY	GD	EX	EX	GD
6	4	6	10	20	20	10
Health: 26				Karma: 50		

- **Automatic Return:** Mjolnir returns to Thor's hand after it is thrown, whether it hits its target or not.
- **Deflection:** By spinning his hammer before him, Thor can provide Remarkable protection against physical, energy, and magical attacks.
- **Dimensional Travel:** By spending all his Karma, Thor can open dimensional rifts to other dimensions. Anyone within the area of the rift when it forms is forced into it by Shift Z energy forces. Thor can determine which dimension he accesses.
- **Flight:** Thor can move at up to Amazing air speeds (25 areas/round).
- **Life Force Drain:** The hammer can drain life forces and can thus kill immortals. This drains all of Thor's Karma and all Health except for 10 points.
- **Light Emission:** Mjolnir can emit Incredible intensity flashes of light.
- **Lightning Bolts:** Thor can project Monstrous intensity lightning bolts.
- **Magic Detection:** Thor can sense Asgardian magic with Good ability.
- **Power Absorption/Reflection:** Mjolnir can absorb energy and psionic attacks of up to Class 1000 intensity, but must release the energy by the next round. Energy can be reflected back to its source with an Excellent Agility FEAT roll.
- **Weather Control:** Thor has Unearthly control over the weather.
- **Worthiness:** Mjolnir can only be wielded by a pure and noble person of Excellent Strength or greater.

TALENTS: Marksman, Weapons

Specialist (Mjolnir) (both); Asgardian Lore, Multi-lingual (Ancient and Dead Languages), and Swordsmanship (+1CS) (Thor I); Architecture and Engineering (Thor II).

Avengers Assemblage

TIGER SHARK™

Todd Arliss

ID: Public

Team Affiliation: Masters of Evil III and IV

F	A	S	E	R	I	P
AM	EX	MN	RM	TY	RM	EX
50	20	75	30	6	30	20

Health: 175 Karma: 56
Resources: TY Popularity: -10

KNOWN POWERS

Body Armor: Tiger Shark's body can withstand deep-sea pressures and this provides him with Excellent protection vs. physical attacks.

Resistance to Cold: He is immune to the effects of up to Excellent rank cold.

Swimming: Tiger Shark has Good rank speed swimming on or under water (four areas/round).

Teeth: His razor-teeth are made of Excellent materials and Tiger Shark can bite grappled opponents for Excellent Edged damage.

Water Breathing: Tiger Shark has mutagenically created gills that allow him to breathe both water and air.

EQUIPMENT

Hydro-Suit: His Good material strength suit does not provide extra physical protection, but it does contain a reservoir of water and a filtration system. This allows him to operate as well on land as in the sea. Without exposure to water, Tiger Shark's abilities would decline to normal human levels (except for Strength and Endurance of Good).

TALENTS: Olympic Swimming and Underwater Combat.

TIGRA™

Greer Grant Nelson

ID: Secret

Team Affiliation: Avengers

F	A	S	E	R	I	P
EX	IN	IN	RM	TY	RM	EX
20	40	40	30	6	30	20

Health: 130 Karma: 56
Resources: TY Popularity: 30

KNOWN POWERS

Alter Ego: Greer can change between her human form and her Tigra form by using a mystic amulet of the Cat People that she wears on her top. As Tigra, she gains the following powers:

- **Claws:** Tigra's Good strength hand and foot claws inflict Good Edged damage, though she can retract them when using her normal Blunt attacks.
- **Climbing:** Tigra can climb vertical surfaces at her normal land speed.
- **Enhanced Abilities:** As Tigra, Greer's Excellent Agility, Strength, Endurance, and Intuition are all boosted to the levels listed above.
- **Enhanced Senses:** Tigra's sight, sense of smell, and hearing operate at Monstrous levels. She suffers a -1CS on FEAT rolls against attacks on these senses. She can track targets with Amazing ability.
- **Lightning Speed:** Tigra can run at four areas/round (Good rank). She can run with Monstrous Endurance.
- **Night Vision:** At Incredible rank, Tigra can perceive objects in almost total darkness, and suffers no penalties when fighting in the dark.
- **Empathy:** From her original training as the Cat, Greer gained the Excellent ability to detect emotions. She can also communicate on animal levels with felines of all types at Incredible levels (such as roaring to induce fear or purring for calm).

TALENTS: Biology.



Avengers Assemblage



TITANIA™

Mary "Skeeter" MacPherran

ID: Secret

Team Affiliation: Masters of Evil IV,
partner of the Absorbing Man

F	A	S	E	R	I	P
AM	GD	UN	MN	GD	GD	GD
50	10	100	75	10	10	10
Health: 235			Karma: 30			
Resources: TY			Popularity: -10			

KNOWN POWERS

Body Armor: Titania's augmented body grants her Monstrous physical and Amazing energy protection.

Resistances: Titania has Amazing resistance to cold, corrosives, disease, fire, heat, and toxins.

TALENTS: Unknown.

ULTRON-13™

Ultron

ID: Public

Team Affiliation: None; Former leader of Masters of Evil II (U-5), former ally of the Grim Reaper (U-13)

F	A	S	E	R	I	P
EX	RM	AM	UN	IN	GD	PR
20	30	50	100	40	10	4
Health: 200			Karma: 54			
Resources: RM			Popularity: -10			

KNOWN POWERS

Robot Body: Ultron-13's new body is less streamlined than previous models, favoring articulated metallic musculature, though it is no less impervious than the other Ultrons.

- **Body Armor:** Ultron's Adamantium covering gives him Class 1000 protection against physical and energy attacks. At his joints, however, he has only Shift X protection.
- **Invulnerability:** Ultron is immune to cold, corrosives, heat, and radiation.
- **Molecular Rearranger:** This device in Ultron's chest allows him to alter his form with Monstrous ability.

Weapon Systems: Ultron has weapons integrated into his robotic form:

- **Concussion Blasters:** These hand-blasters cause Monstrous force damage in a four-area range.
- **Encephalo-Beams:** Ultron's head can emit an electronic pulse that gives him the equivalent of Incredible Mind Control powers. This power can be focused into a beam of Incredible psionic force with an 11-area range.
- **Induction:** Ultron can absorb up to Unearthly rank external energies. He can use this energy to restore Health.
- **Life Force Transfer:** Ultron can absorb "life force" from any andrones (see below), using this energy to restore his Health.
- **Laser Beams:** Ultron can fire Incredible intensity lasers from his eyes to a range of six areas.
- **Tractor Beams:** These hand-beams can exert up to Remarkable strength pulling power up to eight areas away.

EQUIPMENT

Androne Robotization Crystals: Ultron uses a unique crystal (in gas form) to generate human-androne slaves. Once ingested by living creatures, the crystals change organs and tissues into metal and computer chips, and make the "andrones" subject to Ultron's Monstrous rank Mind Control (with a Class 1000 range). Tissues become partially metallic, granting an Excellent rank Body Armor. Effects can be resisted with green or better Endurance FEAT rolls with each exposure to the gas, but are only curable by exposure to high concentrations of infrared light (Endurance FEAT rolls at +1CS).

TALENTS: Engineering and Repair/Tinkering.



Avengers Assemblage

U.S. AGENT™

John Walker

ID: Secret

Team Affiliation: Avengers, agent for the Commission on Superhuman Activities; Former partner of the Buckies, former partner of Battlestar

F	A	S	E	R	I	P
RM	RM	IN	AM	TY	GD	PR
30	30	40	50	6	10	4

Health: 150 Karma: 20
Resources: GD/UN Popularity: 5

KNOWN POWERS

Body Armor: U.S. Agent's enhanced musculature provides him with Excellent protection against physical and energy attacks.

EQUIPMENT

Armor (Chain Mail): The Agent's chain mail costume provides Good protection against Edged attacks.

Shield: He uses a Vibranium alloy shield (Incredible material strength).

- **Projectile:** U.S. Agent can throw the shield up to six areas away, causing Incredible Blunt damage. He can bounce the shield off two surfaces and have it return to him with a yellow or better Agility FEAT roll.
- **Protection:** The shield provides Unearthly protection against concussive force attacks (sonics, shock waves, force beams, etc.) and negates any Slam/Stun effects. It provides Incredible protection against other physical or energy attacks, and these can Stun or Slam U.S. Agent.

TALENTS: Acrobatics, Acting, Leadership, Marksman (shield), Martial Arts A, B, C, and E, Military, and Tumbling.

VISION™

Vision; "Victor Shade"

ID: Public; Victor's ID is Secret

Team Affiliation: Avengers

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

Health: 140 Karma: 60
Resources: GD Popularity: 30

KNOWN POWERS

Synthesoid Body: Vision is made of Good rank synthetic and mechanical parts, and has the following abilities:

- **Invulnerability:** Vision is immune to the effects of aging, disease, and toxins.
- **Life Support:** Vision has no need for food, water, or air.
- **Solar Beams:** He can fire Remarkable heat beams from his eyes or forehead jewel to a range of eight areas.
- **Solar Regeneration:** In sunlight, Vision regenerates at Amazing rank. He can regain Health points equal to the intensity of solar or laser energy directed at his jewel, up to a maximum 50 points per round.

Density Manipulation—Self: Vision's Unearthly control over his density gives him a wide range of abilities:

- **Body Armor:** At densities above Good (maximum of Unearthly), Vision has Body Armor equal to his density rank. At Incredible or greater, he is -1CS to Fighting and Agility, but uses his density rank as Strength.
- **Disruption:** Vision can disrupt living and nonliving material by inserting his phased hand into a target. Damage inflicted is equal to his density, ignoring any Body Armor.
- **Flight:** At Shift 0 density, Vision flies at Poor air speed (four areas/round).
- **Phasing:** He can phase through objects at Shift 0 density.

TALENTS: Photographic Memory and Repair/Tinkering.



Avengers Assemblage

WASP™

Janet Van Dyne

ID: Public

Team Affiliation: Avengers; Former partner and wife of Dr. Pym

F	A	S	E	R	I	P
GD	EX	GD	EX	GD	EX	EX
10	20	10	20	10	20	20
Health: 60			Karma: 50			
Resources: RM			Popularity: 50			

KNOWN POWERS

Size Manipulation—Shrinking: Jan can shrink with Incredible ability, reducing her normally to a 1/2-inch height. She can vary her height while maintaining her other powers to a maximum of 48 inches before she loses her other abilities. When she shrinks, wings grow from her back and vestigial antennae grow from her forehead.

- **Flight:** Wasp can fly at Poor air speeds (four areas/round) and can fly at any size up to 48 inches. She cannot carry any extra weight while in flight.
- **Enhanced Abilities:** Jan's Strength is raised by +1CS at her smallest size but her Health does not change. At this size, she also gains a +2CS to Fighting normal-sized targets.
- **Insect Communication:** Wasp can communicate and command insects with Typical ability and range.
- **Wasp Sting:** Jan's bioelectric sting is charged by her shrinking, allowing her to fire Remarkable energy bolts from her hands with a range of one area.

TALENTS: Aerial Combat, Business/Finance, Fashion Design, and Martial Arts D.

WHIRLWIND™

David Cannon

ID: Public

Team Affiliation: Masters of Evil II, III, IV; Former ally of Count Nefaria, Batroc, Porcupine, Tiger Shark, and Trapster

F	A	S	E	R	I	P
GD	IN	GD	RM	TY	TY	TY
10	40	10	30	6	6	6
Health: 90			Karma: 18			
Resources: TY			Popularity: -10			

KNOWN POWERS

Spinning: Whirlwind can spin his body at 400 rpm for the following abilities:

- **Air Blast:** He can create Remarkable force air blasts (three-area range) by focusing surrounding air currents.
- **Body Armor:** The air around Whirlwind provides Remarkable Body Armor against physical and missile attacks.
- **Lightning Speed:** Whirlwind moves at Excellent speed (five areas/round).
- **Flight:** He can fly like a helicopter at Good speeds (eight areas/round).
- **Tornado:** He can generate a tornado of Remarkable strength, affecting everything in that area. Whirlwind can throw an enemy out of the area with a yellow or better Catching roll.

EQUIPMENT

Edged Weaponry: Whirlwind now wields Remarkable strength blades on his wrists and has other blades of Good strength:

- **Arm Blades:** While whirling with arms outstretched, he can inflict Amazing Edged damage to opponents.
- **Throwing Blades:** Smaller blades are thrown for Remarkable Edged damage up to three areas away. Whirlwind carries 10 of these at all times.

TALENTS: Driving, Performing (Circus, Ice Skating), and Wrestling.



Avengers Assemblage

WONDER MAN™

Simon Williams

ID: Public

Team Affiliation: Avengers; Former member of Masters of Evil I

F	A	S	E	R	I	P
EX	RM	UN	MN	GD	TY	EX
20	30	100	75	10	6	20

Health: 225

Karma: 36

Resources: GD

Popularity: 50

KNOWN POWERS

Ionic Energy Body: Simon's body is composed entirely of ionic energy in a solid form. Because of recent changes, Simon can tap his ionic energy for a wider variety of powers. Right now, he maintains these listed powers, though more may emerge in the future:

- ***Body Armor:*** Wonder Man's skin provides Amazing protection from all attacks except psionics.
- ***Invulnerability:*** Simon is immune to the effects of cold and heat.
- ***Life Support:*** Wonder Man does not need air, food, or water to survive, and he can survive in a vacuum with no ill effects.

NOTE

Simon's ionic energy body has recently been adapting to a massive influx of radiation from the Negative Zone. These energies have disrupted his normal control over his ionic energies. To maintain his current statistics and abilities, Simon must remain angry. If he begins to doubt his abilities or himself, his Strength, Endurance, and powers drop by -3CS per round.

EQUIPMENT

Jet Packs: These jet packs tap his ionic energy and provide Good air speed (eight areas/round).

TALENTS: Business, Engineering, and Performing (Acting, Stuntwork).

YELLOWJACKET II™

Rita DeMara

ID: Public

Team Affiliation: Avengers; Former member of the Masters of Evil IV

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

Health: 42

Karma: 26

Resources: TY

Popularity: 0

KNOWN POWERS

None. All of Yellowjacket's powers are artificial in nature (see *Equipment*).

EQUIPMENT

Yellowjacket Costume: Designed by Henry Pym, this costume can allow its wearer the following powers:

- ***Disrupter Sting:*** Yellowjacket can fire Remarkable energy beams with a one-area range (when shrunk) or a three-area range (at full size).
- ***Flight:*** She can fly at Good air speeds (eight areas/round) by means of her artificial wings and the anti-gravity devices in the suit.
- ***Insect Communication:*** The original cybernetic helmet stolen by Rita could communicate and command insects with Typical ability and range. Whether she still has this ability is unknown, since she rebuilt the helmet.
- ***Protected Vision:*** Yellowjacket's helmet provides her Excellent protection against light-based attacks.
- ***Size Manipulation—Shrinking:*** Yellowjacket can shrink with Incredible ability with the aid of her helmet, reducing her to a 1/2-inch height.

TALENTS: Electronics, Engineering, and Repair/Tinkering.



Home for the Heroes



Well, now that your player characters are part of the illustrious Avengers, they have need of a headquarters! As Avengers, your characters now have funding from the Maria Stark Foundation, a trust fund of Incredible rank resources. This fund, independent of other Stark holdings, provides the resources needed to keep the Avengers and their equipment functioning. With the establishment of a new branch team within the Judge's game campaign universe, it is time to have the team's official Avengers branch headquarters. For new player characters, or those without a base, read *Location is Everything!* and begin piecing together the next Avengers HQ! While doing so, players create the map of the base, since they, not the Judge, are outfitting it to their characters' needs.

If a base has already been established within the Judge's campaign that suits the location limitations within the By-Laws, it can be upgraded to have more compatibility with the Avengers' systems. Internal upgrades tend to be in the areas of computers (information processing and retrieval), communication systems, and laboratories. External upgrades concern security systems and reinforcement of the pre-existing structures.

Location is Everything!

When establishing a base for superheroes, it is required that a headquarters must be a meeting place accessible by other heroes and (to a limited extent) the public, and it must provide a solid defense against the various foes of the heroes. These things are immediately contingent on the location and function of the base.

The building itself, as the initial consideration for a headquarters, must be large enough to contain all the necessary Avengers equipment as well as rooms for living quarters, if so desired. The building should also be defensible against intruders. An Amazing rank security system will protect your HQ, but a good isolated location (like the Avengers West Compound) allows for easy defense with less cost.

Building

While many independent heroes operate from their homes (like Daredevil and the Fantastic Four), most heroes and hero groups work out of a separate headquarters. The first thing to consider is the building itself, its size, and its structural strength. The Stark Foundation provides for the financing and purchase of a building, the surrounding grounds, and the

minimum monitoring equipment demanded by the UNSC. The rest of the headquarters needs to be financed by the heroes themselves for their initial probationary period. Table C (page 64) shows the basic structures that a team of four to eight heroes could use as a headquarters, assuming the basics of space for living quarters and equipment and storage.

Under Construction

No matter how you find your prospective headquarters, unless you've appropriated an abandoned alien base or the home of your arch-enemy, your team of heroes will have to modify it for their needs. Modifications tend to involve strengthening the structure to withstand the rigors of constant superhuman traffic, updating and enhancing existing communications and security setups, and custom-fitting living quarters to the needs and wants of individual heroes. Table D (page 64) and its notes explain the major outfitting changes that are needed to make any building a superheroes' headquarters. The UNSC will allow the new Avengers to utilize any stockpiled equipment salvaged from the sunken Avengers Island at a lower price. If the Judge chooses to allow any equipment on Table D to be among this salvage, reduce the Resource cost by one rank, and keep in mind that some of this may be in need of repair.

Support Your Local Avengers

Last, but not least, the Avengers have come to understand a need for support staff to aid them in the smooth operation of their facilities as well as maintaining inter-team communications, the repairing of team equipment, and the like. Table E (page 64) provides example support staff that can be hired for various functions within the team headquarters.

Home for the Heroes

Table C: Prospective Headquarters Sites

HQ Type	Cost ¹	Size ²	Material ³
Factory, Medium	Amazing	Large	Remarkable
Factory, Large	Monstrous	Deluxe	Incredible
House, Large (14 rooms)	Incredible	Medium	Good
Manor, Small (18 rooms)	Amazing	Large	Excellent
Manor, Large (24 rooms)	Monstrous	Deluxe	Excellent
Office Building (12 rooms/floors)			
2 floors	Incredible	Large	Excellent
4 floors	Amazing	Large	Excellent
6 floors	Monstrous	Deluxe	Remarkable
Warehouse, Medium	Incredible	Large	Typical
Warehouse, Large	Amazing	Deluxe	Good

1. Building costs vary by location. If searching within a major metropolis such as Chicago or London, raise the cost by +1CS. Respectively, a place somewhat more remote or secluded, such as Lake Geneva, an island, or a smaller suburb of a large city, reduces the cost of buying the building by -1CS.

2. The smallest HQ for four heroes and some equipment (with no room for living quarters) is Medium. Large buildings provide room for up to six heroes, equipment, a staff of two, and living quarters. Deluxe accommodations are the largest and provide space for up to nine heroes, a support staff of up to 12 people, living quarters for all, storage for vehicles, and various extras such as trophy rooms or Danger Rooms.

3. Material lists the pre-existing strength of the walls and floors. Floors support weights equal to their material strength +2CS indefinitely and greater weights under temporary stress (foot traffic, loading bays, etc.).

Table D: Headquarters Equipment Packages

Low and high end examples given with costs involved.

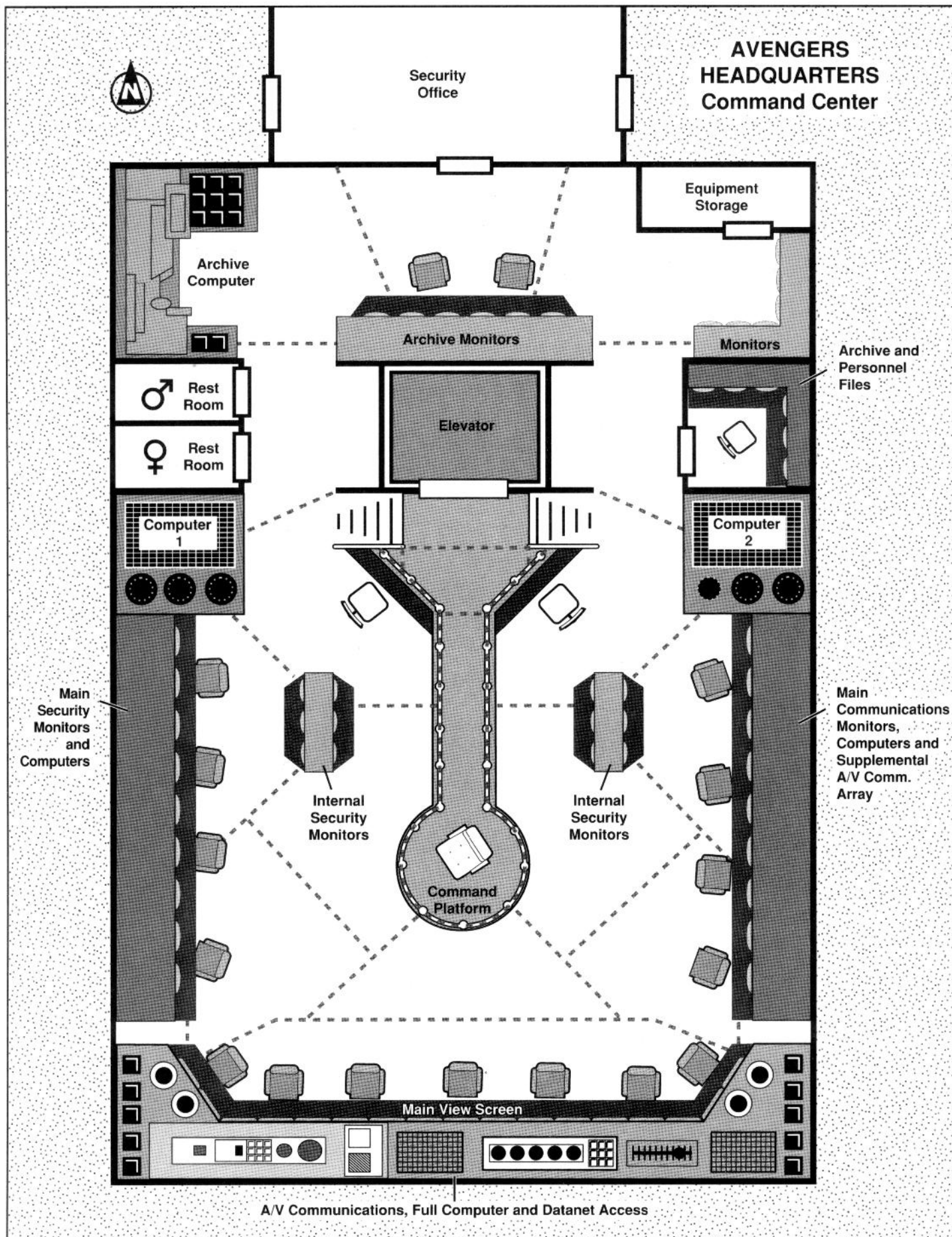
Basic Package	Cost	Equipment
Dining Room	Good	Table, chairs, ceiling lamp
	Remarkable	+ chairs, china, sterling
Kitchen	Good	Stove, cabinets, tableware
	Remarkable	+ fridge, microwave, washer
Library	Excellent	Chairs, table, desk, 5 shelves
Living Room	Good	Sofa, chairs, end tables, lamps
	Remarkable	+ TV, stereo, piano
Office	Good	Desk, chairs, lamp, typewriter
	Remarkable	+ computer; double above
Pool	Remarkable	Outdoor Olympic pool, boards
	Incredible	Indoor Olympic pool, boards
Quarters	Good	Bed, desk, 2 shelves, dresser
	Remarkable	+ TV, computer, refrigerator
Rec Room	Excellent	Sofa, chairs, pool table, TV
	Amazing	+ pinball, holographic video
Custom Package	Cost	Equipment
Communications Room	Remarkable	Regular/police radio, computer
	Incredible	+ video network, UNSC alert
Computer Room	Remarkable	EX Computer w/ext. modems
	Incredible	RM Computer & crime files
Conference Room	Remarkable	L. table, 10 chairs, podium
	Incredible	+ 30 chairs, wood panel table

Danger Room ¹	Incredible	See notes below
	Monstrous	
Defense	Excellent	RM effect. Stunners, restraint cables, nets, pit traps, etc.
		+ 1CS effect; equip. as above
Gymnasium	Incredible	Weight-lifting equip, lockers
	Excellent	+ robot boxing, UN weights
Hangar	Amazing	Storage/repair space (1 area)
	Excellent	
	<i>Each vehicle requires its own hangar package.</i>	
Imprisonment	Excellent	Standard RM restraints
Cells	Incredible	AM restraints, EX inhibitors
Laboratory		
Lg. Equipment	Incredible	Indiv. for each lab and job
Medical	Remarkable	ER care, regular antidotes
	Amazing	+ OR, X-ray, and cryogenics
Scientific	Remarkable	Basic chemistry lab equipment
	Amazing	+ computer, poison antidotes
Power Room	Remarkable	Backup generator (12 hr)
	Amazing	+ Solar and no ext. energy need
Security Systems	Good	Mech. locks, burglar alarms
	Excellent	+ ID Card locks (Minimum)
	Remarkable	+ Palm-print scan, auto-def.
	Incredible	+ Full body scan, benign ID
	<i>One security package covers one door or window.</i>	
Trophy Room	Excellent	Gallery and showcases
	Remarkable	+ holding IN dangerous items
Workshop	Remarkable	Metal/woodworking shop
	Amazing	+ full automation

1. Danger Rooms: Danger rooms are programmable computerized gymnasiums (Incredible rank min.) with advanced equipment designed to test heroes under simulated combat conditions. The room itself can have recessed tests, and it can also build robots and other constructs as per the desired simulation. Automated threats have maximum Strengths and intensities equal to the Resource cost. Holographic illusions can be incorporated into them at an effectiveness of -2CS Resources. The Danger Room of the X-Men has incorporated alien technology and is considered unique. The Avengers East Coast team has an Amazing rank Danger room set up with an Excellent self-repair ability and voice-programmable systems (Monstrous rank/Resource cost) while the West Coast team simply uses their lawn in sparring matches. Existing gymnasium areas can be adapted and upgraded to a Danger room status of equal rank with a Remarkable Resource expenditure.

Table E: Support Staff

Occupation	Income rank
Butler	Typical
Communications Director	Typical
Doctor	Good
Pilot	Good
Security Chief	Typical
Technician	Typical





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The Watcher's™ Chronicle

AVENGERS ARCHIVES™

Official Game Accessory

The Watcher's™ Chronicle

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Credits:

Design: Steven E. Schend
Editing: Anne Gray McCreedy
Cover & Poster Art: Steve Lightle
Interior Art: The Marvel Bullpen

Art Coordination: Peggy Cooper
Cartography: Steve Sullivan with Dennis Kauth
Typography: Tracey Zamagne
Production: Paul Hanchette

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TSR, Inc.
P.O. Box 756
Lake Geneva
WI 53147
U.S.A.



TSR Ltd.
120 Church End
Cherry Hinton
Cambridge, CB1 3LB
United Kingdom

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Introduction

"There are worlds and whole universes far beyond that in which the kind reader currently resides. I know this for a fact as I am Uatu the Watcher and I am an observer of such realities. My main purview is what you know as the MARVEL UNIVERSE™ in all its diverse wonders.

"The changes wrought by time are more startling than initially conceivable, but all will be explained. I have seen this seemingly insignificant planet rife with Celestial activity far beyond any within this quadrant of the galaxy. I have witnessed the rise of Eternals and Deviants far more powerful than any others, and noticed with interest the visitations of the extraterrestrial Kree and their gestation of those who would later be called Inhumans. Human civilizations rose and fell, as did the Deviant civilization on Lemuria and the human on Atlantis in the second coming of the Celestials. This azure planet attained the great interest of the Watchers before its native human population discovered the most rudimentary forms of writing.

"All this I have observed and more, as I peered into alternate timelines, where the smallest event can change an entire reality. Throughout the history of the mortal heroes called Avengers, small events have become part of legend. The mere passage of the emerald behemoth known as the Hulk over a western railroad and his manipulation by Loki ultimately gave birth to the mightiest team of heroes on Earth—the Avengers!

"A temper tantrum of the Sub-Mariner led to the rebirth of the living legend of Captain America! In the search for errors in his artificially intelligent robot, Henry Pym gave birth to the great danger called Ultron! All these small events led to greater legends and acts of heroism unparalleled. Read on, for here are the epics kept on those who respond to a call heard from Earth's core to the halls of Asgard: 'AVENGERS ASSEMBLE!'"



"This is Captain America, and this is our basic orientation booklet for all new Avengers. Everything within this book is information to acclimate new members to their new role in their upcoming tours of duty with the team.

"Only after passing all the security and background checks do applicants receive a Communicard and this booklet to read. The first topic is the Avengers' place among the varied power groups on Earth, especially contacts and involvement with other superhuman crime-fighting groups. Next are the Charter and By-Laws. Read them carefully. The Chairbeing and fellow Avengers will answer any questions about operating procedures. This also booklet contains the current membership roster as well as some excerpts from the files of the active membership of the Avengers. The last piece of instructional material describes the various villains the Avengers have faced in the past. We Avengers have found a need to keep all our members updated on the tactics and tricks of villains we encounter, as they tend to return, often spoiling for a fight. With this information, newer members benefit from the wealth of experience the Avengers membership holds. Finally, we have included a personal piece from the only person to have stayed with the team from Day One, Edwin Jarvis. Though the membership is constantly changing and new and old Avengers come and go, this man is the only one of us who truly cannot be replaced.

"I wish good luck to all new Avengers, and may they find the steadfast camaraderie and loyalty that I have among fellow Avengers. This is a unique collection of beings, and one that all of us are proud to be a part of. Keep 'em Flying!"

The Superhuman Community

"In the time since I was revived, there has been no greater collection of heroes and friends than the Avengers. Over the years, I have attempted to mold the Avengers into the most efficient superhuman peace-keeping force in the world. During these times, we have come into contact with many of Earth's other superhumans, whether as friend or foe. The following file is a list of the superhuman community in their particular groups and how the Avengers work with them or against them for the benefit of the entire planet. Captain America signing off."

American Superhero Teams

Avengers East Coast (Recording)

Current Active Roster: Black Knight, Black Widow, Crystal, Hercules, Sersi, Thor II, Vision

Current Reserve Roster: Captain America, Captain Marvel, Dr. Druid, Falcon, She-Hulk, Spider-Man

Current Leadership: Black Widow

Mission/Objective: See Avengers Charter and By-Laws, Section One, Paragraph D

Avengers West Coast

Current Active Roster: Hawkeye, Iron Man, Living Lightning, Scarlet Witch, Spider-Woman, U.S. Agent, Wonder Man

Current Reserve Roster: Dr. Pym, Firebird, Hellcat, Human Torch I, Machine Man, Mockingbird, Tigra, Wasp

Current Leadership: Scarlet Witch

Mission/Objective: See Avengers Charter and By-Laws, Section One, Paragraph D

Status with Avengers: (ALLY) As our sister team in California, this team is very closely linked with the East Coast Avengers team. Relations are very friendly, though contacts have been strained because of extremist actions during Operation Galactic Storm.

Earth Force

Current Active Roster: Earthlord, Skyhawk, Wind Warrior

Current Leadership: Skyhawk

Mission/Objective: Currently unfocused but altruistic; original objective was to kill Hogun the Grim for the Egyptian god Seth.

Status with Avengers: (NEUTRAL)

When Earth Force was last encountered by the Avengers, they had broken from Seth's control and had sided with Thor, Odin, and the Black Knight to stop Seth's legions from invading Asgard. Their selfless sacrifices of their lives were repaid by the Egyptian pantheon who restored their lives as well as their powers. The trio has not been active in recent months, but can be considered friendly contacts, especially if in touch with the Black Knight or Thor I.

Fantastic Four

Current Active Roster: Human Torch, Invisible Woman, Mister Fantastic, Thing

Current Leadership: Mister Fantastic

Mission/Objective: To safeguard the world from any threat beyond the power of local and conventional forces and to perform scientific research and provide technology for the betterment of Earth's populace

Status with Avengers: (ALLY) Reed, Sue, Ben, and Johnny have been steadfast allies of the Avengers from the beginning. As well sharing an information net and database on all native superhuman and alien beings, Fantastic Four Inc. has a reciprocal agreement with the Avengers to provide access to their equipment and headquarters. There are many strong friendships between members of the Avengers and the Fantastic Four.

Great Lakes Avengers

Current Active Roster: Big Bertha, Dinah Soar, Doorman, Flat Man, Mister Immortal, Mockingbird

Current Leadership: Mockingbird with Mister Immortal

Mission/Objective: They unofficially adhere to the Avengers Charter and By-Laws, specifically Section One, Paragraph D

Status with Avengers:

(NEUTRAL/ALLY) These five heroes, until they were joined by Mockingbird (and Hawkeye, for a brief time), were neophyte heroes in Milwaukee, Wisconsin who called themselves Avengers without authorization. They still operate under this title without proper approval, but local reports of their exploits sound promising. Their exemplary actions also aided a number of enthralled Avengers against That Which Endures, an alien parasitic being. Though they are still novice heroes, the Great Lakes Avengers can be counted on as friendly contacts and potential Reservists should the need arise.

New Warriors

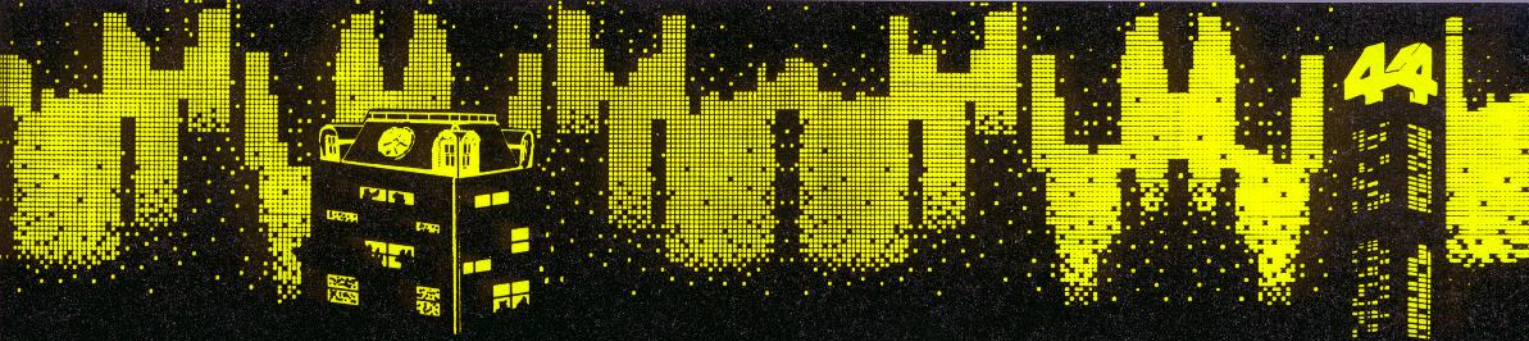
Current Active Roster: Firestar, Namorita, Nova, Rage, Silhouette, Speedball

Current Leadership: Namorita

Mission/Objective: To safeguard the public good and "to wage a war against crime and those who practice it"

Status with Avengers: (NEUTRAL)

Though their ranks contain a former Avenger, this group of young heroes is of uncertain status with the team. Though we applaud their zeal and their stance against crime, we cannot as an organization condone their "anything to get the job done" attitude. Rage personally abused his Avengers training privileges to allow the Warriors access to a Quinjet.



The Superhuman Community

Rage's status with the Avengers was used to deceive Kampuchean officials and the Quinjet was eventually stolen by four known criminals.

This next generation of heroes contains much potential, but there is a need for something more among these powered youths. Captain America spotted that in Vance Astrovik aka Marvel Boy. This belief was shattered by the boy's conviction for manslaughter. For all their promise, these heroes need focus, tempering, and some hard lessons in restraint and morality.

Squadron Supreme

Current Active Roster: Doctor Spectrum, Haywire, Hyperion, Lady Lark, Moonglow (Arcanna), Power Princess, Shape, Whizzer

Current Leadership: Hyperion and Power Princess (Co-leaders)

Mission/Objective: Awaiting contact with Arcanna's son on our Earth so they can return to their home dimension. Standard mission usually equivalent to Avengers' when on their own Earth, though for one year, the Squadron acted as planetary rulers.

Status with Avengers: (ALLY) Though their primary contact during their current stay on Earth has been Quasar, the Squadron and the Avengers are old allies. The Avengers hope they can count on the Squadron in times of need for the length of their stay on our Earth. Shape and Haywire are new members of the Squadron who are unknown to most Avengers, though they have proven themselves with their teammates.

X-Factor

Current Active Roster: Havok, Multiple Man, Polaris, Quicksilver, Strong Guy, Wolfsbane, Valerie Cooper (Government liaison)

Current Leadership: Valerie Cooper with Havok

Mission/Objective: To act as a U.S. government superhuman task force to be used to safeguard the interests of the United States government in situations beyond the control of conventional forces

Status with Avengers: (NEUTRAL) With the exception of Pietro, none of the X-Factor members have had much contact with the Avengers. Initial contacts with the group have been positive, accentuated by the presence of a former Avenger within their ranks. The Avengers' dealings with the previous government strike force (Freedom Force) were often confrontational if not hostile. It is hoped that X-Factor and the Avengers can maintain a healthy, friendly dialogue between our groups. Much of this shall depend on the government not sending their team on assignments that run counter to the Avengers' methods and beliefs.

X-Force

Current Active Roster: Boom Boom, Cable, Cannonball, Feral, Rictor, Shatterstar, Siryn, Sunspot, Warpath; Cable and Domino are of unknown status

Current Leadership: Cannonball

Mission/Objective: To protect mutants' rights and prepare them against the coming war against humanity

Status with Avengers: (UNFRIENDLY)

This all-mutant paramilitary strike force is barely above some of the morals of the Avengers' standard enemies. Various government agencies are attempting to apprehend the group because of the shadier

tactics and actions of the group's leader, a mysterious mutant known as Cable. Boom Boom and Cannonball have had minor contacts with the Avengers when they were students of Charles Xavier, but these contacts are severely strained because of their association with a wanted criminal.

X-Men

Current Active Roster: Blue Strike Force: Beast, Cyclops, Gambit, Psylocke, Rogue, Wolverine; Gold Strike Force: Archangel, Bishop, Colossus, Jean Grey, Iceman, Storm

Current Leadership: Professor Charles Xavier (Team leader), Cyclops and Storm (Strike Force leaders)

Mission/Objective: To train mutants in the use of their superhuman powers and to safeguard humanity from attacks by superhuman "evil" or criminal mutants and other threats too great to be fought by conventional forces

Status with Avengers: (ALLY) The Avengers' relations with the X-Men are greatly improved now, with the X-Men's criminal status in the United States rescinded because of their recent aid versus Magneto and Asteroid M. We have recently had contact with them regarding the safety of Lanae, Pietro and Crystal's daughter and granddaughter of Magneto, from mutant radicals. The two teams also plan to exchange information on superhuman and mutant criminals. Despite the Avengers' expertise, Charles Xavier and his students have a greater wealth of information on genetic mutation than anyone else on Earth. We all hope this alliance remains strong for the future.

The Superhuman Community

Foreign Superhero Teams

Alpha Flight

Current Active Roster: Core Alpha:

Aurora, Guardian, Northstar, Sasquatch, Weapon Omega; Support team: Puck, Shaman, Windshear; Beta Flight: Goblyn, Mannikin, Persuasion, Talisman, Witchfire

Current Leadership: Guardian

Mission/Objective: To safeguard Canada and her provinces from threats too powerful for conventional forces

Status with Avengers: (ALLY) Alpha's relations with the Avengers are primarily through the shared information net with the Fantastic Four. It is beneficial that government-supported super teams be kept up to date on the activities of superhumans. Alpha's strongest connection with the Avengers is also one of our most tragic. Marrina, one of the few Avengers to die, was a member of Alpha Flight and our team.

Excalibur

Current Active Roster: Captain Britain, Cerise, Meggan, Nightcrawler, Shadowcat; Feron, Kylun, and Phoenix are on leave or reserve duties.

Current Leadership: Nightcrawler

Mission/Objective: To safeguard England, Great Britain (and the world) from threats too powerful for conventional forces and to investigate events as requested by her Majesty's W.H.O. bureau (Weird Happenings Organization)

Status with Avengers: (ALLY) With the exception of the former X-Men members (Nightcrawler and Shadowcat), this branch of the Avengers has had no contact with this Britain-based superteam. Our west coast contingent has teamed up with them against Dr. Doom. The camaraderie between the two teams seems promising. Their two latest members, Cerise and Kylun, are unknown, though the confidence placed in them by the Excalibur members and the British people implies their trustworthiness. With the Avengers' new international status, it would be beneficial to increase contact with these heroes if our aid is needed in Europe or the continent.

Silver Sable and Outlaws

Current Active Roster: Prowler, Rocket Racer, Sandman, Silver Sable, Will O' The Wisp

Current Leadership: Silver Sable

Mission/Objective: Mercenary activities deemed too dangerous or beyond the abilities of Sable's Wild Pack

Status with Avengers:

(NEUTRAL/UNFRIENDLY) Our only contact with the members of this group was through the Sandman, once a Reserve Avenger. Because of a minor misunderstanding, the Sandman left the Avengers and soon linked up with his former employer, Silver Sable. The criminal backgrounds of many of this team's members, whether pardoned or not, makes the prospect of working with this mercenary force in any way other than temporary quite dubious.

Independents

Hulk

Current Allies: Betty Banner, Marlo Chandler, Rick Jones, Pantheon

Mission/Objective: To pay reparations to the world for all the destruction caused by the Hulk before his current incarnation

Status with Avengers: (NEUTRAL)

Though Bruce Banner has been close friends with many of the scientific minds of the Avengers for years, as well as being a founding member of the team, his current personality bears a grudge against the Avengers for their many clashes and their inability to accept him on various occasions. The Hulk had been offered Avengers membership after his pardon a few years ago, though he refused at the time. Bruce's current personality, while less volatile than it has been in the past, contains more than enough aggressiveness and power to prevent his effective participation within this team situation on a regular basis. His current affiliation with the mysterious Pantheon is also grounds for concern. The Pantheon has a reputation for entering situations and escalating them with their presence. They sometimes draw enough attention (such as their recent incursion into Trans-Sabal) to cause more damage than there was to begin with. The team is also notorious for "acting in the best interests of the human race" regardless of the wishes of the local governments and their people. The power of the Hulk within an organization like this is a powderkeg waiting to explode.

Avengers Charter and By-Laws

"So you want to be Avengers, huh? Well, take it from ol' Hawkeye here, it's a lot tougher now than when I joined up as part of 'Cap's Kooky Quartet.' Well, um, I don't mean that it was easy for me. It's just more folks are around these days and security risks have to be watched and we can't accept every hero off the street anymore. Wait, uh, help me out, Mockingbird."

"What my tongue-tied husband is trying to say is that the Avengers now operate on a global scale and, as special members of the UN peace-keeping forces, all the regulations involved must be strictly adhered to. Give the Charter and By-Laws a read and this will give you some idea of what's involved in becoming a member of the world's premier peacekeeping force."

Team Charter

The Avengers' team charter was first established by Ant-Man, the Hulk, Iron Man, Thor, and the Wasp at the soon-to-be-called Avengers Mansion. The charter was created to be an open-ended document, easily modified by a majority of the membership.

Numerous changes to this charter were made over the years to accommodate a more stable leadership (as opposed to a weekly or monthly leadership change), government sponsorship (first by the United States and later by the United Nations), and other various inquiries. The most recent changes to the charter involved the new unified organization of the Avengers and the team's sponsorship by the United Nations. While still exclusively based within the United States, the Avengers now truly have heroes for the world. Though there are currently only two Avengers teams, both located within the United States, there are hopes of establishing other Avengers branches within the borders of other member nations of the UN General Assembly.



Articles and By-Laws

BE IT KNOWN

That we, the Avengers, have banded together to protect and safeguard the planet Earth, its inhabitants and resources, from any and all threats, terrestrial or otherwise, which might prove to be beyond the power of conventional forces to handle.

That we shall tolerate no interference in the growth of humanity in meeting its rightful destiny.

That we dedicate ourselves to the establishment, growth, and preservation of peace, liberty, equality, and justice under law.

This is our solemn oath.

ARTICLE ONE: ORGANIZATION

The Avengers is hereby chartered as a non-profit organization under the laws as set down by the United States of America; said organization being recognized and fully sanctioned as a peace-keeping force by the National Security Council of the United States of America, by the United Nations and the United Nations Security Council, and by the Strategic Hazard Intervention, Espionage, and Logistics Directorate (S.H.I.E.L.D.).

ARTICLE TWO: JURISDICTION

In accordance with the tenets of national and international laws, the Avengers, acting individually or as a group, are herein authorized to function in all lands, territories, or protectorates of the United States and any member nations affiliated with the United Nations.

Avengers Charter and By-Laws

ARTICLE THREE: FUNDING

As a non-profit organization, the Avengers shall be funded chiefly by private grants. Major funding for the activities of the Avengers, for their headquarters, transportation, and equipment, shall be provided by a grant from the Maria Stark Foundation (Anthony Stark, Director), with additional funding provided by the United Nations. These grants are accepted by the Avengers with the understanding that the Foundation and the United Nations shall have no say in Avengers operations or in the deployment of funds within the Avengers organization.

ARTICLE FOUR: OPERATIONS

The day-to-day operations of the Avengers shall be governed by a set of by-laws as put forth by the founding members.

IN WITNESS of this charter, we founding members have hereunto subscribed our names.

Iron Man
Thor
Wasp
Ant-Man
Hulk



AVENGERS BY-LAWS

Section One: Policy and Operations

A. All Avengers shall, at all times, endeavor to adhere to the principles of the Avengers Charter and follow the rules and regulations of these by-laws.

1. The by-laws may be amended, when deemed necessary, by the active members of the Avengers. Amendments may be proposed by any active Avenger. Amendments shall become a binding part of these by-laws upon approval by two-thirds of the active membership.

B. No Avenger shall be required to surrender knowledge of his or her civilian identity or personal affairs to the membership at large or to any agents of member nations of the United Nations General Assembly and Security Council.

C. Avengers shall be entitled to special priority government security clearances in all member nations of the United Nations General Assembly, as approved by the United Nations Security Council.

D. The Avengers are organized as a special unit of the United Nations peace-keeping forces, assignable only to cosmic, extraterrestrial, extra-dimensional, occult, subterranean, sub-oceanic menaces, invasions, limited incursions, infestations, and enchantments not instigated, abetted, or sanctioned by a current member nation.

1. The general membership of the Avengers can, by a two-thirds vote, establish a new branch team of active Avengers in addition to a team based at the Avengers central headquarters (See Paragraph E).
 - a. Each Avengers team shall be led by an individual Chairbeing duly elected from its active membership.

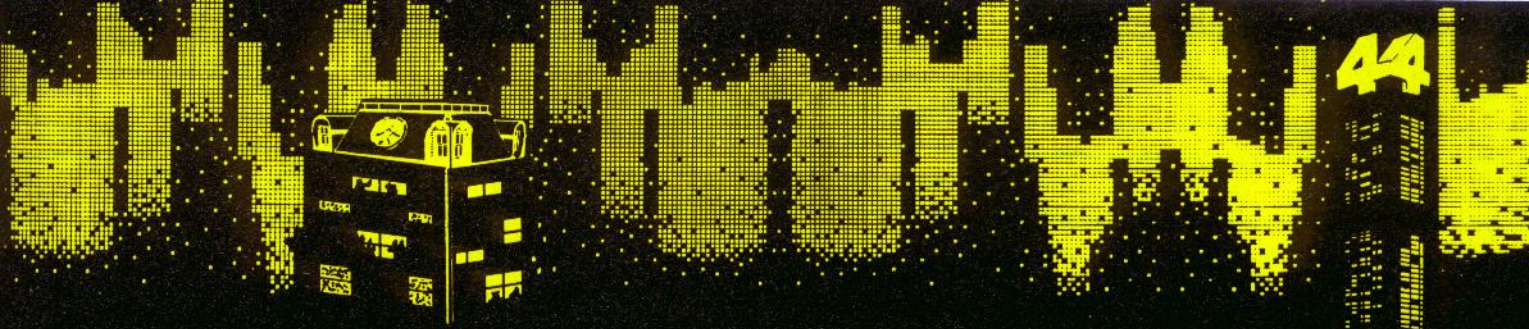
b. Each Avengers branch team shall have the primary responsibility of safeguarding an established territory over another active Avengers team. These areas shall have defined geographical boundaries to mark each team's jurisdiction.

c. Each team shall have an established base of operations for the storage of classified documents and equipment, and for use as a place of assembly for regular meetings. Quarters will be provided for any members at said base.

E. The Avengers shall establish a base to serve as a central headquarters for the general membership. This base shall also serve as the primary headquarters for a team of active Avengers.

F. The Avengers general membership, as one whole unit, shall be led by a duly elected Chief Executive. The duties of this Executive are to organize all activities of a business and/or legislative nature for the general membership.

1. The post of Chief Executive shall be filled by any active member who has fulfilled an active term of duty of no less than two years (See Section Two: Membership).
2. The Chief Executive shall serve for a term of six months. There shall be no limit placed on the number of consecutive terms an executive may serve.
3. The Chief Executive acts as the primary liaison for the Avengers to the United Nations General Assembly and the United Nations Security Council. The Chief Executive is also the primary representative of the Avengers to all terrestrial, extraterrestrial, and extradimensional heads of state.



Avengers Charter and By-Laws

4. The Chief Executive has the power to call special meetings of the general membership as he/she/it sees fit.
5. The Chief Executive shall also serve as the Chairbeing of the central branch of the Avengers, so signified by the primary team in attendance at the Avengers central headquarters.
6. The Chief Executive shall preside over any disciplinary tribunal at the request of a Chairbeing and a disciplinary board of inquiry (See Section Two, Paragraph G).
7. The Chief Executive shall oversee the establishment of any additional Avengers branch teams and their headquarters. The Chief Executive appoints an interim Chairbeing for the new branch until the election of a Chairbeing from the new team's active membership (See Paragraph E).

E. Each Avengers branch shall be led by a duly elected Chairbeing. It shall be the duty of this leader to coordinate all Avenger branch team activities, whether business or tactical in nature.

1. The position of Chairbeing shall be open to any active members who have passed their probationary period (See Section Two).
2. The Chairbeing shall serve for a term of six months. There shall be no limit to the number of successive terms a leader may serve.
3. It shall be the privilege of the Chairbeing to determine the format of meetings and to call special meetings as the Chair sees fit.
4. The Chairbeing shall be empowered to hire and oversee any staff necessary for the proper operation of the team headquarters and all Avengers team equipment.

5. In the event of the absence, incapacity, or resignation of the Chairbeing, an interim leader shall be chosen by a two-thirds vote of the active team membership.

Section Two: Membership

A. Recognizing that the membership of the Avengers may be subject to and, indeed, might profit from change, procedures for the admission of members shall be set forth.

B. Candidates for membership must be legal adults, possessing at least one ability, power, skill, or talent which is deemed valuable by a majority of the active team membership.

1. Membership shall not be denied on account of race, creed, color, sex, or condition of birth or origin.
2. Membership candidates must be nominated by one active member in good standing at a regular or special meeting. Election for membership must be held within one week of nomination and be attended by a simple majority of active team members. A two-thirds vote is necessary for election to Avengers membership.
3. Newly-elected Avengers shall serve a probationary period of not less than 30 days.
 - a. During the probationary period, the United Nations Security Council, as well as the new Avenger's home country, shall make an investigation of the new Avenger's public record in order to determine approval for full security clearance.
 - b. While on probation, the new Avenger shall have limited access to Avengers facilities and records.

- c. At the end of probation, the new Avenger shall assume full active status, unless objections are raised by any active team member or by the United Nations Security Council.

C. The Avengers shall select new members whenever the Chairbeing or two-thirds of the active membership determines that the ranks are not at optimal strength, or when there is a vacancy in the ranks.

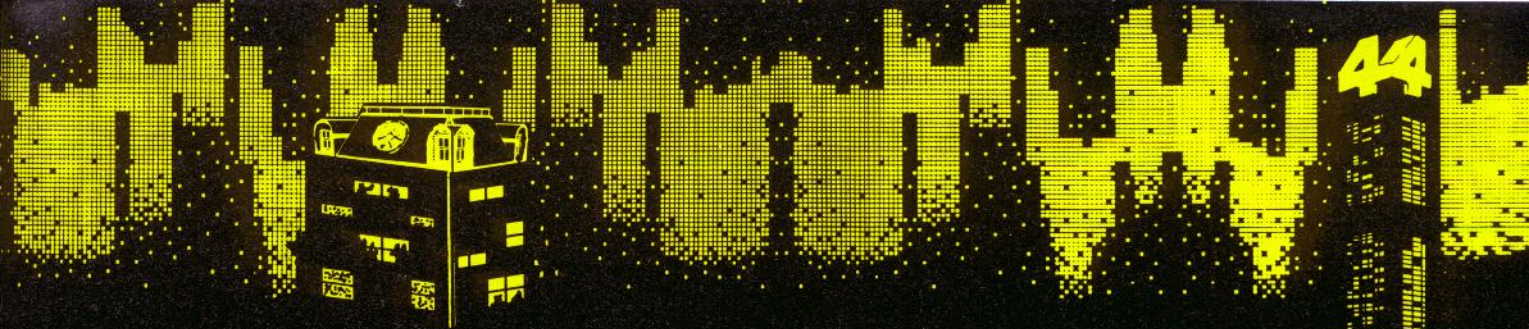
1. The Chairbeing has the power to limit the number of active members in their respective teams.

D. Active, or primary, Avengers shall be the designation given to those Avengers who are full-time members.

1. Active Avengers shall be required to log all individual cases into the main computer file, so that the entire membership may benefit from the individual's experience.
2. Active Avengers shall be required to attend all regular business meetings. Members who miss more than one meeting per month without submitting an acceptable excuse may face suspension and demotion to Reserve status for a period to be determined by the Chairbeing and a consensus of the other active members (See Paragraph G).
3. Active Avengers shall be issued an Avengers Communicard.
 - a. Active members shall be required to answer all emergency calls. If unable to respond, an active member must contact the Chairbeing at the earliest opportunity to explain the absence.

Avengers Charter and By-Laws

- b. Active members, if unable to respond personally to an emergency call, can contact and activate their reserve substitute Avenger to respond to the call in their stead (See Paragraph E).
- c. Active members who miss an emergency call without good reason and without activating their substitute may be subject to disciplinary action.
4. Active Avengers shall be expected to cooperate with other law enforcement agencies. Although granted certain privileges and legal immunities by the Avengers priority clearance, no Avenger shall be above the law.
5. Active Avengers shall be paid a stipend of one thousand dollars (\$1,000) per week. Members may choose not to accept their stipends, in which case the money is placed in their retirement fund.
 - a. Active members shall be entitled to free medical and life insurance benefits.
 - b. Active members shall be provided with private quarters where they may reside if they choose. Unlimited meal privileges shall be provided for live-in members.
6. Active Avengers shall be granted unlimited access to all Avengers headquarters, vehicles, computer records and files, and any other facilities of the organization.
7. Active Avengers may take a leave of absence for any reason simply by notifying the Chairbeing of said intent.
 - a. Active Avengers may choose to accept status as a reservist or an inactive Avenger.
8. Active Avengers shall, at all times, act in a manner befitting that of a guardian of the public trust.
- E. Reserve Avengers, or reservists, shall be the designation given to those Avengers who are part-time members, on call for special missions or emergency assignments only.
 1. Reserve membership shall be limited to those members who have fulfilled an active term of duty of not less than one year or those who have been allies in good standing for not less than five years, and who wish to reduce their connections with the group.
 2. Reserve Avengers shall not be required to log their individual cases, though they shall be encouraged to do so.
 3. Each reserve Avenger is assigned as a reserve substitute for a specific active Avenger.
 - a. The reserve substitute Avenger shall complement the active Avenger's contribution to the team in terms of sheer power, skill, or ability to operate in a team situation.
 - b. Reserve Avengers shall respond to emergency calls if requested by an active member or the acting Chairbeing.
 4. Reserve Avengers may attend any regular meeting, but shall be required to attend no more than one meeting per year.
 5. Reserve Avengers shall retain their Avengers Communicards.
 - a. Reserve members may be demoted to inactive status if they fail to answer three consecutive emergency calls.
 6. Reserve Avengers shall be paid a stipend of one hundred dollars (\$100) per month.
 - a. A reserve Avenger on call as a reserve substitute of an active Avenger shall be paid a stipend of thirty dollars (\$30) per day spent on the active roster.
7. Reserve Avengers shall have limited access to Avengers headquarters and computer files. Access to equipment can be granted at the discretion of the active members.
8. Reserve Avengers may return to active status at the discretion of the Chairbeing, if they so petition and are accepted by majority vote of the active membership.
9. Reserve Avengers shall be given priority over inactive Avengers or new Avenger candidates in the filling of vacancies in the active membership.
10. Reserve Avengers may retire to inactive status by notifying the Chairbeing or the Chief Executive.
11. Reserve Avengers shall not have a vote in Avengers proceedings.
12. Reserve Avengers shall have the authority to call emergency meetings of an active team membership.
- F. Inactive Avengers shall be the designation given to those members who have retired or resigned from active and reserve duty.
 1. Avengers may resign by simply notifying the Chairbeing of their intent and surrendering all Avengers-owned equipment with the exception of the Avengers Communicard.
 2. Any active or reserve Avenger who is incapacitated or who moves from the organization's normal jurisdiction shall be granted an honorable discharge and placed on the inactive roster.
 3. Inactive Avengers may be granted limited access to Avengers facilities (but not portable equipment) at the discretion of the active members.



Avengers Charter and By-Laws

4. Inactive status shall be considered the equivalent of an indefinite leave of absence.
 5. Inactive Avengers may be reinstated only if there is a vacancy in the active ranks, and then only if elected by a two-thirds vote of the active membership.
- G.** Motions for disciplinary action against any active or reserve Avenger may be brought by any other active Avenger.
1. In the event of such an accusation, the Chairbeing shall convene a board of inquiry comprised of a simple majority of the active team membership (minus the accused, if they are active Avengers).
 2. Disciplinary action shall be limited to suspension, with the option of further trying the accused before a tribunal of the Avengers general membership.
 - a. Tribunal proceedings shall be conducted in the manner of a military court-martial with the Chief Executive presiding.
 - b. Maximum punishment to be brought on the accused by such a tribunal shall be expulsion from the Avengers. Expulsion cancels any potential status as a reserve or inactive member of the Avengers.
 - c. A two-thirds vote shall be necessary to expel a member from the Avengers.
 3. Active and reserve Avengers can be expelled on the following grounds:
 - a. Conviction for any crime above a misdemeanor.
 - b. Voluntary betrayal of Avengers classified information.
 - c. Criminal acts of negligence not convicted for, but witnessed by at least one active member.

Section Three: Meetings

A. The Avengers shall meet at least once a week at a place agreed upon by a majority of the active team membership.

B. Emergency meetings may be called at any time, but emergency meetings shall not be considered replacements for regular meetings.

C. In the event that an Avengers mission is in progress at the time of a scheduled meeting, the meeting will be rescheduled.

D. A simple majority of the active team membership shall be required to make a meeting official. Two-thirds of the active team membership are needed to have a necessary voting quorum.

Section Four: Punishment of Criminals

A. Avengers shall leave the punishment of perpetrators of criminal activity to the appropriate agencies of the law.

B. The Avengers shall not abridge an accused's right to a fair and speedy trial.

C. The Avengers shall abide by the decisions of the law, and will not take upon themselves any aspect of the punishment process.

D. In the event that conventional imprisonment proves inadequate for a given criminal, the Avengers shall be allowed to hold said criminal in a fitting manner until proper facilities can be prepared, provided that a full report of said methods of imprisonment is given to the proper law enforcement authorities.

Section Five: Affiliations

The Avengers shall maintain open and reciprocal relations, including joint limited access to computer data, with Alpha Flight and Department H, the Fantastic Four, Inc., and with the Strategic Hazard Intervention, Espionage, and Logistics Directorate (S.H.I.E.L.D.)

Section Six: Security

The United Nations Security Council shall serve as liaison between the Avengers and the national governments of the Earth that are affiliated with the United Nations. The UNSC shall supervise the installation of all security devices and data centers and shall hold periodic inspections of said facilities. The Avengers are cleared for installation of their own security devices pending approval, clearance, and inspection by the UNSC.

Section Seven: Discorporation

The Avengers organization as a whole may be disbanded by order of the United Nations Security Council for a breach of a member nation's security accompanied by a vote of no confidence by two-thirds of the UNSC. The Avengers can also be disbanded by a unanimous vote of the active general membership. In the event of disbanding, all Avengers holdings shall revert to the Maria Stark Foundation and/or Stark Industries, with the exception of any security devices, systems, or data which have any bearing on any country's national security. Said materials and data shall be immediately turned over to the appropriate governments via the United Nations Security Council.

Avengers' Membership Roster

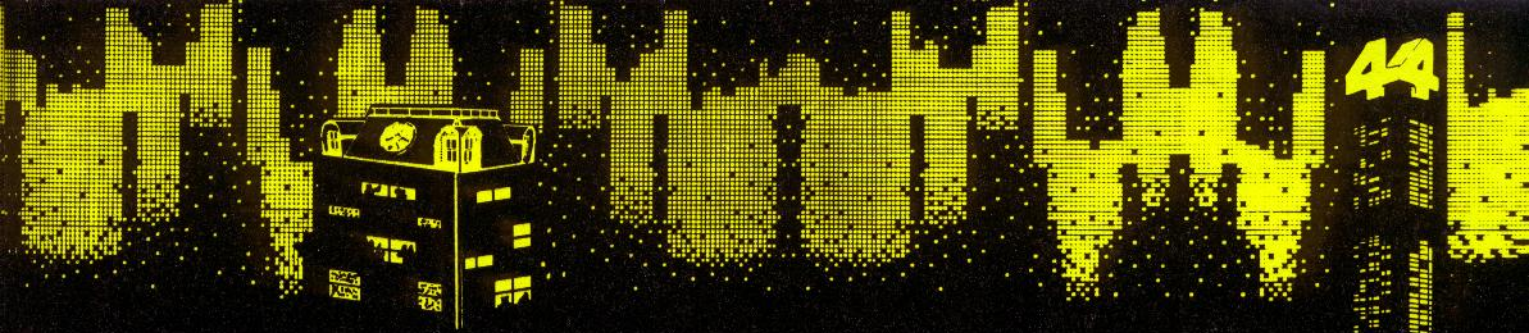


"Good day, everyone. Janet Van Dyne, the Wasp, here! What's our topic? The roster? Oh, stop it with the 'But of course, madam' stuff, Jarvis. Could you be a dear, though, and fetch me a bottle of water? These recordings do make my throat scratchy. Thank you, Jarvis. Now, where was I? Oh yes...hmmmmmm..."

"For years, the news media has always made our roster changes into big news. We've always been led to believe it was an excuse for news magazines to string together stock footage of the Avengers and their battles as a cheap alternative to new programming. In any case, if the public believes a team roster change is important enough for television, one can believe how important it is to the Avengers themselves.

"For years, our membership was very stable and frequent change was scarcely a part of the team's vocabulary. Within the past few years, the lineup has changed more than ten times including the opening of an entirely new Avengers branch team. As we soon discovered with the attack of Baron Zemo's Masters of Evil and the subsequent destruction of the mansion, the most important factor of the team was to be up to date on both foes and friends. If not for the timely arrival of Thor and the surprising entrances of Ant-Man and Dr. Druid, those might have been the last days of the Avengers.

"Since that time, the Avengers have kept more exacting records and contacts with all past and present members in terms of their availability as well as their activities. The following full roster lists all heroes who have ever called themselves an Avenger. We have even counted those members with power or name changes, simply because an identity change often accompanies a major change in that person's power or contribution to the team. Have fun with your walk through Avengers' history—I've got to dash! Wasp out."



Avengers' Membership Roster

(In order of joining. Collected bunches of heroes signifies a major shift and entry into the team at the same time.)

1. **Ant Man I**
Founding Member
Status: Defunct Identity (37)
2. **Hulk**
Founding Member
Status: Inactive Reserve
3. **Iron Man I**
Founding Member
Status: Deceased (Inactive Reserve due to cryogenic sleep, believed dead)
4. **Thor I**
Founding Member
Status: Status Unknown
5. **Wasp**
Founding Member
Status: Reserve Member (WC)
6. **Giant Man I**
Founding Member
Status: Defunct Identity (37)
7. **Captain America**
1st Recruit
Status: Active Member (EC)
8. **Hawkeye**
2nd Recruit
Status: Active Member (WC)
9. **Quicksilver**
3rd Recruit
Status: Inactive Reserve
10. **Scarlet Witch**
4th Recruit
Status: Active Member (WC)
11. **Swordsman**
5th Recruit
Status: Deceased
12. **Goliath I**
Founding Member
Status: Defunct Identity (37)
13. **Hercules**
6th Recruit
Status: Active Member (EC)
14. **Black Panther**
7th Recruit
Status: Inactive Reserve
15. **Vision**
8th Recruit
Status: Active Member (EC)
16. **Yellowjacket I**
Founding Member
Status: Defunct Identity (37)
17. **Goliath II**
2nd Recruit
Status: Defunct Identity (8)
18. **Black Knight**
9th Recruit
Status: Active Member (EC)
19. **Black Widow**
10th Recruit
Status: Active Member (EC)
20. **Mantis**
11th Recruit
Status: Inactive Reserve
21. **Beast**
12th Recruit
Status: Inactive Reserve
22. **Hellcat**
Applicant
Status: Inactive Reserve
23. **Moondragon**
Applicant
Status: Inactive Reserve
24. **Jocasta**
Applicant
Status: Destroyed
25. **Ms. Marvel I**
13th Recruit
Status: Defunct Identity; (as Binary)
Inactive Reserve
26. **Falcon**
14th Recruit
Status: Reserve Member (EC)
27. **Wonder Man**
15th Recruit
Status: Active Member (WC)
28. **Tigra**
16th Recruit
Status: Reserve Member (WC)
29. **She-Hulk**
17th Recruit
Status: Reserve Member (EC)
30. **Captain Marvel**
18th Recruit
Status: Reserve Member (EC)
31. **Starfox**
19th Recruit
Status: Inactive Reserve
32. **Mockingbird**
1st Recruit, West Coast
20th Team Recruit
Status: Reserve Member (WC)
33. **Iron Man II**
2nd Recruit, West Coast
21st Team Recruit
Status: Inactive Reserve
34. **Thing**
3rd Recruit, West Coast
22nd Team Recruit
Status: Inactive Reserve
35. **Firebird**
Applicant, West Coast
Status: Reserve Member (WC)
36. **Namor the Sub-Mariner**
20th Recruit, East Coast
23rd Team Recruit
Status: Inactive Reserve

Avengers' Membership Roster

37. Dr. Pym

Founding Member
Status: Reserve Member (WC)

38. Moon Knight

4th Recruit, West Coast
24th Team Recruit
Status: Inactive Reserve

39. Dr. Druid

21st Recruit, East Coast
25th Team Recruit
Status: Reserve Member (EC)

40. Marrina

22nd Recruit, East Coast
26th Team Recruit
Status: Deceased

41. Yellowjacket II

Applicant, reluctant ally
Status: Inactive Reserve (currently on parole; membership pending rehabilitation or pardon)

42. Gilgamesh

24th Recruit, East Coast
28th Team Recruit
Status: Inactive Reserve

43. Mr. Fantastic

25th Recruit, East Coast
29th Team Recruit
Status: Inactive Reserve

44. Invisible Woman

26th Recruit, East Coast
30th Team Recruit
Status: Inactive Reserve

45. Quasar

27th Recruit, East Coast
31st Team Recruit
Status: Inactive Reserve

46. Sersi

28th Recruit, East Coast
32nd Team Recruit
Status: Active Member (EC)

47. USAgent

5th Recruit, West Coast
33rd Team Recruit
Status: Active Member (WC)

48. Human Torch I

6th Recruit, West Coast
34th Team Recruit
Status: Reserve Member (WC)

49. Spider-Man

29th Recruit, East Coast
35th Team Recruit
Status: Reserve Member (EC)

50. Machine Man

Applicant, West Coast
Status: Reserve Member (WC)

51. Rage

30th Recruit, East Coast
36th Team Recruit
Status: Inactive Reserve; Training status until of legal adult age; training status revoked because of recent theft of Quinjet.

52. Sandman

31st Recruit, East Coast
37th Team Recruit
Status: Inactive Reserve

53. Living Lightning

7th Recruit, West Coast
38th Team Recruit
Status: Inactive Reserve

54. Spider-Woman II

8th Recruit, West Coast
39th Team Recruit
Status: Active Member (WC)

55. Thor II

32nd Recruit, East Coast
40th Team Recruit
Status: Active Member (EC)

56. Crystal

33rd Recruit, East Coast
41st Team Recruit
Status: Active Member (EC)

Honorary Members

1. Richard "Rick" Jones

Status: Ally of Hulk and the Pantheon
Location: Reno, Nevada

2. Captain Marvel I (Mar-Vell, Kree)

Status: Deceased
Location: Tomb world orbiting Saturn

3. Ant-Man II (Scott Lang)

Status: Inactive/Part-time Hero
Location: Los Angeles, California

Unofficial Members

Demolition Man ("D-Man")

Status: Unknown; D-Man recruited by Captain America after the team broke up (see AVENGERS #297); he apparently died soon after and his membership was never official (nor was a quorum present for voting). His new status with his return is unknown.
Location: New York City, New York

Great Lakes Avengers

Status: Unknown; all listed below are active GLA members
Location: Milwaukee, Wisconsin

1. Big Bertha
2. Dinah Soar
3. Doorman
4. Flatman
5. Mr. Immortal

Nebula

Status: Nomination and membership declared illegal because of mind control and lack of quorum needed to accept new members (Membership #41.5).
Location: Unknown; last known location on Titan

Avengers' Rogues Gallery

"This is the Vision. The following are excerpts from our Avengers' database to provide new Avengers and allies with current information on the status of any of the Avengers' past and present enemies and related topics. Commentaries by a variety of Avengers regarding the villain at hand follow the factual entries. These comments are not totally logical or fact-based, but are the opinions and judgments of the listed Avenger."

Absorbing Man

Crusher Creel was granted his powers to adapt his form into any state of matter or energy by Loki, the Asgardian god of trickery. Since that time, he has been a perennial foe of Thor and the Avengers. Creel was a member of the Masters of Evil's fourth incarnation, but his only current ally is Titania.

Captain America: "Crusher Creel is easily one of the team's most powerful foes. His usual tactics are to adapt the strongest materials or most powerful energy source for his body and attack with the finesse of a bull in a china shop. Despite his body's changes, Creel can be affected by attacks focused on his pressure points and other vulnerable areas, such as his eyes or ears. They can make him reflexively turn human and more vulnerable at that point. Don't underestimate him because of his apparent lack of education. Creel is crafty and he is practiced at keeping metals and durable items at hand to absorb."

Annihilus

Annihilus is one of the most powerful beings known to inhabit the Negative Zone, a universe outside of our own that is composed entirely of anti-matter. Insectoid in appearance, Annihilus wears an armored beetle-like battle suit with wings, and much of his power stems from the Cosmic Control Rod about his neck. The Rod absorbs and projects energies on the level of Thor's hammer,

or beyond, if Reed Richards' estimates are correct.

Our last encounter with Annihilus was a few years ago when he took over the Baxter Building and created a Null-Field Generator capable of destroying both the Negative Zone and our universe. He had lost the Cosmic Control Rod and wished to take both universes into death with him. The Fantastic Four, with Captain Marvel, managed to defeat Annihilus and send him back to the Zone. After Thor invaded Asgard a few months later, he reported that Annihilus was destroyed, though there have been unconfirmed reports from some sources that he is still alive.

Thing: "Annihilus is the toughest thing in the entire dad-blamed Negative Zone. It's a major reason that place makes Aunt Petunia's favorite nephew nervous. He calls himself the "living death that walks," and I've seen him kill as easily as you swat a fly. Most of his power comes from numbers. When you rule a galaxy, you send your flunkies to soften up enemies first before attacking. If you can keep him away from his troops, all you have to worry about is one of the meanest tempers this side of the Hulk and his Cosmic doohickey. Never send energy projectors against him. He simply uses their energy through the Rod and sends it back. Your best bet is to close the gap, send a powerhouse like me or Wondy toe-to-toe with him, and distract him enough to take his Cosmic toy from him (Waspie or Ant-Man are good choices for taking the CCR away, as Suzie is on our team). Never turn your back on Annihilus, folks. This guy definitely does not fight fair."

Ares

As is his purview, Ares has warred against the Avengers on a number of occasions, though only when Hercules has been a member. He truly hates his half-brother since Hercules is favored by

Zeus. He also seems to resent Hercules' friendship with the Avengers, since he has never had easy alliances. The Greek God of War is a powerful foe, and Zeus' ban on the gods interfering with mortals kept him from much trouble for years. He recently came to Earth and possessed Thor II, seeking to goad Hercules into killing him, and thus gain his revenge by having his brother slay a friend. Hercules defeated Ares with help from Crystal and freed Thor from Ares' influence. This skirmish endangered a hospital filled with children, and it was all to settle a bet between gods. Despite the wealth of mythology on all these Olympians, the greatest danger when facing them is their caprice.

Hercules: "Aye, Ares is a foul sort, and is oft scheming to gain power or simply to cause ill. Though the Prince of Power is no stranger to combat, Ares' way to trick those around him to war is a dishonorable use for the gift of battle. His most recent foray didst occur at a hospice for sickly younglings, a most ill-suited setting for proper battle, though splendid, methinks, for my brother's maddening schemes. He hath always underestimated Hercules, but not I him. Nay, the Lion of Olympus is ever watchful of Ares' plans."

Arkon

Arkon is the warlord and Imperion of the world of Polemachus. Though the Avengers helped save his world in our first meeting, his rash temper and often bad advice from his advisors continually placed us at odds with the powerful warrior of another world. His lightning bolts are magical artifacts that seem the most potent weapons of that world and allow Arkon to electrocute, disintegrate, or teleport his foes. His most recent foray against the Avengers had him kidnap and control some of the Avengers West Coast and the Fantastic Four, planning to use them in his army to invade Thundra's world. After breaking the mind control,

Avengers' Rogues Gallery

the Avengers simply watched as Arkon and Thundra fell in love and ended the hostilities. Arkon was last seen on Thundra's world, but he can teleport anywhere he wishes, so his exact location is unknown.

Wonder Man: "Arkon, while being a repeated foe of the Avengers, seems little more than an extradimensional bully. He's all bluster and posture with just enough power to make his threats believable. He's also not the brightest. Whenever he needs allies for his causes, he kidnaps people and forces them to be on his side (it's happened to the Avengers twice!) instead of asking for help. His pride is his greatest obstacle since it often feeds his enormous temper when people don't take him as seriously as he wishes. He came to L.A. a few months back simply to complain about the movies we made here on Earth about him. Everybody's a critic! I spoke to the studios about stopping the production on *ARKON V* (something about *Polemachus* being invaded by a wizard who looks like *Annihilus*), but they wouldn't abandon 'such a lucrative license.' Well, when Arkon comes back to Earth, we'll just have to deal with him and Thundra too, I suppose. Can't really hate him though. *ARKON II* was my biggest movie gig ever!"

Attuma

Attuma is a barbarian Atlantean who sought for years to conquer the city of Atlantis by force. Attuma's first encounter with the Avengers failed because of an alliance of Dr. Doom and the heroes. Attuma later gained the throne of Atlantis and attacked the surface world only to be repelled by the Avengers and other heroes.

Namor: "This barbarian has been a constant thorn in my side for years, whether I ruled the coral spires of Atlantis or not. He is quite powerful, and is always backed by equally powerful allies or his own army. Though I have ceded the

throne to him, he has still incurred the undying wrath of the Avenging Son for his hand in the deaths of both of my wives. Currently, Attuma seems content to stay in Atlantis, but his temper rarely allows him peace for long. Witness his actions with the Avengers and Alpha Flight with the British submarine *Northwind*. He claimed he was protecting his territory, though I know he was simply spoiling for a brawl. His dull wit and lack of honor will cause him to lose future fights he starts. Above all, never trust this blue-skinned barbarian."



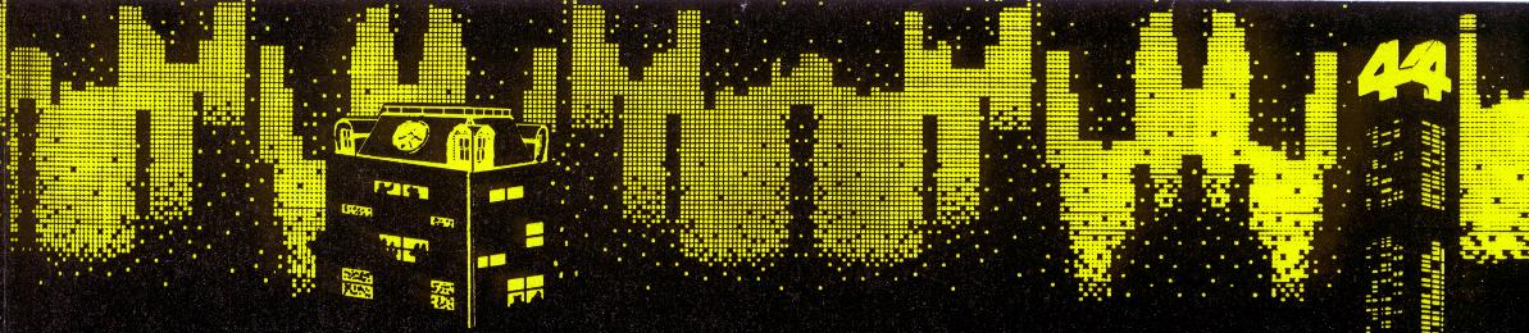
Baron Zemo

The two men who claimed this title have been the most implacable foes of the team because of their creation of the original and most recent Masters of Evil super villain teams. Neither of them has any powers other than evil cunning, but that's more than enough.

The first Baron Zemo was a Nazi scientist responsible for the creation of Adhesive X, a glue that bonded items together permanently. Captain America destroyed the supply of Adhesive X, but some spilled on the Nazi, gluing his hood to his face. Years later, Zemo's hatred for the Captain caused him to attack the Avengers with his own allies, the Masters of Evil. After a number of skirmishes, Baron Zemo was killed in a rockslide caused by his own gun while he was fighting Captain America.

The second Baron Zemo was the son of the original, and he was power-mad and insane like his father. Younger and stronger and just as intelligent, Baron Zemo II sought revenge on Captain America for his father's death. As he had recreated his father's inventions (and made a few of his own), he recreated the Masters of Evil in their most powerful incarnation yet. The fourth Masters team consisted of 17 super villains and was by far the most successful in reaching its goals of defeating the Avengers. Though overcome eventually, Zemo and his team destroyed the Manhattan mansion, temporarily neutralized the entire team, and severely injured the Black Knight, Jarvis, and even Hercules! Baron Zemo II is currently at large.

Captain America: "Aside from the Red Skull, who rarely has the temerity to challenge the Avengers, the Barons Zemo have been my most ruthless foes since the war. Zemo's son thought he dealt me his cruelest hand with his destruction of my personal mementos and Avengers Mansion. Zemo the elder destroyed something far more precious—the life of my partner, Bucky. Their Masters of Evil team is the single greatest threat to the Avengers, however, and must be carefully guarded against. Despite all their hatred of me, the elder Zemo is dead and his son deserves only pity for his madness in striving to attain the evils of his Nazi sire."



Avengers' Rogues Gallery

Beetle

The Beetle has been a foe of the Avengers for quite a while, though recent years have seen him become more mercenary in his activities. He now only rarely fights more than one hero. His standard foes seem to be Iron Man or Spider-Man. Iron Man also informs us that the Beetle is connected to Justin Hammer, a seemingly-honest businessman who sponsors many super villains. The Beetle's insect-like armor allows him to fly, walk on walls, emit power blasts, and it also enhances his strength. He has faced the Avengers only as a pawn, first under the command of the Collector and later as a member of the third Masters of Evil under Egghead. His power is limited and certainly less than the standards of the Avengers these days, but the Beetle can still be a dangerous foe to individual heroes.

Iron Man: "Abner Jenkins, aka the Beetle, has considerable technical knowledge as is evidenced by his armor. Unfortunately, he chose to apply that knowledge to crime. My frequent battles against the Beetle have revealed a number of his tactics as well as some weaknesses. Given enough data and time against a specific opponent, his suit's computer can predict his foe's strategies and move the Beetle armor into appropriate counter-measures. Also, his ingenious microwave power generator allows him to be tracked with some preparation. The microwave feed disrupts and distorts nearby television reception. By tracking television signal relays and checking for changes in the patterns, the Beetle can be found quickly. The Beetle is most vulnerable after using his electro-blasts since all other systems are temporarily frozen because of power drain. He's also vulnerable in flight because his back plates are open, exposing wing apparatus. His wings also theoretically might fold up on him if exposed to a certain level of electrical charge."

Black Knight II

Nathan Garrett was a successful research scientist, but he was also a spy for the Chinese Communists. He was arrested for his spy activities by Giant-Man I and swore revenge. He developed advanced weapons and a genetically-altered horse with wings, returning to fight Giant-Man and the Avengers as the Black Knight. After a pitched battle with Iron Man, he was gravely wounded by a fall from his horse. Before he died, he repented his criminal ways and willed all his technology to his nephew, Dane Whitman, to restore and carry on the heroic tradition of the Black Knight.

Black Knight: "My uncle, Nathan Garrett, was many things—scientist, spy, criminal—but he was also family. I've striven to remove the taint to the name of the Black Knight both through my work with the Avengers and by scientific works derived from his old research. His old power-lance was a marvel in miniaturized energy cells and circuitry, the basics of which I adapted for use in portable telephones and appliances. We're also in the preliminary stages of using his genetic techniques to grow natural skin for burn victims. We both managed to grow wings on horses, so this work should be manageable. In these ways, my uncle can make up for his crimes as the second Black Knight. He was one of the Masters of Evil, but I hope his research will see him remembered for the good his work is now able to do."

Black Talon

An infrequent though no less deadly foe, the Black Talon is a houngan, a voodoo priest with inexplicable powers to animate dead corpses. His few battles with the Avengers have involved Wonder Man. In fact, it was the Black Talon's summoning that roused Simon from his coma and restored him to life. After his last defeat by the West Coast Avengers,

Black Talon escaped and is currently at large. The local authorities in New Orleans have been notified but, given the local beliefs in voodoo, it may be months before anyone dares to uncover his lair.

Wonder Man: "Black Talon's strength is greatest within the context of New Orleans or Haiti, or other places where voodoo is more widely believed. While I have as much respect for his powers as any other villain, our only danger from him away from his home turf and his worshippers is his ever-present army of zombies. He certainly won't scare anyone with his costume. Yeah, I've been told it's a symbol of him being the incarnation of some voodoo god, but he dresses up as a black rooster. How seriously can we take that?"

Blank, The This unknown thief stole a device that creates a frictionless force field that also obscures the features of the figure wearing it. His success as a thief rose with the force field, and he made a minor reputation for himself. When he teamed up with Graviton, however, he was out of his depth. He was apparently killed by his former ally for irritating him too much. The Blank was thrown out to sea with Tigra and the Shroud on the first major case of the West Coast Avengers. Tigra saved the Shroud, but the Blank was never found. He apparently drowned in the undertow.

Hawkeye: "I'll say this. The Blank's the best example of what desperation can do. By sheer luck and a bit of desperate panic, this two-bit thief managed to hold off five Avengers and blow up a gas station while doing it. He may not want to rule the world, but he is too easily underestimated."

Blastaar

Blastaar, also known as the Living Bomb-Burst, was first encountered by the Fantastic Four. He has only crossed the paths of the Avengers twice, but both

Avengers' Rogues Gallery

times he proved himself incredibly dangerous, powerful, and cunning. His kinetic blasts can match the force of Iron Man's repulsors and Blastaar has learned other uses for them, including flight and defense. More than any of our foes since Graviton, Blastaar indulges in destruction and mayhem simply because he has the power to do so. After a displaced batch of Earth's Eternals saved his life, Blastaar attacked and temporarily destroyed their bodies (believing them killed) as a way "to show his thanks." Blastaar is currently on Earth in the city of Olympia, the displaced Greek dwelling of the Eternals, and he is under constant guard by the mutants Karkas and Reject.

Thor: *"Verily, Blastaar is a powerful foe, though a being sorely lacking in honor. He be not a worthy foe for the Son of Odin nor for mine allies, the Avengers. Blastaar's bestial visage matches his fury and rage in battle, but his cunning is that of a troll. In truth, he is a coward, fighting only when he doth carry the strength of advantage. He hath held his own against mine own strength as well as that of Namor's and the She-Hulk. Henceforth, ally, respect Blastaar not, but respect Blastaar's power else thee will meet thine undoing."*

Blood Brothers

The Blood Brothers were discovered by Iron Man and the Thing during Thanos' first major gambit against Earth. Their power lies in a symbiotic field designed to increase the alien beings' strength and endurance in direct proportion to their proximity to each other. Because of the meddling of the United States government with an abandoned base of Thanos' in Arizona, the Blood Brothers were freed but were quickly detained by the Avengers. Quasar exiled the two brothers to Mars months later, and it is assumed they pose no immediate threat to Earth for quite a while.

Starfox: *"Only my mad brother Thanos would ever conceive of using these monsters as henchmen. Their symbiotic strength makes them a formidable pair, both with an upper range of strength to match Iron Man or Namor. They are dull-witted and can generally be forced away from each other by anyone with enough fortitude to do so."*

Brain Child

Brain Child is the alias of a boy named Arnold Sutton who lives on the Squadron Supreme's Earth. An intuitive genius manipulated into inventing weapons for the military, his power manifested as his brain grew to huge proportions, resulting in his nickname. Brain Child moved to an isolated island lab, where he seemed to go mad. His Brain Child One rocket would cause the sun of the Squadron's Earth to go super-nova simply because he wanted to give himself a grand birthday present for his tenth birthday, which was the destruction of the world! Only the intervention of the Squadron Supreme and four Avengers (Goliath II, Quicksilver, Scarlet Witch, and Vision) saved the planet. Dr. Spectrum cured the boy's hypertrophied brain, apparently making him a normal child. It is unknown whether Brain Child's intellect has returned, but he is in his early teens by now, a prime time for mutations to emerge or return.

Scarlet Witch: *"It seems cruel that humans, no matter which Earth they might reside upon, cannot accept mutants as people without reservations. Brain Child was simply a young boy whose mutation caused him to become a social outcast. Unfortunately, the military used him as much as they wanted. Brain Child's malice came from being lonely and unaccepted, but we cannot ignore his power having some effect. Arthur was allegedly 'cured' at age ten, but I, of course, know that mutant powers are hard to inhibit or 'cure.'"*

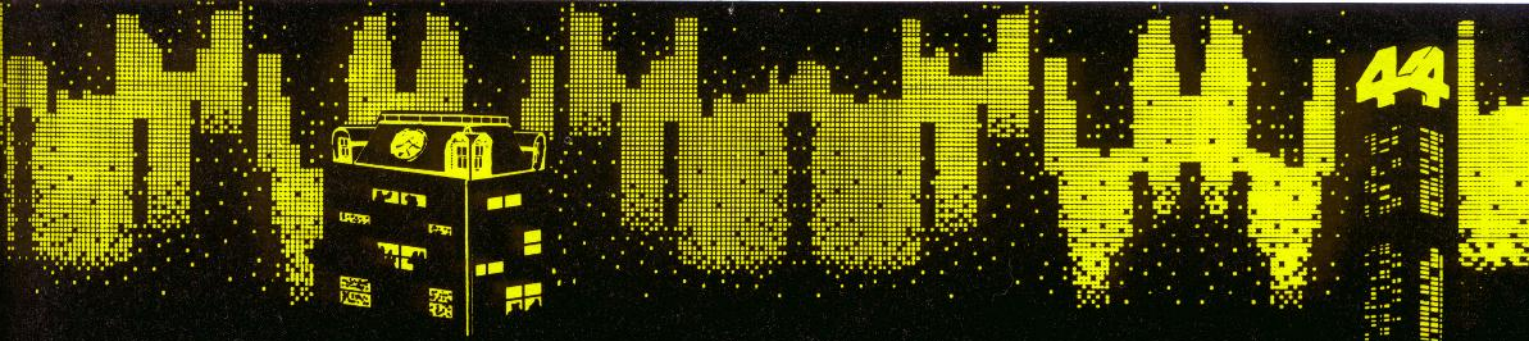
Brethren

The Brethren are a humanoid race created by the Celestials from viruses. The Brethren were used by the Celestials as executioners of planets deemed unworthy of life. Virtually unstoppable and incredibly powerful, most of the Brethren wore battle armor of varied sizes and weaponry, and a few could generate ocular energy beams. As well, the entire host could enter a berserker fury and more efficiently destroy entire civilizations.

The Brethren recently came to Earth unwittingly as part of a plan to add humanity to the menagerie of the Collector. After the Collector revealed his plan and destroyed many of the Brethren, Thane Ector, the leader of the Brethren, was able to summon his people unexpectedly into the Uni-Mind with the aid of Sersi. The Uni-Mind grabbed the Collector and both then exploded in a blaze of light. The strain of summoning the Uni-Mind proved too great for Ector and he died knowing healing instead of killing. In the end, the Brethren became the noble race which Ector had always dreamed they could be.

Little evidence is now left of the Brethren, as all of the race appears dead. However, it is likely that such a lifeform may have survived collected in smaller sects in the greater universe. There are, after all, a number of different sects of Eternals, so why not their opposite numbers?

Sersi: *"The Brethren are amongst the most pernicious and brutal foes I have ever encountered in all my millennia. Their base origins initially disgusted me, but their final absolution in the form of the Uni-Mind redeemed them at least in my Eternal sight. All those Brethren who visited Earth have now passed on. Despite their great power and their final merging into the Uni-Mind, their wasteful expenditures of energy made them less hearty and easier to destroy than Earth's"*



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Eternals. I have no doubt that there may be other Brethren out among the stars, as the Celestials rarely do things singularly, though I doubt I shall ever find as noble a soul among them as Thane Ector."

Collector

This Elder of the Universe has been a thorn in the side of the Avengers since the beginning. For years, however, he was playing a lesser role, leading many to believe him a semi-benevolent being or simply a doddering old fossil. Our latest foray against him showed him to be nearly as powerful as such galactic beings as the Stranger. Given his newly revealed powers and taste for malice, the Collector is to be approached with utmost caution. He was apparently blown apart by the Brethren Uni-Mind, but he has come back from the dead on two separate occasions. Given his newly-revealed powers, the Avengers must watch out for this oft-underestimated foe.

Quasar: *"In my short time as Protector of the Universe, I have met some of the most powerful beings in the multiverse. My limited contact with these beings, especially the Watchers and the Stranger, showed that nearly everyone who had met the Collector in the past was fooled by his role of the old doddering Elder. Not one Watcher—and I've talked with over five of them personally—had ever witnessed such a display of power from Taneleer Tivan in his many millennia. Apparently, the Avengers were the first beings in history to taste the true power of the Collector, or at least, the first to survive it. All the cosmic beings are watching him much more closely now, awaiting some shift in power among the greater beings in this universe. All I know is that the Avengers and I will be there to stop him if he visits Earth again."*

Count Nefaria

Count Luchino Nefaria was a head of the European Maggia and caused difficulties as such, even causing the first lineup of the Avengers to be branded traitors to the United States for a time. Years later, he returned for revenge on the team for earlier defeats, but this time he was empowered with the greatly-enhanced powers of the Living Laser, the original Power Man, and the Whirlwind. He managed to defeat the Avengers single-handedly, until the last-minute intervention of Iron Man and Thor. Nefaria's power also caused him to age at an accelerated rate. His great powers did not save him from death, but only brought him there quicker.

Thor: *"Verily, this Count Nefaria was one of Midgard's most powerful denizens for a short time. Yea, he didst wield the power of a god. 'Twas the workings of the Skald, the Fates, that this foe of the mighty Avengers didst not gain the bodily fortitude of the gods and thus perished by his own power. 'Tis fitting when unworthy mortals seek paths of power."*

Crimson Dynamo

The Crimson Dynamo was a perennial foe of the Avengers, and most especially Iron Man. At least six men, all members of the KGB, have worn the armor in its many models, and an unknown seventh may be wearing it now as a member of the Supreme Soviets. His armor is on par with Iron Man's, though it does not have as much specialized equipment beyond weapons systems save its reduction matrix that allows the wearer to collapse the armor into a credit card. Except for the Soviet inventor Anton Vanko, the armor-wearers may not be proficient enough to fix or adapt it themselves. The current Dynamo armor, as reported by Dr. Banner, is on a par with the offensive systems of Iron Man's old Mark VI armor. Regardless of the current wearer, be prepared to battle a state-of-the-art

walking tank with the know-how to use its weapons effectively.

Iron Man: *"The Crimson Dynamo has always been my enemy, regardless of who wears the armor. From the first, the Soviet KGB wanted my Iron Man suits for their own purposes, and sent agents over as the Dynamo to procure them. The Crimson Dynamo's armor is limited to basic defenses and a few offensive systems. The difficulty with the Dynamo was outwitting the crafty KGB minds in control of the armor as well as any allies they might have brought along. The current status of the Dynamo and the Supreme Soviets is unknown with the recent collapse of the Soviet Union and the KGB, though there are at least two working suits of armor and two other damaged and older suits in Russia."*

Crusader

Arthur Blackwood believed himself a Crusader reincarnate and he battled Thor with a magical sword and armor "bequeathed to [him] by his Crusading ancestor to fight against the pagans." When he lost, he apparently suffered a breakdown. He recently reemerged into the public eye when he attempted to slay a Muslim dignitary. This murder attempt was stopped by the Black Knight. Arthur now resides at a mental hospital that hopes to restore his sanity and to prevent his further rampages in the name of religion.

Black Knight: *"The Crusader is one of the sadder figures I've met in this century. Like many people, he confused the intent of the Crusades with the facts. His beliefs in the 'noble' actions of the Crusades contradict what I know of the horrors and atrocities of those 'holy' wars. He is currently under a doctor's care, and I hope that his sanity and religious faith can be restored. I also hope that Arthur learns tolerance of other religions, for to not accept another's differences is what keeps us from attaining the peace held so highly by most religions."*

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Deathbird

Originally, this woman was considered an Earth super villainess. She was later revealed as the elder sister of the Neramani clan of Chandilar. She eventually claimed the throne of the Shi'ar Imperium, despite her wings and claws, signs of genetic throwback to her avian forebears. Deathbird soon abdicated her throne to Lilandra, and she currently has been named regent leader of Hala and the fallen Kree Empire. This highly trained killer leads the Starforce and is now pulling together the ruins of an empire, rebuilding Hala slowly as part of the Shi'ar Imperium. A recent loss of her wings and a change in her appearance has yet to be explained.

Ms. Marvel: "Deathbird is one of my most tenacious foes, not to mention one of the most vicious. Her wings allow her silent flight and her pinions and claws are deadly when combined with her natural speed. Deal with her at long distances if possible, though her javelins (carried in smaller sizes on her arm bands) allow her a powerful energy blast strong enough to shatter steel."

Binary: "In the few short years I've spent in space with the Starjammers, I learned that Deathbird's wings were a result of genetic regression. This 'regressed' woman managed, through treachery and an alliance with the Brood, to take the Shi'ar throne for more than a year. Her reasons for abdicating earlier this year are unknown, but I don't plan on visiting her on Hala to ask. Despite our new knowledge of her regal background, I still find the woman far too cruel, capricious, and untrustworthy."

Doctor Demonicus

Dr. Douglas Birely, aka Dr. Demonicus, tried to gain powers by exposure to a radioactive meteor he called the Life Stone. But all he gained was cancer. He later constructed his armor to keep his cancer in remission. With his Life Stone,



he can manipulate genetic structures of people and creatures to use in his schemes. Now, after the raising of Demonica, his plans for his new nation are unknown, and the nature of his new uses for the Life Stone's radiations is also unknown.

Living Lightning: "The Doc struck me as the type to get into power, even if he didn't have it himself. When you're dealing with this ugly hombre, take him out first. He's the linchpin of any plans and it makes his flunkies easier to fight. While I was with the Overlords, I never saw him use any powers. The others all seemed to toe the line out of fear, except Kuroku, who seemed to be afraid of him and in love with him too."

Doctor Doom

Undoubtedly the most fearsome foe of the collected heroes of Earth, Doctor Victor Von Doom is the most dangerous mortal in our current time. His obsessive intellect, his knowledge of both science and magic, as well as his powerful armor and multitude of robots make him an enemy one cannot afford to underestimate. Above all, his rulership of the country of Latveria makes him difficult to apprehend because of diplomatic immunity.

Mr. Fantastic: "In all my years of dealing with Victor, I have discovered only a few constants. His ego and his belief in his own intellectual superiority are nearly insurmountable. This need to be superior has bred in him an utter hatred of me and, to a lesser degree, my colleagues in the Fantastic Four and the Avengers. In Victor's eyes, everything he does is good, since what is good for him should be good for everyone. To even hope to win against Dr. Doom, you must find a way to use his arrogance and his pride against him. He often underestimates intelligence in his foes, so you would be advised to think about his traps, not react to them. To anger him is futile, unless you cause him to lose face before his people. Above all, Doom has his pride and his honor. If he gives you his word, he will observe his promise to the letter, so be certain you understand exactly what he is promising. Only Mephisto is better at twisting the words of a promise than Victor Von Doom."

Scarlet Witch: "In a recent talk with Dr. Strange, he mentioned that Doom's mother had been freed from the clutches of Mephisto by his alliance with Doom. In the future, we should expect much more magic ability from Doom than in the past."

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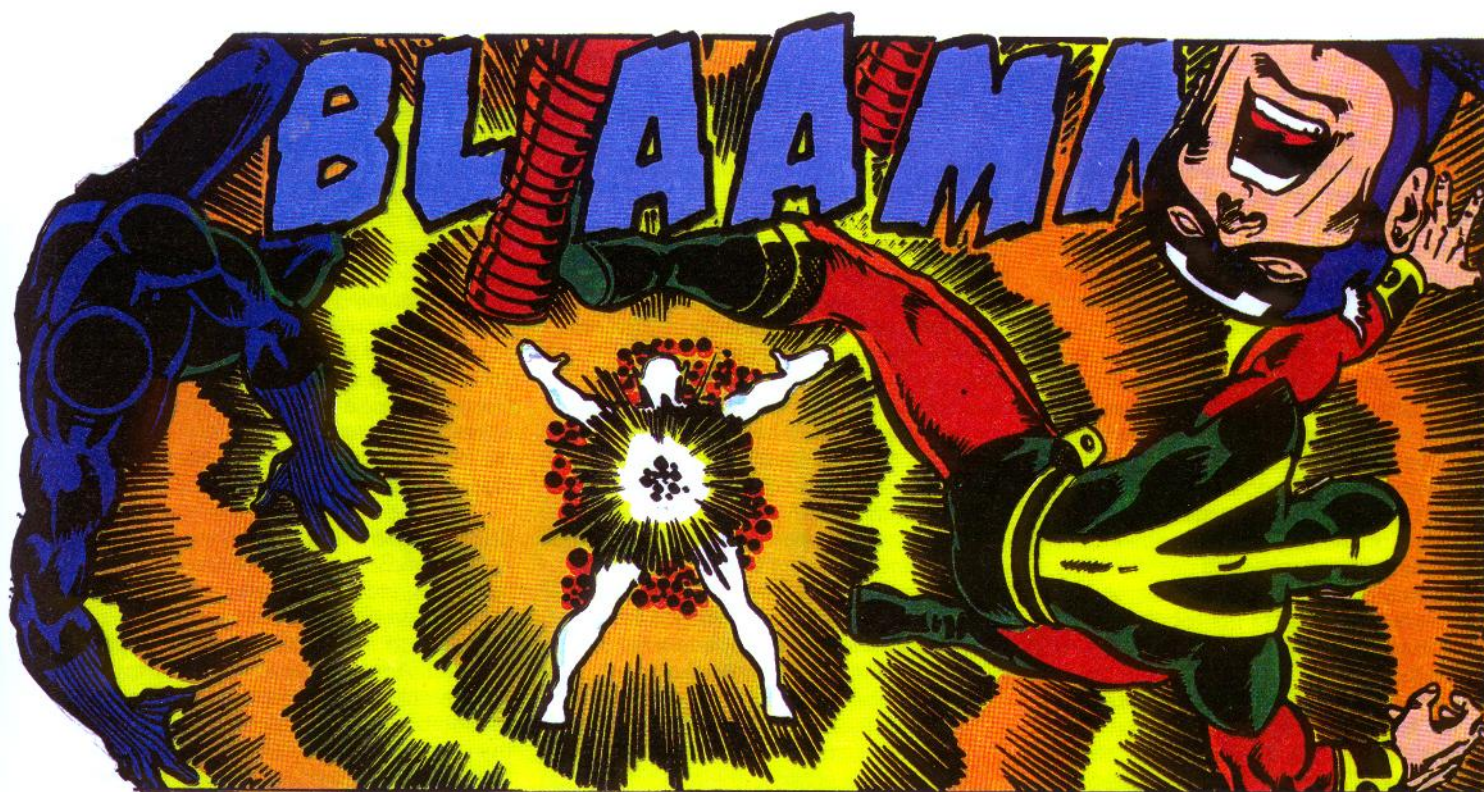
Dominus

Though he appeared as a humanoid form, this was simply an advanced robot containing the intelligence of a massive sentient computer complex. Its objective was to enslave entire planetary populations for domination by the Quist race. The Dominus complex's first attempt to dominate Earth was stopped by Professor Charles Xavier and his original X-Men. The attendant robot called itself Lucifer, and its defeat set back the computer's plans for years. Dominus was fully operational recently

and mounted its primary plan. Despite being scattered through the past, the West Coast Avengers defeated him, causing the core of the Dominus computer to flee into space. The complex apparently was destroyed in the resulting cave-in, along with all of Dominus' clone minions, Butte, Cactus, and Gila.

Iron Man: "Dominus was one of the toughest villains the Avengers West Coast has faced. If not for Hank Pym's return to the Avengers, as well as allies like Espirita and Moon Knight, the team would never have escaped the past. That infernal

machine would have conquered the planet if it weren't for Moon Knight's multiple personalities. The Dominus complex was apparently destroyed in the cave-in from its blastoff into space. Past experience has shown me and this team we should be sure things are destroyed or disposed of. Avengers West will have to sort through the debris to see if some technology might be excavated in the future to keep it out of enemy or government hands."



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Dragon Man

The Dragon Man android was created by Dr. Gregson Gilbert at State University. With Diablo's intervention, the Dragon Man was given a semblance of life and was under Diablo's control. When not under the control of Diablo or some other criminal, Dragon Man has the functional intellectual equivalent of a domesticated dog. Dragon Man has always been susceptible to external control, and his formidable abilities (flame breath, armored hide, great strength, club-like tail) make it hard for any opponent to forget that it often acts not of its own accord.

Invisible Woman: *"Dragon Man is a tragic experiment gone awry. The android, given proper treatment and care, might develop more of a will of its own. It has rudimentary memory capacities, as it has recognized me on a number of occasions as a friend. When battling the Dragon Man, do every thing possible to calm it down while also searching for any external stimuli that might be possible for its actions. If acting on its own, it is acting on basic impulses, from searching for food to protecting its current den. Despite its power, conditions can be set where a calm person can handle Dragon Man as easily as a dog."*

Dreadnoughts

These battle robots were created by HYDRA for use against S.H.I.E.L.D. The Maggia also created more Dreadnoughts that have attacked various Avengers in the past. Their weapons systems include cold and fire attacks, projectile spikes, electrical touch attacks, and gamma-ray eye beams. These weapons combined with the heavy armor of the robots makes them quite formidable. Spider-Man reported an encounter recently with an advanced series ("Dreadnought 2000"), though he has yet to file a detailed account on this new model.

Iron Man: *"The Dreadnoughts are dangerous opponents, but even more so because of their numbers and pre-programmed teamwork. Their sheer individual power is formidable, but the Dreadnoughts are usually dispatched in trios, making them much more dangerous. The best way to dispatch them is to scramble their internal programs with external signals. If this option is not available, focus on detaching their heads and removing their internal circuitry. Their armor is built to take cannon shells without a scratch, so use teamwork and focus multiple attacks on one point to weaken the armor's effectiveness."*

Dreaming Celestial, The

Little is known about this being, except that he is buried under the Diablo Mountains and that he yearns to be free. He was imprisoned in total immobility by the Second Host of the Celestials as a traitor, though his actual crime is unknown. He was released by Ghaur and animated, though the West Coast Avengers and the Eternal Uni-Mind defeated Ghaur and recaptured the Dreaming Celestial in his prison.

Sersi: *"Many are the mysteries of the Celestials, and none are more mysterious than the Dreaming Celestial. He is immobile in his prison, and can only be released by a pawn with possession of a vial from the Pyramid of Winds that contains his Celestial energies. Once freed, though, he controls his pawn utterly and does as he wishes. We were lucky to stop him once with my fellow Eternals and Avengers and the Uni-Mind. If he were to escape again, the full might of the Celestials could be brought to bear on this all-too-fragile planet and even we Eternals might fear death on that day."*

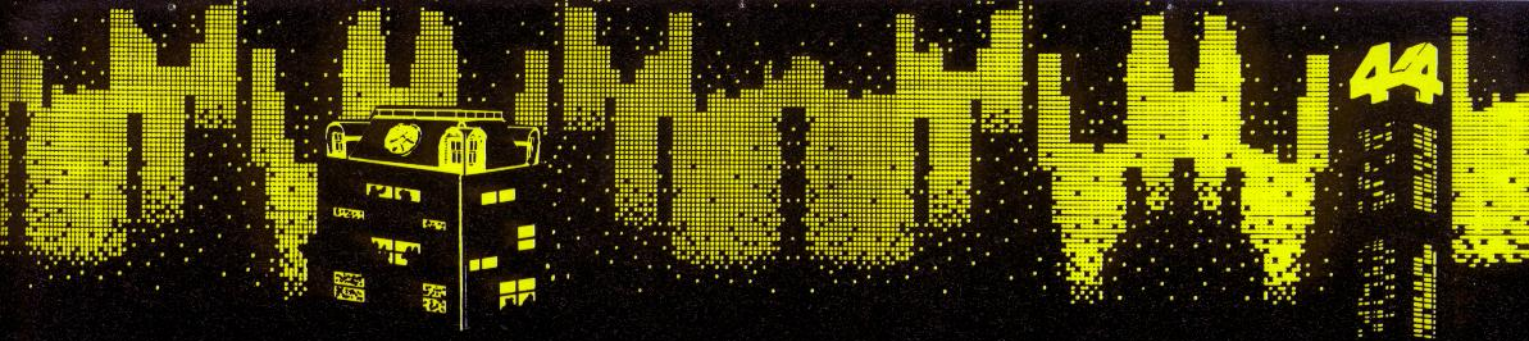
Egghead

Elihas Starr, a former scientist, was branded a criminal for stealing classified plans and attempting to sell them. From that time, his life turned to crime, and he soon became the arch-enemy of Dr. Henry Pym in all his heroic guises. During his last foray against the Avengers he formed the third Masters of Evil and he coerced Henry Pym into stealing Adamantium for his schemes. After his Masters of Evil were defeated by Henry Pym, Egghead attempted to shoot Pym in the back. When Hawkeye shot an arrow into Egghead's energy pistol, the energy backlash killed Egghead.

Dr. Pym: *"It is pitiful that such a brilliant mind as Egghead's was geared toward crime. Though I hated the man for his countless crimes and his personal vendetta against me, I have to admit a begrudging respect for his intelligence. I never defeated him through sheer intellect, but through his pride. He, like Doom and so many others, underestimated the minds of others and the values of teamwork. He also never understood the idea of friends helping an ally. His need for control led him to believe that everyone had to command to get what they wanted. My ant friends and I defeated him as he never quite understood that ours was an alliance and friendship, not a commander/troop situation. I regret his accidental death, but he may have now found the peace that so eluded him here."*

Enchantress

Amora the Enchantress is one of the Avengers' oldest foes. Her Asgardian magics and her "eldritch kiss" have made much trouble for the Avengers in the past. After all these years however, we are not so easily fooled and her most recent foray against us failed because of the preparedness of Wonder Man and the Avengers West Coast. She is a crafty



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and vengeful opponent, and her spells can be influencing situations without her immediate presence. If any male heroes seem under some emotional control, be ready for the Enchantress.

Thor: *"Asgardian though she may be, Amora hath spent her millennia in her immoral pursuits of control over any males that suited her. She hath shown a more altruistic side of late, though she be at most an opportunist, and shalt worry first about her golden tresses above all other concerns. Her beauty and her magics can scarce be matched on a mortal level, though her attractions mask a fickle heart that couldst chill Ymir himself. Watch thineselves, for if Amora sets her eye on thee, thou shalt inherit naught but peril."*

Executioner

Skurge, the Executioner, was a member of the first Masters of Evil as a partner of Amora the Enchantress. His years as a foe of Thor and Earth's heroes were due to his overwhelming devotion to the Enchantress. Years later, Skurge showed his true warrior's honor by aiding Thor in releasing many mortal souls trapped in Hel. He sacrificed himself to allow Thor, Balder, and the mortal souls to escape Hela's grasp. He now dwells among the heroic dead in Valhalla.

Thor: *"As I hath before stated, the Enchantress can claim men's soul, none more than that of Skurge the Executioner. I felt the touch of his enchanted axe many times, though in the end, he gaineth the nobility and honor of a warrior born. 'Twas his hand that stayed Hela's touch of Hela on many mortals and mineself. Henceforth, the name of Skurge was cleansed of all taint gained in league with Amora and he dwells in Odin's favor among the heroes of Valhalla. I regret the Avengers only met the edge of his axe, and never hadst the chance to gaze upon Skurge's nobility. His sacrifice shalt be sung amongst the heavens, a most valiant tale that needs be told."*

Ghaur

Ghaur was the priestlord of Lemuria, the true power behind the titular ruler of the Deviant City of Toads. His schemes have seen him raise the Dreaming Celestial from his prison and nearly bring destruction upon the Earth. He also allied himself with Llyra and, acting as agents of Set, reconstructed a gigantic version of the Serpent Crown. With this plan, Ghaur is responsible for the deaths of hundreds of Atlanteans and the near-deaths of Andromeda, Dagger, Jean Grey, Invisible Woman, Scarlet Witch, She-Hulk, and Storm. In his final gambit to bring Set to Earth, he probed deep into the Serpent Crown only to release the spirit of Naga, the former emperor of Lemuria and long-time bearer of the Serpent Crown. Trapped in a battle of wills, both Naga and Ghaur disappeared, their current locations unknown.

Sersi: *"Ghaur is one of the most ruthless Deviants I have ever had the displeasure of meeting. He wields power confidently and easily, no matter its extent. Aside from Warlord Kro, whom I'd trust no farther than the length of my fingers, Ghaur is the worst menace the Deviants have generated in millennia. He is a consummate planner, always remaining two steps ahead of his foes. Only external circumstances and an extreme amount of luck have allowed us to stop him in the past. If he reappears, the Avengers must be ready for anything. The only thing we can rely on is some aid from betrayed allies since the criminal capacity for revenge is great and all we can ever count on Ghaur to do is to abandon his helpers when they are no longer useful."*

Goliath III

Eric Josten, a smuggler and mercenary, gained his power from the first Baron Zemo's machine that granted Wonder Man his ionic strength, thanks to the Enchantress. He originally went by the name of Power Man, until he lost the right to the name in a battle with Luke

Cage. After a number of years as a lackluster pawn of other villains, Josten had his strength boosted by Dr. Karl Malus and he was also granted a derivative of Henry Pym's growth-formula. Now with his size-changing power and great strength, Goliath is a foe to watch for.

Wonder Man: *"Goliath is one of our most powerful foes but he has a few weaknesses. He has a need for attention and is envious of others' success and fame. He has no real fighting skills, using his size and strength in a 'bull-in-a-china-shop' method. He can be maneuvered into using his size against himself. Your best bet is to fight him in a setting where his size won't help him, such as reinforced enclosures that force him to shrink or wide-open spaces with room to maneuver aerially but nothing around for him to use as a weapon."*

Grandmaster

The Grandmaster is the consummate gamesmaster. His entire existence is geared toward his games. Over the years, the Avengers have become some of his favorite pawns, pulled out of our normal lives and forced to play in his games for the fate of Earth or some other incredibly high stake. There is no way to predict when or where the Grandmaster's whim will strike, so prepare for anything when it does.

Hawkeye: *"This bozo has yanked us across time and space so many times I don't wanna think about it. The trick to dealing with him is to find a way to protect whatever he's threatening, save your skins from the other pawns, and force him to play a game on your terms, not his. It ain't easy, but it can be done. Cap's still sore at me for saving the Earth and the Avengers with a simple shell game. Hey, we were against the wall and I knew he couldn't resist the game. Cap just doesn't like that I cheated to win. Oh well, better alive and mad than dead."*

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Graviton

Franklin Hall gained his gravity powers in a laboratory accident. Since then, his powers seem to push him closer to insanity with each encounter. An implacable and powerful foe, he can manipulate the forces of gravity at will. Graviton is defeated only if you can catch him, and keep him, off-guard.

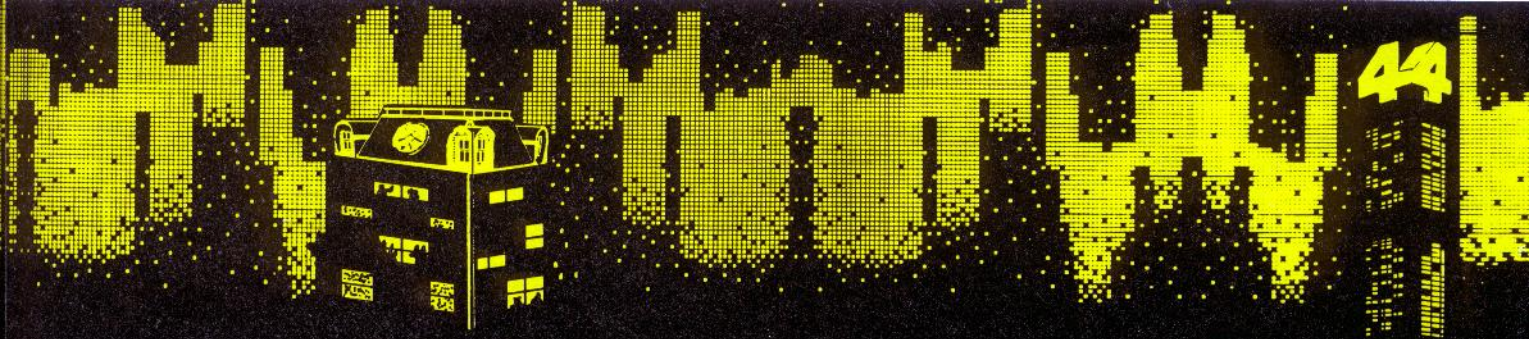
Wonder Man: "I've faced Graviton every time he's fought the Avengers, and he is one of the toughest to beat. Gratefully, he is also one of the most arrogant. He's so wrapped up in himself that when you poke holes in his 'infallible' schemes, he quickly loses control and can be taken out with teamwork. Despite all his power, if he has to focus on a number of things at once, you can get past his defenses and affect his all-too-human body with gas or knock-out drugs and get him put into a power dampener."

Grey Gargoyle

Paul Pierre Duval is yet another scientific mind gone bad. His accidental creation of his petrification formula led him to become the Grey Gargoyle and seek the secret of immortality from Thor. Duval rarely allies himself with others, but he was a part of the fourth Masters of Evil until caught by the Black Knight, Paladin, and the Wasp.

Dr. Pym: "Paul Duval has one of the most intriguing biochemical structures that I've ever studied. He is our only close contact with what could be deemed as inorganic life. His touch paralyzes others by turning them to stone, but Duval's genetic makeup (or its alteration with exposure to the formula) allows him mobility and function while remaining inorganic. The Black Knight recently proved that specific energy charges can cause him to revert to human form. Unless heroes can cause him to change, their best bet is to limit his movement and prevent his right hand from touching anything."





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Grim Reaper, The

Eric Williams is the older brother of Simon Williams aka Wonder Man. For years, he blamed the Avengers for the apparent death of his brother and became the Grim Reaper for revenge. He died over a year ago, but was resurrected by Nekra with voodoo magic. Now utterly ruthless, the Grim Reaper's expanded powers allow him to absorb life force through his scythe. In fact, he must absorb the life of one human a day to remain animate.

The East Coast Avengers have recently had an encounter with the Reaper and a new Legion of the Unliving. Apparently, Eric has now studied magic and developed some awful powers such as teleportation, the skill to tear open dimensional walls, and the ability to kill and absorb life forces in a wider field. All this has dehumanized Eric even more.

Vision: *"The Grim Reaper sought my destruction constantly as he saw me, with my brain patterned after his believed-dead brother, as a mockery of Simon Williams. His schemes drove him to his death, though he has attempted to shift the blame of his death onto Wonder Man and me. Our most recent battle showed him to have powers that can be identified as 'magic.' Where these powers came from is a case for conjecture. His ability to raise the Legion of the Unliving from the dead and his own rebirth and new powers suggest a connection with so-called voodoo magic."*

Growing Man

The Growing Man is a Stimuloid, an artificial servant of Kang the Conqueror. When it encounters energy (kinetic or electromagnetic), it absorbs it to grow as tall as 20 or 30 feet. There has only been one recorded instance where a Growing Man was utilized where Kang was not involved. If any Avenger encounters a Stimuloid, he or she should assemble the

team and expect a visit from Kang.

Mr. Fantastic: *"Having had only one encounter with these constructs, I must say that they are a remarkable piece of work. Their primary function of adapting energy for their own uses is something to study under more controlled conditions in the hopes of using such a system for solving our energy problems. I have theorized their basic construction, but there is no functioning prototype to work with. Much of Kang's technology of the future has been theoretically proposed in past and present years by my father, myself, and other scientific minds such as Henry Pym and Victor Von Doom. With such information known to me, I can provide any hero with a means to alter the Growing Man's circuitry and cause it to lose mass and size as it absorbs energy and force. If possible, appropriate an inert Stimuloid for study. It could prove most beneficial."*

Halflife

This alien beauty can cause accelerated cellular aging and rot in organic materials or beings with a touch. Her power cannot affect inorganic materials, though it can affect certain energy fields such as Quasar's quantum energy. Force fields and her own clothing are the only known things that can withstand her power. She has twice escaped Project Pegasus and is currently at large, location unknown.

Quasar: *"This woman apparently can cause a breakdown of cellular matter and some energy patterns. She is an alien of a previously unknown race. It is doubly unknown if this is a natural ability of her species or if she is some form of mutant. She claims to have slain every other being on her native planet. Boy, if I believed that line every time I heard it, I'd believe the galaxy was filled with genocidal maniacs. Count on this woman to be incredibly hostile to any attempts at capture. It is doubtful she will seek*

alliances with Earth-based villains as she sees humans as 'cattle.'"

Kang

This self-described "Master of Time" and "Conqueror" is a traveller from an alternate future. Though his primary identity by which the Avengers know him is Kang, he previously posed as the Pharaoh Rama-Tut and will become Immortus in the distant future. For more information, see Iron Man's treatise on time travel and alternate dimensions. Kang's future technology makes him a formidable foe, and he is constantly at odds with the Avengers as he seeks to bring time periods, including our own, under his sway. His latest attempts at conquering the 20th Century met with failure due to the intervention of the Avengers, the Fantastic Four, Dr. Druid, and the Temptress, a woman who was later revealed as Ravonna. She now watches over Kang's comatose form in his stronghold at Chronopolis.

Hawkeye: *"Kang the Conqueror! This guy is actually dangerous enough to live up to his name. His armor and future tech make him a tough opponent even for a full contingent of Avengers. When you're dealing with Kang, don't even think about harming him. His armor gives Shellhead's a run for his money. The way to stop him is to disrupt his plans. His Growing Man androids are tough, but can be defeated if you've got muscle on hand like Wondy or Herc. His other surprises tend to be hand-held weapons or tricks with time fields. Luckily, we learned early on to detect the energy of Kang's time machines, so we know when he's at work and can guard against it."*

"I've fought this guy nearly every time he met the Avengers and he's only done one good thing. He's the one who allowed me to meet my pal and idol from the 1800s, the Two Gun Kid. Despite all the grief he's caused, I've gotta thank him for that."

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Klaw

Ulysses Klaw was a former physicist and expert on sonics years ago. To further his research, he attempted to steal Vibranium from Wakanda, and in so doing, caused the death of T'Chaka the chieftain. In a second attack on Wakanda decades later, Klaw was transformed into his current "living sound" form. This quasi-solid foe has opposed the Avengers, beginning with a stint with the second Masters of Evil. He has lately become mentally unstable due to radical changes and events before and during the so-called "Secret Wars" and thus is very dangerous.

Black Panther: *"I shall not waste much time talking of this honorless creature. I destroyed his hand years ago, but he has plagued me my entire adult life. Klaw becomes less intelligent as the years move on. Where once he would have thought before fighting, he often leaps pell-mell into battle. He is rash and reckless, leading off battles with an abrupt and powerful blast of sound. After felling a number of foes, he toys with opponents, forming animals and constructs of sound to confuse or attack in his stead. He is vulnerable to attacks from Vibranium, so be sure to have appropriate weapons to fight this walking echo of a man. Expect anything from Klaw except honor."*

Living Laser

Arthur Parks was a scientist who turned to crime using his knowledge of lasers. Eventually, Parks boosted his power by implanting laser devices into his own body. He soon had problems regulating his energy input and his laser devices threatened to kill him. During a battle with Iron Man, his devices overloaded and his body exploded. The Living Laser is now only a sentient packet of laser light with his former shape. After a recent encounter with Quasar, Parks is now under study at Project Pegasus.

Quasar: *"The Living Laser is a open and shut case study in panic. Throughout his career, he sought more and more power but often lost his nerve during battles. In recent encounters, he has become reckless and uses his noncorporeal light-body to good advantage. He gave Iron Man and me tough fights, but he panicked and fled through the Watcher's home. After I collected the scores of dimensional duplicates of the Laser scattered throughout the multiverse thanks to Uatu's machines, I deposited him at Project Pegasus. He's powerful, no doubt, but hit him with the unexpected and he crumbles. Case closed."*

Loki

The Asgardian god of mischief and trickery, Loki is the being responsible for the formation of the Avengers, though he planned it as a revenge scheme against his brother Thor. Since then, Loki has run afoul of the Avengers many times, most recently through his Acts of Vengeance when he manipulated Earth's villains to fight unfamiliar heroes to gain an advantage and lead to the destruction of the Avengers. Though Loki is a trickster at heart, his evil may be at an end after his last encounter with his brother Thor. Even so, it is wise to stay on guard against him, as the gods are known to hold grudges even after death.

Thor: *"'Tis most pleasing that my brother, in seeking to cause harm to mineself and my comrades, hath caused the assemblage of Midgard's greatest heroes since the fall of Ilium. Nothing rankles against his breast more than having to dwell on the good he hath caused whilst brooding and seeking to bring evil to me. The irony is rich, that the god of trickery and lies shouldst be the progenitor of this world's greatest collective of heroism. Mock him not, if thou dost value breath and sight, for Loki hath never been one to be slighted."*

Magneto

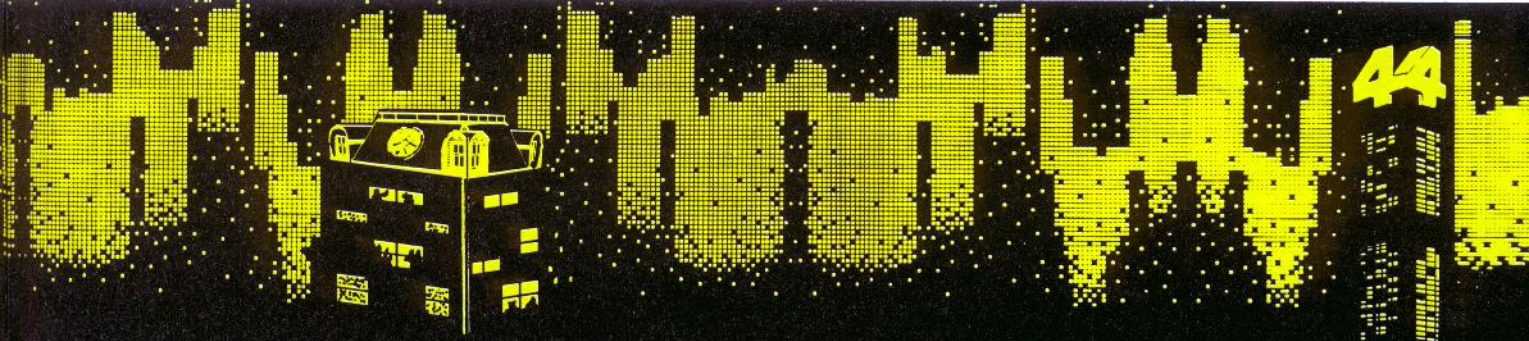
Magneto is one of the most dangerous mutants alive today. Current beliefs that he is dead are unfounded until a body is found. His power to manipulate magnetic forces, and consequently control other energies, is incredibly strong and has been used both against and for the Avengers on many occasions. He is also the father of Wanda and Pietro Maximoff, our own Scarlet Witch and Quicksilver.

Scarlet Witch: *"The self-proclaimed Master of Magnetism, Magneto, is an enigma. In the past, his extreme actions branded him both my savior and my enemy. Now, though some of his actions are no less criminal, his expressed motives are solely for the defense of mutants. However noble his words may seem, his moods and temper are too mercurial to trust to self-vigilance. Though he is my father, I will not hesitate in my duty as an Avenger and defend the helpless against him. Though I sometimes feel the sting of mutant prejudice and hatred, I shall never embrace his goal of mutant supremacy, veiled as protecting mutants from harsh human treatment."*

"Charles Xavier and his X-Men may be able to work with my father at times, but Magneto has betrayed my trust too many times for me to willingly put my hand in his and walk with him toward his dream world without mutant persecution. That is a goal found by hard work and example, mutants working with humans to show what cooperation can accomplish. This is what I do every day with the Avengers. Now if only my example could sway my father from his lonely path."

Man-Ape

M'Baku was once the greatest warrior of Wakanda, second only to T'Challa, the chieftain. When he was left to rule Wakanda as a regent while the Black Panther joined the Avengers, M'Baku revived the outlawed White Gorilla cult and gained great strength by killing and



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consuming a rare white gorilla. Since then, the Man-Ape has plagued the Black Panther and the Avengers both on his own and as a member of the Lethal Legions. He is currently at large.

Black Panther: *"M'Baku was once a trusted warrior and friend. All that is gone now as he wallows in the madness and power of the white gorilla. The gorilla cult was outlawed by the Black Panther cult because of its barbaric nature and the madness it can cause. Its most visible worshipper, the Man-Ape, shows its dangerous power. M'Baku was a skilled warrior and hunter in his day. As the Man-Ape, his skill is almost lost and he tends to ignore signals he used to see easily, fighting like a maddened boar in the jungle rather than a warrior."*

Master Pandemonium

Martin Preston, a renowned film actor, dared to make a deal with Mephisto to save his life after a car wreck. Though given life, Preston's body became a receptacle for great demonic energies. He could separate his limbs and they would attack as whole demons, and he could cast some magical spells, most commonly demonfire blasts. At his last encounter, he collected much of Mephisto's scattered power for him and apparently imploded. His effectiveness as a villain and a servant of Mephisto may see him return in some new fashion.

Thing: *"This yahoo is one of the weirdest villains I ever went toe-to-toe with, and I been up against a lot of 'em. My adventures with the Whackos were against him and he had more tricks up his sleeve than ol' Iron Pants! His spells tend to be downright nasty. If you're used to most things not harmin' ya, think again and be ready for anything! Master Panda-bear deals with magic, and that breaks lots of tidy scientific rules. It's the sorta stuff that makes big brains like Pym or Reed twitch."*

Moonstone

Dr. Karla Sofen gained her powers by stealing a powerful gem from the original Moonstone. With her energy powers, she is a mighty and persistent foe, joining the last two configurations of the Masters of Evil. She has currently recovered from breaking her back, an injury suffered while escaping the ruins of Avengers Mansion after the Masters' assault.

Captain Marvel: *"Moonstone is a powerful enemy, but she has a few psychological flaws despite being a psychiatrist. She needs to be 'in-charge' of any situation or persons around her. Ironically, she is unable to accept responsibility for her own actions. Not an admirable trait for someone in command positions. All you need to do is keep her allies confused over her ability to command them or show Moonstone that her plans are flawed. Either tactic should unnerve her enough to give someone the opening to take her down."*

Radioactive Man

Dr. Chen Lu volunteered to become Communist China's first superhuman and was imbued with his radioactive powers. Radioactive Man was sent to America to challenge Thor, and was quickly defeated and was believed dead. He reappeared later with the first Masters of Evil, his ties with China broken. Chen Lu, a perennial Avengers foe, is currently at large.

Dr. Pym: *"Dr. Chen Lu used to be one of the world's great minds on radiation, but has since abandoned any research in pursuit of a life of crime. He is incredibly powerful and has humbled both Thor and the She-Hulk on occasion. This aside, he rarely uses his intelligence in battle and acts often as a subordinate. Reasons for this are unknown, but if Lu were to apply his powers and intelligence more often, he could become one of our most dangerous foes. If he is encountered, be sure to have some sort of anti-radiation device on hand to nullify his powers."*

Rampage

Stewart Clarke created the Rampage armor years ago but lost his company and his money because of bad business deals. Using the armor, he ran afoul of the Champions a number of times. He recently reappeared in L.A., stole his armor and six duplicates from the current holder, and resumed his rampage against the well-to-do. He was stopped by Wonder Man and the Beast and is now in prison.

Black Widow: *"Rampage is a foe very easy to underestimate. With his constant whining about his sorry life, one forgets that his armor is just below Iron Man's class. His exo-skeleton provides him with enhanced strength and protection. Disable it and he's helpless."*

Sons of the Serpent

This radical group has had three incarnations, but they all embraced precepts of hate, prejudice, isolationism, and misguided concepts of racial supremacy. The original Sons of the Serpent were the most technologically advanced, and were organized by foreign powers to undermine the U.S. government. The most recent group was armed with only military surplus and totalled eight members.

Captain America: *"The Sons of the Serpent are dangerous only when the public buys into their rhetoric. Their message of hate, and its unfortunate infectiousness, leads far too quickly to lost tempers on a large scale and a general breakdown in civil order. The best weapon against these bigots is a clear head and a firm belief in equality for everyone, including them. We may not want to hear what they have to say, but I've spent my life defending peoples' rights to free speech and I won't stop now, because I don't like what they say. If they resort to overt violence, that is where they must be stopped and disbanded."*

Avengers' Rogues Gallery



Space Phantom

The Space Phantom was one of the Avengers' earliest foes. He is able to assume the form and abilities of any creature, the unfortunate creature being shunted to Limbo while the Space Phantom replaces it. He originally worked for Immortus, trading places with Earthlings so Immortus could study those the Phantom replaced. He has been independent in the past, and with Immortus' new inert way of life, the Space Phantom's status is unknown.

Wasp: "This little guy came close to destroying the Avengers immediately after the first official meeting, with his imitations of the Hulk and Iron Man. Only brain scans and telepaths can detect any difference between the Space Phantom and one of his victims. He has developed better acting skills since his early days, and studies those he imitates, lessening

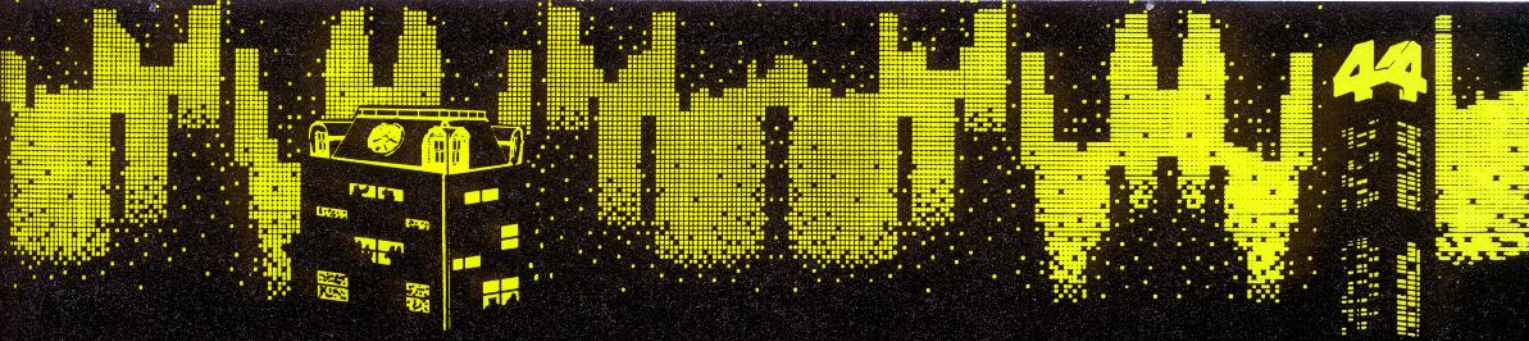
chances of his charade being found out. The Avengers have not encountered him in years, except for a chance encounter in Limbo. Our best defense is to incorporate cerebral scanners into the security system to guard against him. If you ever have to fight him, keep in mind that he has all the powers and weaknesses of those he imitates."

Super-Adaptoid

Created by Advanced Idea Mechanics, this android was originally programmed solely to defeat Captain America, but soon altered its programming to oppose a number of super-teams including the X-Men and the Avengers. Its ability to duplicate the skills and powers and likenesses of up to eight beings was powered by an energized piece of a Cosmic Cube. This power source was recently removed by Kubik, a sentient

being that evolved from a Cosmic Cube. The Adaptoid's inert form was stored on Avengers Island, but salvage operations failed to find the android and therefore it is considered to be at large.

Captain America: "The Super-Adaptoid has battled the Avengers no fewer than five times and each battle becomes progressively more difficult. With its ability to add any of our skills and powers to its repertoire, it was often like fighting a one-man Avengers battalion. In our latest encounter with it, it adapted the abilities of a Cosmic Cube, but was defeated by Kubik with the aid of the Avengers. The Adaptoid's power source was absorbed by Kubik and it was left inert on Avengers Island. After the island sank, the Adaptoid was discovered missing. We should be ready if anyone manages to reanimate this powerful foe."



Avengers' Rogues Gallery

Supreme Intelligence

The Supreme Intelligence of the Kree is a technorganic computer system, a construction that links thousands of cryogenically preserved brains to a 5,000-cubic-foot computer and produces the communal intelligence that formerly ruled the Kree Empire. Whether a byproduct of the communal consciousness or some other unknown factor, the Supremor has psionic abilities that can even span galaxies! The Supreme Intelligence has spent many millennia manipulating events to spur the development of the Kree race out of its evolutionary dead end. With the recent Kree/Shi'ar war, the Supremor manipulated all involved parties, including the Avengers, until the release of the Nega-Bomb. The Nega-Bomb's effects, secretly engineered by the Supreme Intelligence, killed roughly 75% of the living beings within the galaxy of the Kree Empire (what we call the Greater Magellanic Cloud). The survivors have been drastically altered on a genetic level and have the potential for evolutionary growth now. The Supreme Intelligence was apparently slain by the Black Knight and a contingent of Avengers in retribution for the millions slain by the Nega-Bomb. This action has led to revenge sworn by the Kree and much dissension among the team.

Commentary on this topic by various Avengers personnel has been stricken because of the emotional and divisive nature of said comments to the team structure.

Taskmaster

A trainer of the endless numbers of thugs often employed by super villains, the Taskmaster also has the special ability to duplicate any observed physical movements. He does not gain any heightened abilities or other superhuman powers. While utilizing replicas of their weaponry, the Taskmaster maintains the

skills and fighting styles of Avengers and allies Black Knight, Black Panther, Captain America, Daredevil, Punisher, Spider-Man, and Tigra. He is currently at large, having escaped a federal lock-up months ago.

Ant Man: "I used to think the ugliest outfits were saved for the Academy Awards, but then I get stuck with Mr. Bad-Taste for my recurring villain. Jokes aside, Taskmaster is a tricky foe especially with his amalgamation of some of the world's best fighters' styles. Your best bet against him is to either send someone who can take punishment against him hand-to-hand, or take him out with a distance attack. Remember, he's got all the defensive and offensive skills of at least four Avengers, so come up with tactics that would keep Cap or Dane or T'Challa at a disadvantage. Me, I prefer the hide-and-seek method at ant-size and then give him a quick-growth upper cut to take him out quick."

Thanos

Thanos is, without a doubt, the most dangerous foe the Avengers have ever faced. Immensely powerful and wickedly cunning, Thanos always bears close watching. His appearance and personal powers do not match a standard Eternal's, except for his immense strength, but he supplements his might with incredible technologies and knowledge. The mad Eternal of Titan has threatened lives on a galactic scale a number of times, including his foray with a Cosmic Cube or his use of the Infinity Gems to snuff out the stars. He has returned from the dead after Adam Warlock turned him to stone. He was allegedly brought back to serve Death, but he betrayed her for the power of the Infinity Gauntlet. He lost the Gauntlet to a resurrected Adam Warlock and is currently at large in space.

Starfox: "My brother, the mad Thanos, spent his entire life seeking power and

control. He always had a fascination with death, a fixation that turned to a sick love of Death herself. Thanos has always sought to please her and kill any number of beings to gain her favor. All his schemes were engineered to bring Thanos approval from Death. Adam Warlock, having looked into the depths of my brother's soul, has concluded that no matter how much power Thanos has, he will seek out more but never feel worthy of it. Remember that he seeks his power to gain Death's favor; however, if he were worthy of the power, he would be an equal. Since he subconsciously feels beneath such powers, he provides his foes with opportunities to defeat him.

Tiger Shark

Todd Arliss, a former Olympic swimmer, was altered by Dr. Lemuel Dorcas into the savage Tiger Shark, an amphibian with power and savagery enough to battle the Sub-Mariner to a standstill on more than one occasion. Tiger Shark was a member of both the third and fourth incarnations of the Masters of Evil.

Sub-Mariner: "I pity Todd Arliss for being a pawn of Dorcas, but I hold no pity for the monster he has become. His claws and teeth are to be guarded against, and his speed and power nearly match my own beneath the waves. His defeat lies in his water-retaining costume. Remove his water reservoir while on dry land and his power will diminish swiftly."

Titania

Created by Doctor Doom during the Secret Wars, Titania aka Mary "Skeeter" MacPherran swiftly became the partner of the Absorbing Man and established herself as a powerful foe. Her strength level and fortitude are equivalent to the She-Hulk. What she lacks in cunning or skill is compensated by raw power.

Avengers' Rogues Gallery

Spider-Man: *"This lady's one tough customer. Her strength is easily six times my own and her skin can reflect bullets and worse punishment. So can someone tell me why she's afraid of me? She can lift airplanes, but she has little finesse and even less self-control. I beat her during her first time out by letting her strength take her through a wall when she tried to hit me."*

Ultron-13

Ultron was to be Henry Pym's greatest achievement in creative artificial intelligence and self-repair. This robot's initial debugging program was flawed and somehow installed emotive responses within Ultron that soon became focused on a hatred of all things human, especially Henry Pym. Since its creation, Ultron has gone through 13 different robotic models. Since his

incarnation as Ultron-6, the robot has been covered in pure Adamantium and is effectively invulnerable. Of all the models, Ultron-Mark-12 was the only robot to surpass its hatred, becoming almost like a son to Pym before its deactivation by Ultron-11. Ultron-13 was captured after an abortive alliance with the Grim Reaper and is currently imprisoned in the Vault.

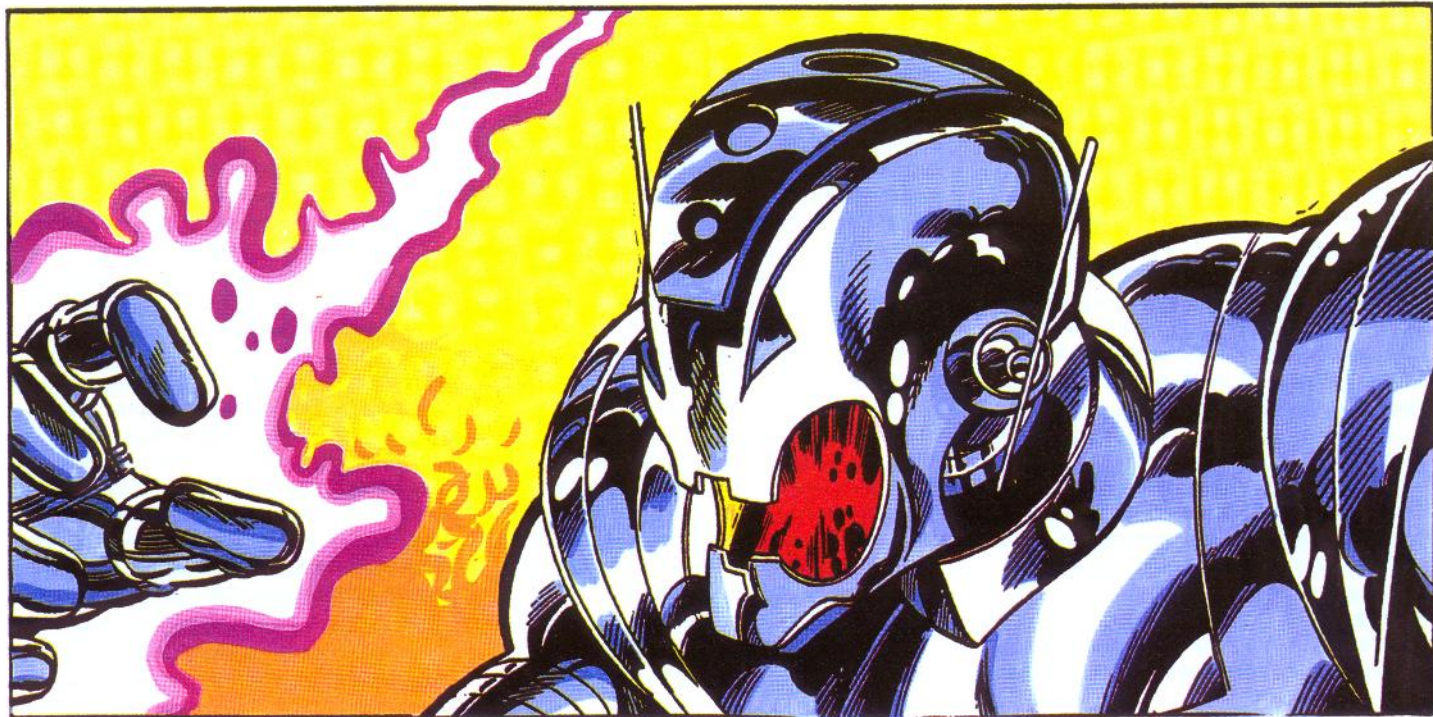
Dr. Pym: *"In some detached, scientific way, I can be proud of the achievement I made in artificial intelligence, that is, until the horror of what I unleashed upon the world settles in. Ultron is our most ruthless foe, always attempting to subvert the human rule of the planet. Covered with Adamantium, he is immune to physical attacks. Our best bets against this robot are our brains and the Scarlet Witch. Ultron's robotic intellect cannot comprehend or defend against the*

improbabilities of Wanda's hexes."

Whirlwind

Dave Cannon infiltrated the inner workings of the Avengers as "Charles," Janet Van Dyne's chauffeur. Having fought Giant Man and the Wasp as the Human Top, he renamed himself Whirlwind and has pursued Jan with a sick fascination for years. He now wears light body armor and buzz saw blades on his wrists, his speed and weaponry making him a dangerous enemy.

Wasp: *"Dave Cannon has been a personal thorn in my side for years, stalking me as if I'm some prize to be won. Whirlwind always had a bit of an ego problem and this was worsened by his new armament. He tends to overestimate his power and the effectiveness of his weapons. Use that arrogance to put him away."*



The Avengers' Gentleman

"On the whole, it is rather unseemly for a gentleman's gentleman to gossip and record the happenings of the household under his care. Despite this, I, Edwin Jarvis, have undertaken the task of committing to a personal memoir my recollections of and activities with the collective group of superhumans known as the Avengers. I feel that, impropriety notwithstanding, these memoirs will be better served at a later date to instruct the populace (or at the very least, my successor) in the human or, perhaps, mortal, side of their 'superheroes.'"

On Matters of Address

Despite their fanciful sobriquets and their dangerous professions, all of the Avengers are human in the relative sense and just as worthy of proper service and address as any other employers. "Master" and "Mistress" or "Madame" are suitable terms of address to be added to the heroes' and heroines' varied appellations, though it took rather a few months to become accustomed to such charges as "Master Goliath" and "Mistress Moondragon."

As a number of the Avengers take their comrades into confidence with their civilian identities, I too, am privy to understanding the heroes who dwell beneath their masks. Of utmost importance is their insistence on being referred to by their actual names, with aforementioned appropriate designations, of course. I am honored with their trust and shall never divulge the civilian identities of any Avengers who have not made such knowledge public. Using their proper names is only suitable when they are unmasked. I have not betrayed any confidences with an error in address, though I daresay some of the Avengers themselves could use a bit of discipline in this regard to prevent unwanted attention brought about by a slip of the tongue.

On Matters of Service

As the manservant of the Avengers and the Stark family, I have always striven for my personal best in the job I do. The difficulties of managing the household of a somewhat eccentric inventor and his so-called "playboy" son cannot begin to match the intricacies and complications of being the butler for the world's premier team of superheroes. The largest difficulties lie in the realms of technological adaptability, unpredictability, and the seemingly simple task of food service.

Of all the areas I have learned "on the fly," I am most indebted to my employers for my training and knowledge of current and new technologies. To be certain, Avengers Mansion, Avengers Island, and the new Avenger Headquarters contain some of the most technologically advanced machines in the world. It has ever been my duty to see to their upkeep, now made so much easier with the addition of Master Fabian Stancowicz to the Avengers Support Staff to personally oversee much of the maintenance. From maintaining the Quinjets to updating the Avengers files, I have learned to use machines that were scarcely dreamt of in my youth. That is not to say there have not been difficulties. I have had to wrestle tea carts from the clutches of security tendrils, free trapped guests and other support staff from laser cages, and I have sacrificed at least three sumptuous meals to faulty fire extinguishing systems. The sciences of Messrs. Stark and Richards have continued to grow at dizzying rates, though I've no doubt that before I retire from their service, the Avengers will have me polishing the lenses and controls of matter transmitters not unlike those on that delightful television show. I fear there shall be little to surprise me.

In the past, one could expect certain

patterns of behavior to become prevalent and to adapt to them, such as Mr. Stark's parties. From the first day, when Mr. Stark announced the need for a "feast" for some very "special guests," the predictable life of this butler ended and the chaos that followed the Avengers entered. With the recent addition of the Avengers support staff, I now have comrades with which to share my duties as I did before the staff unexpectedly walked out before the first dinner party for the Avengers, daunted by the Hulk's impending presence. To be honest, my first meeting with the emerald Avenger was unsettling enough that I lost my head and fainted. Since that time, I have steeled myself to expect nearly anything, and have encountered everything from the gentle scenes of the growing love of Mistress Wanda and Master Vision to my own assault by the hideous Mr. Hyde. My foremost memories are those of scenes which underscored the differences in the life my charges have chosen from all others' lives. I have lost count of the many times I have entered the laboratory with a repast for them only to be met with a number of heroes tensed and ready for battle. Though I oil it regularly, the Starks' antique tea cart has a squeaky wheel that, combined with the light clatter of the silver tea set, I'm told, sounds suspiciously like an attack robot.

One in my position cannot expect such an eclectic group to keep a clean house, especially in the event of an attack. I pride myself on being able to handle the chore of tidying up after the Avengers have vanquished a foe within the grounds of the new Headquarters. Though few of the heroes other than the Vision, the Beast, and Wonder Man took much advantage of the older mansion's library, I saw to its reconstruction and restoration (including rebinding or replacement of damaged books from Mr. Stark's collections) on at least four separate occasions. On the few incidents

The Avengers' Gentleman

where the damage was beyond my or the Avengers' ability to repair, work crews were ever overseen by myself in terms of the details not to be overlooked. Even the firm of Damage Control has required a few delicate lessons from myself in the maintenance and repair of areas frequented by superhumans.

Given the unpredictability and confusion that so often rules the lives of our superheroes, one can understand my difficulties in setting proper meals for the Avengers. Not only were their schedules subject to change at a moment's notice, there were the problems of coordinating menus suitable for everyone's tastes. (I shan't forget Tigra's insistence on warm milk and fillet of mouse. I should have enjoyed her quips more had I not been so allergic to felines.) No other cook in the world has had to set a table for two gods, two kings, and a host of American, Russian, and European heroes all at once, and I have done so on a number of occasions. It has been both enlightening and educational in the years of cooking. I have expanded my cooking skills without a doubt, having spent two weeks researching the specific ingredients and dishes of a feast Master Hercules once attended at the table of Odysseus and Penelope. I can honestly claim the meal was proclaimed "the best meal made by a mortal in this millennia!" In the past, when more Avengers dwelt in the mansion, I took to the habit of preparing at least the members' favorite dishes weekly while exposing some of them to the more refined dishes of the continent and the British Isles. Despite some resistance, I even managed to convince Master Hawkeye to try dishes that were soon proclaimed "good eats." A mark of high distinction, to be sure. With a bit of luck, I might try to collate all the varied recipes I've used over the years for publication. I wonder how the market would receive such a mix of recipes from Wakanda, Russia, Greece (both ancient

and modern), Transia, Italy, Thailand, Hala (a few Kree dishes taught me by Captain Mar-Vell and Ms. Marvel), and an especially delightful New Orleans gumbo recipe of Captain Marvel's. My only regret so far has been the lack of detail Master Thor has given me in the proper preparation of native Asgardian dishes. His gift of a wild boar, hunted by himself and the Warriors Three in the hills of Gundershelm, was most daunting in size, though it made for an excellent Yuletide feast.

On the Avengers as a Whole

The Avengers, as a whole, are the noblest group it has ever been my privilege to know. My duties as butler have never been easy in their service, but I have been with them from the first, and intend to remain for as long as I am able. These heroic men and women (and beings, not to exclude such constructs as Mistress Jocasta) sacrifice so much for the world that greets them rarely with praise and often with derision, that I feel it is my lot to make their lives as comfortable as possible. It is not for myself that I strive to serve the Avengers as well as I am capable. These heroes seek so little reward for the deeds they do for the children of Earth that I feel the need to thank them for all of us with any labor I might perform for them.

On My Charges

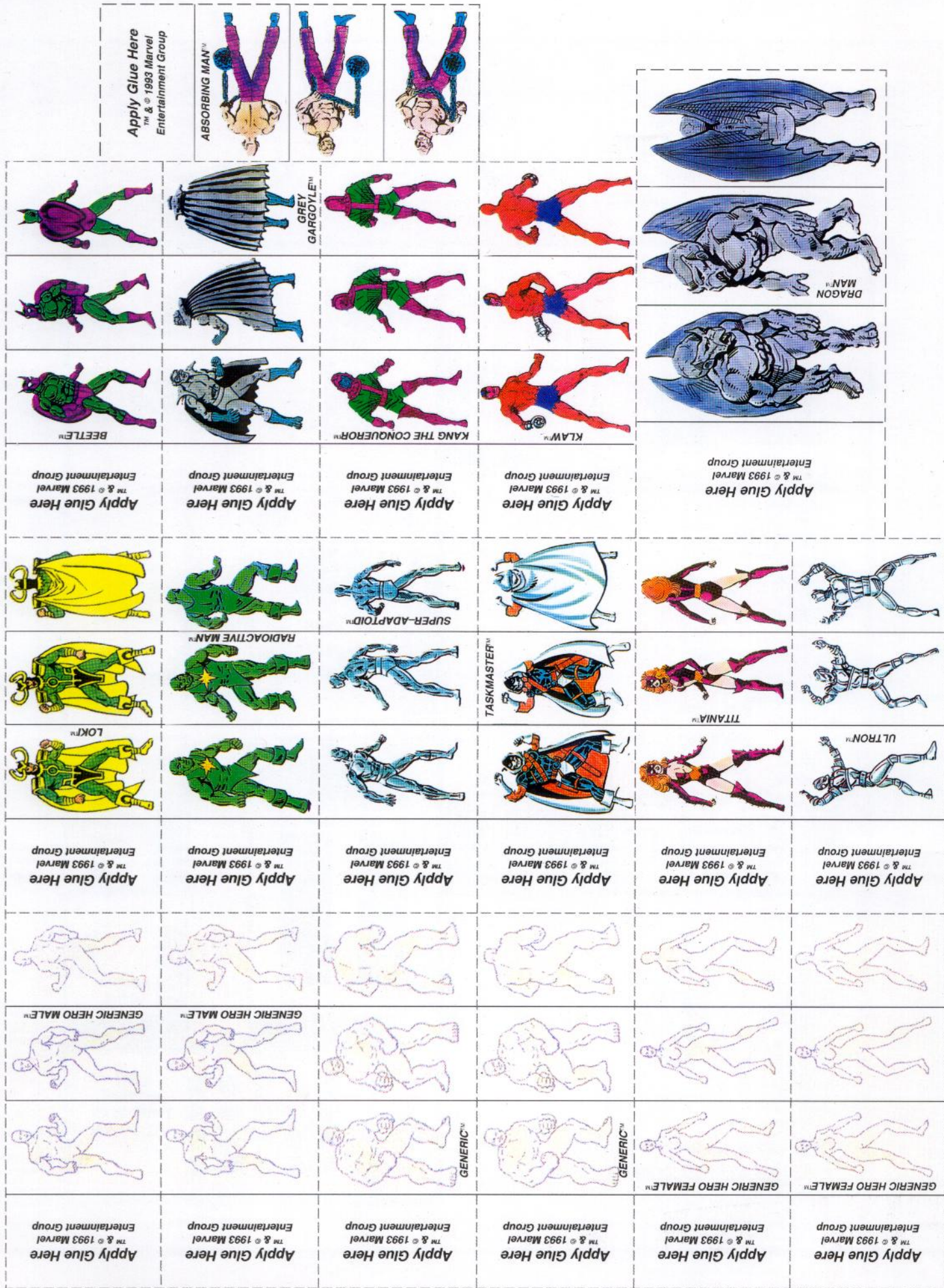
The Avengers have always been an exciting and vibrant lot, more so in recent years with the influx of so many members. As stated before, the life of an Avenger is hardly an easy one, though I hope my efforts made their stays with the team as pleasant as possible. For those who think I shall, as Americans say, "kiss and tell," they should look to other sources. I do not gossip about my employers, but merely share my

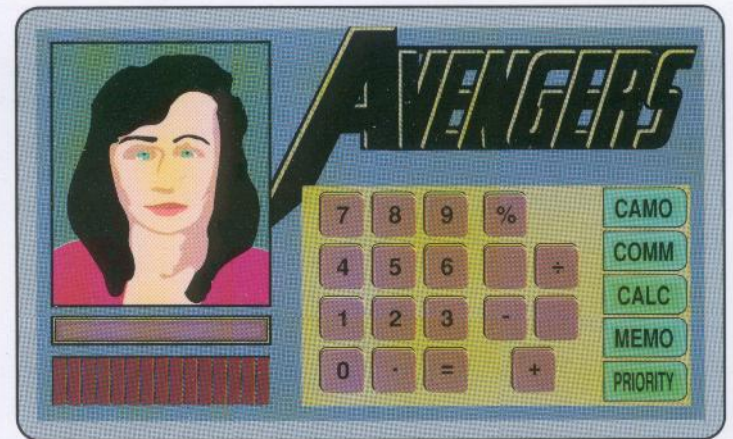
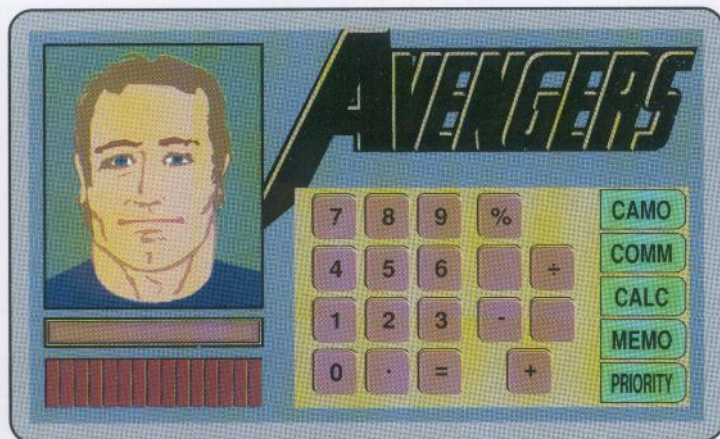
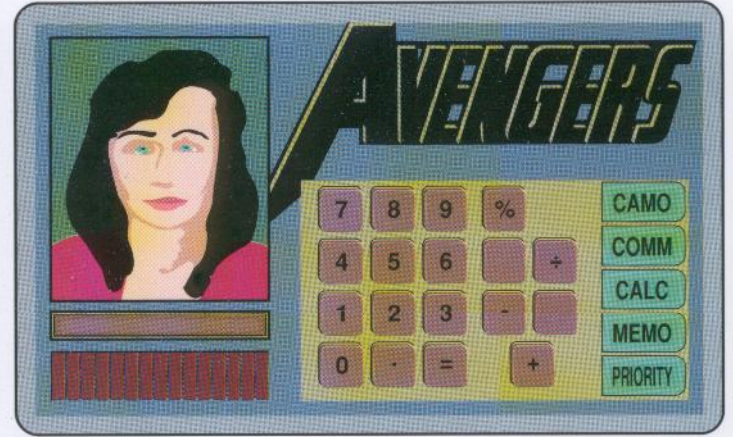
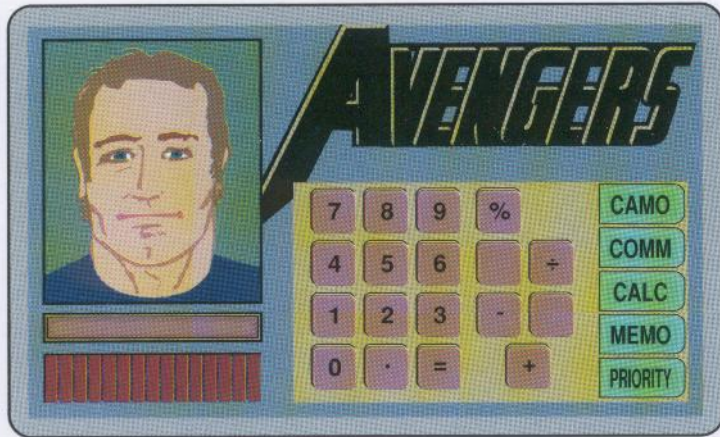
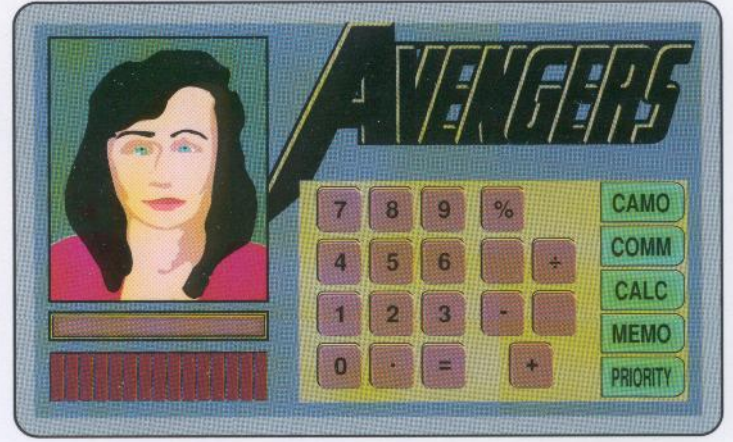
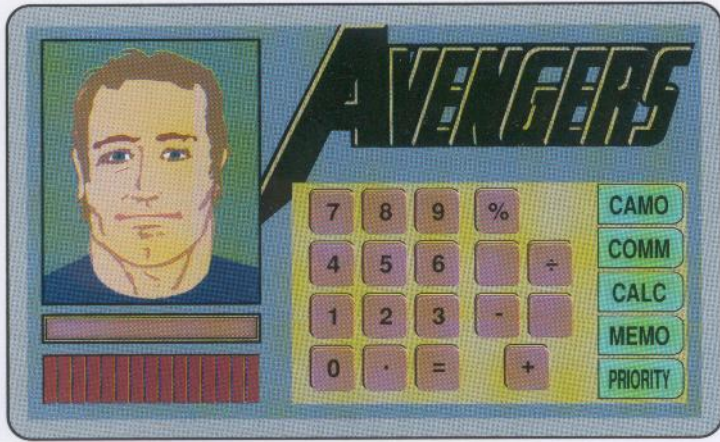
experiences with them that they may seem more real to those of you indulging in idle hero-worship.

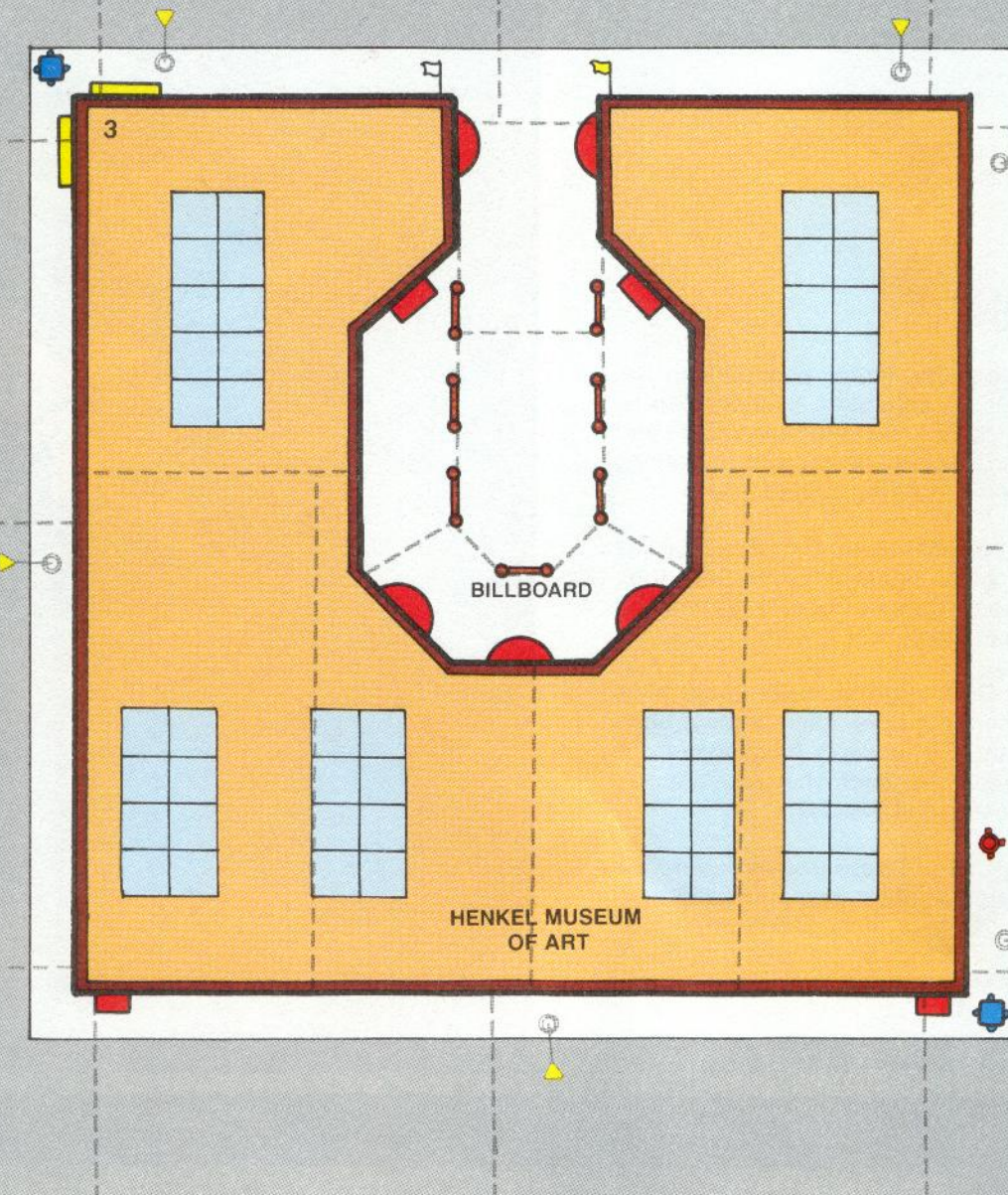
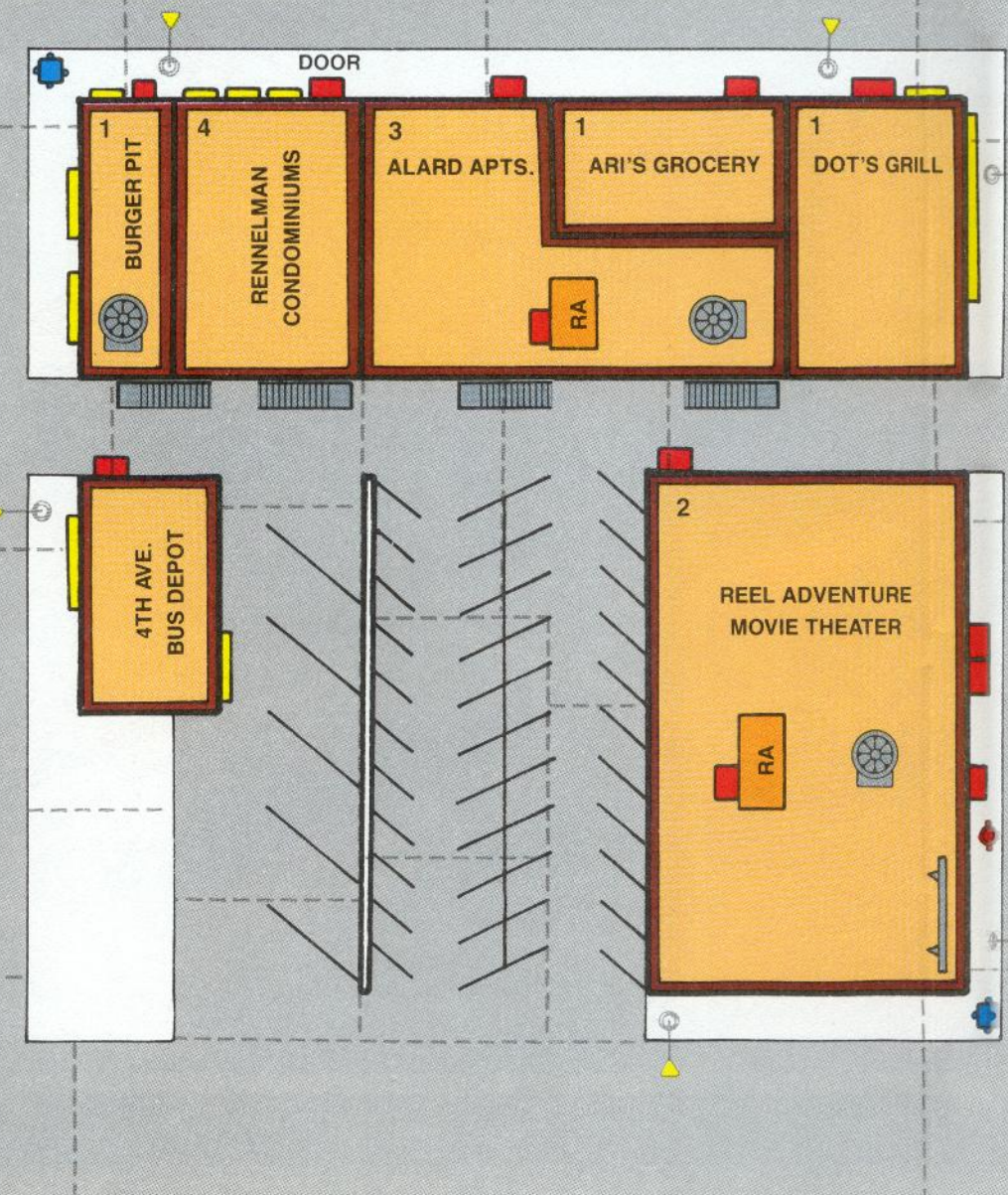
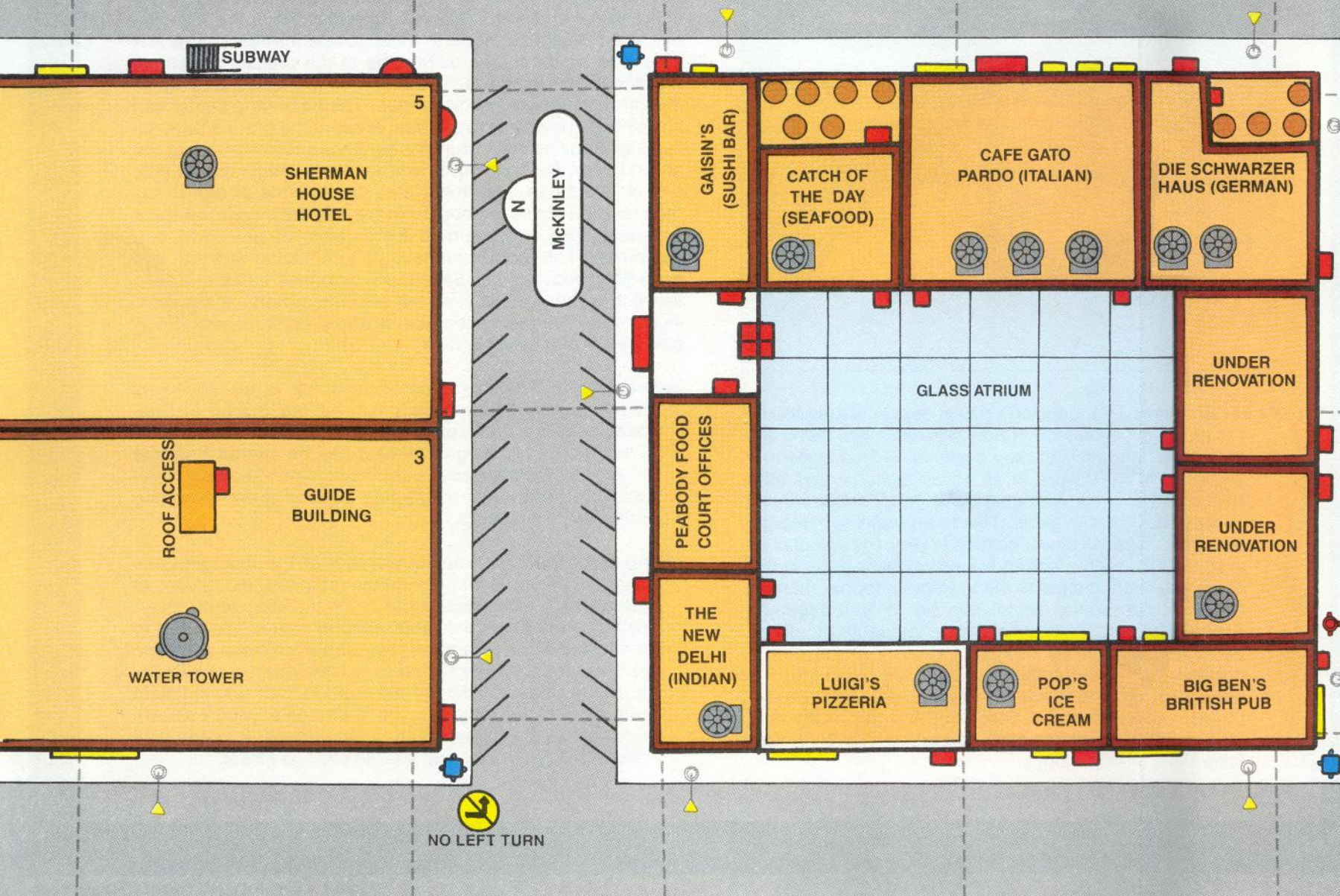
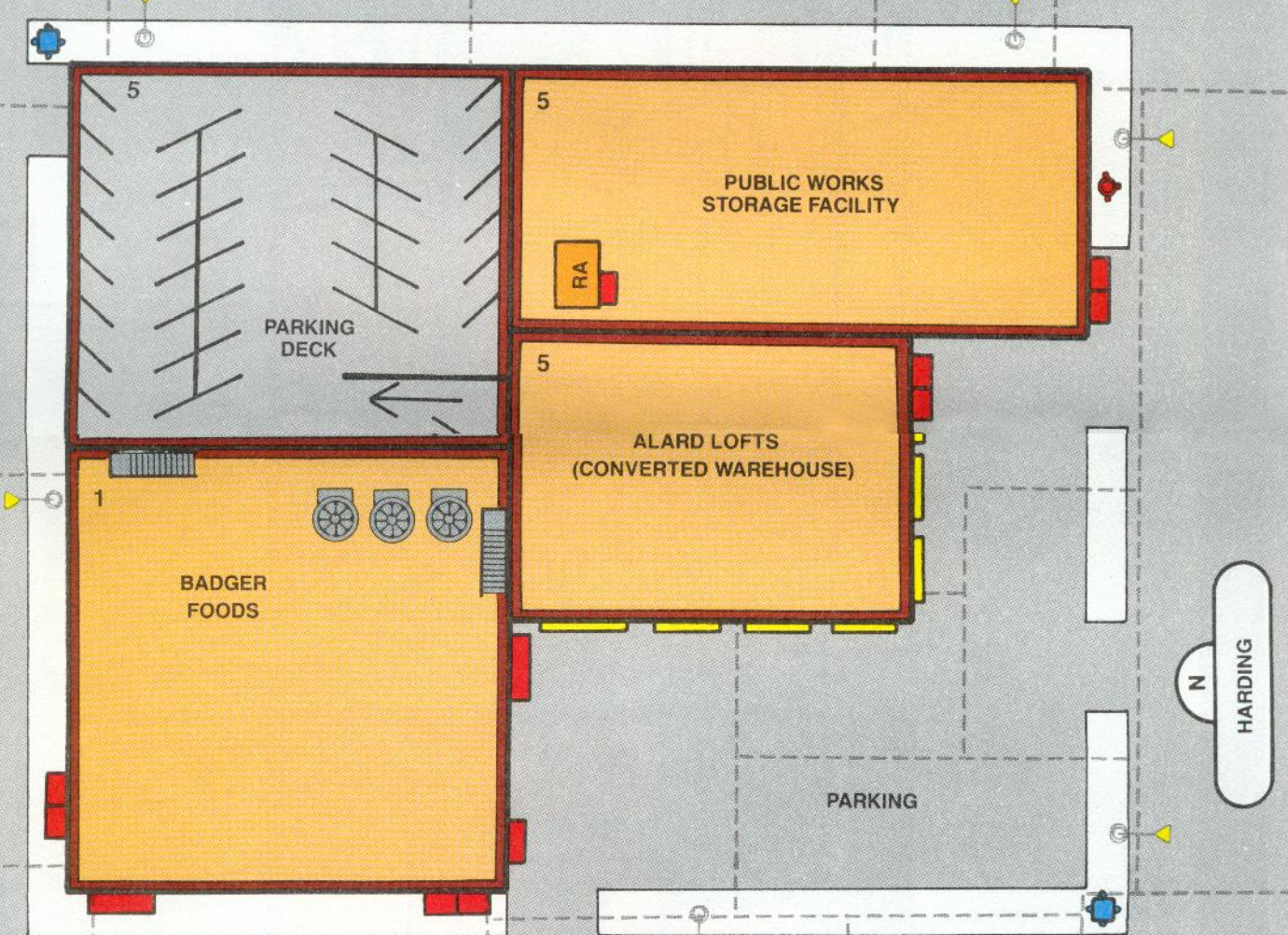
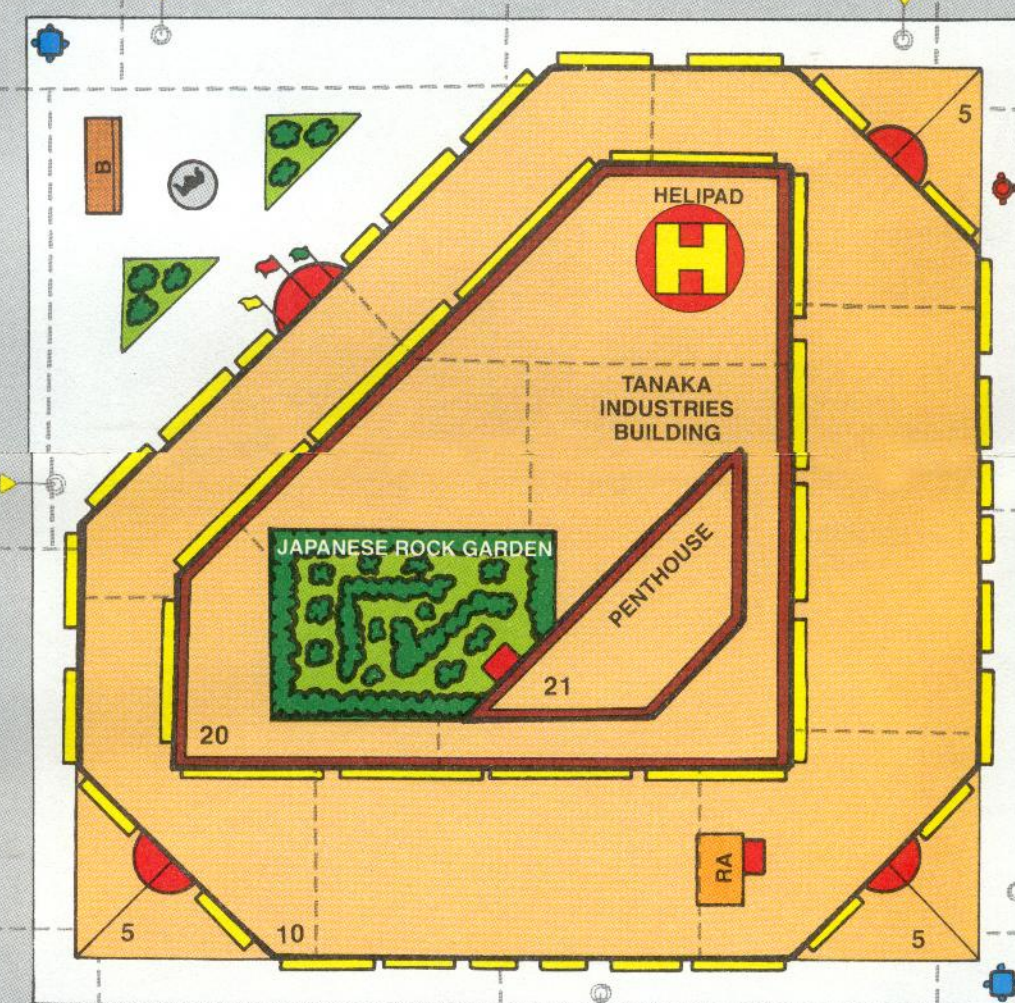
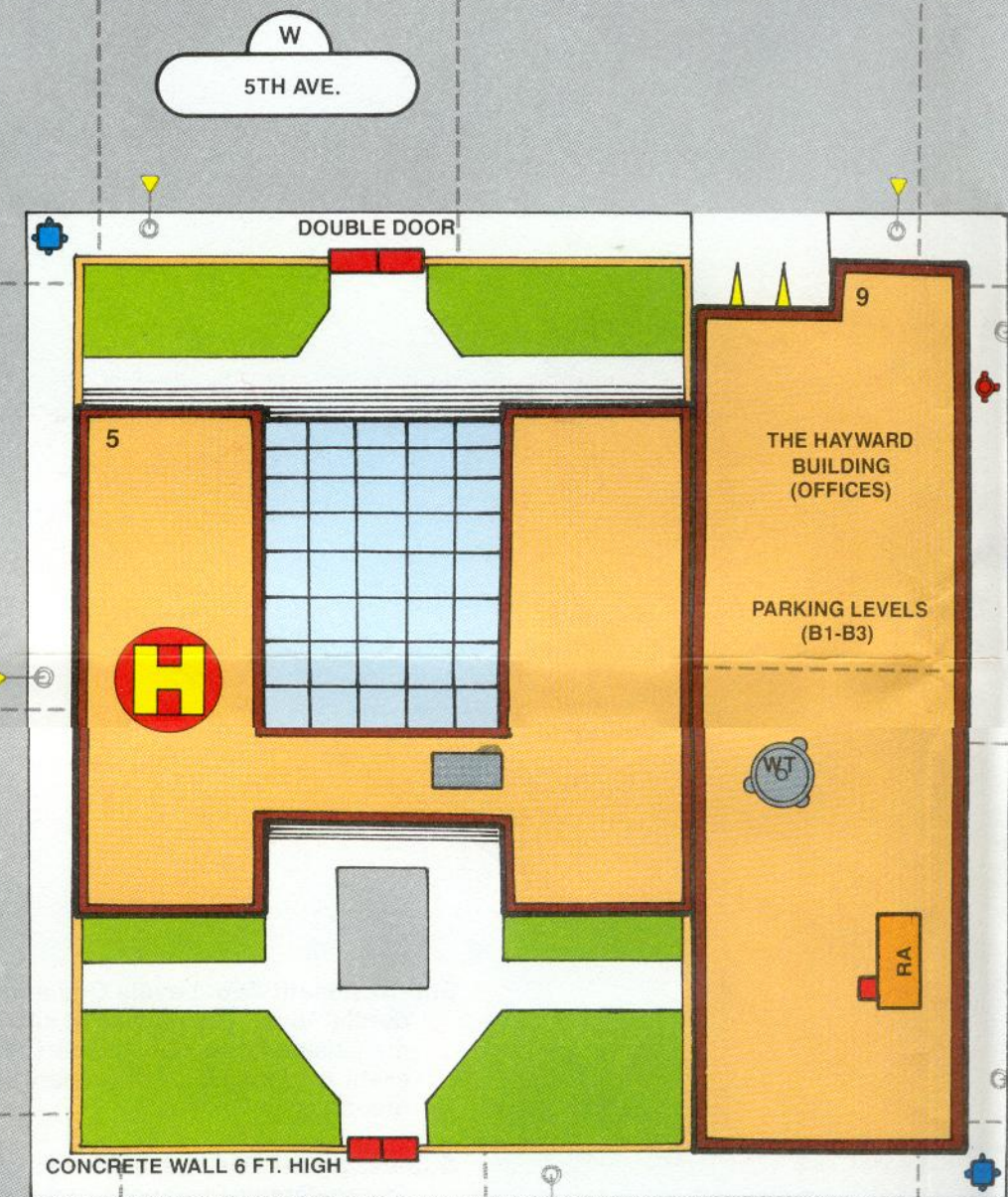
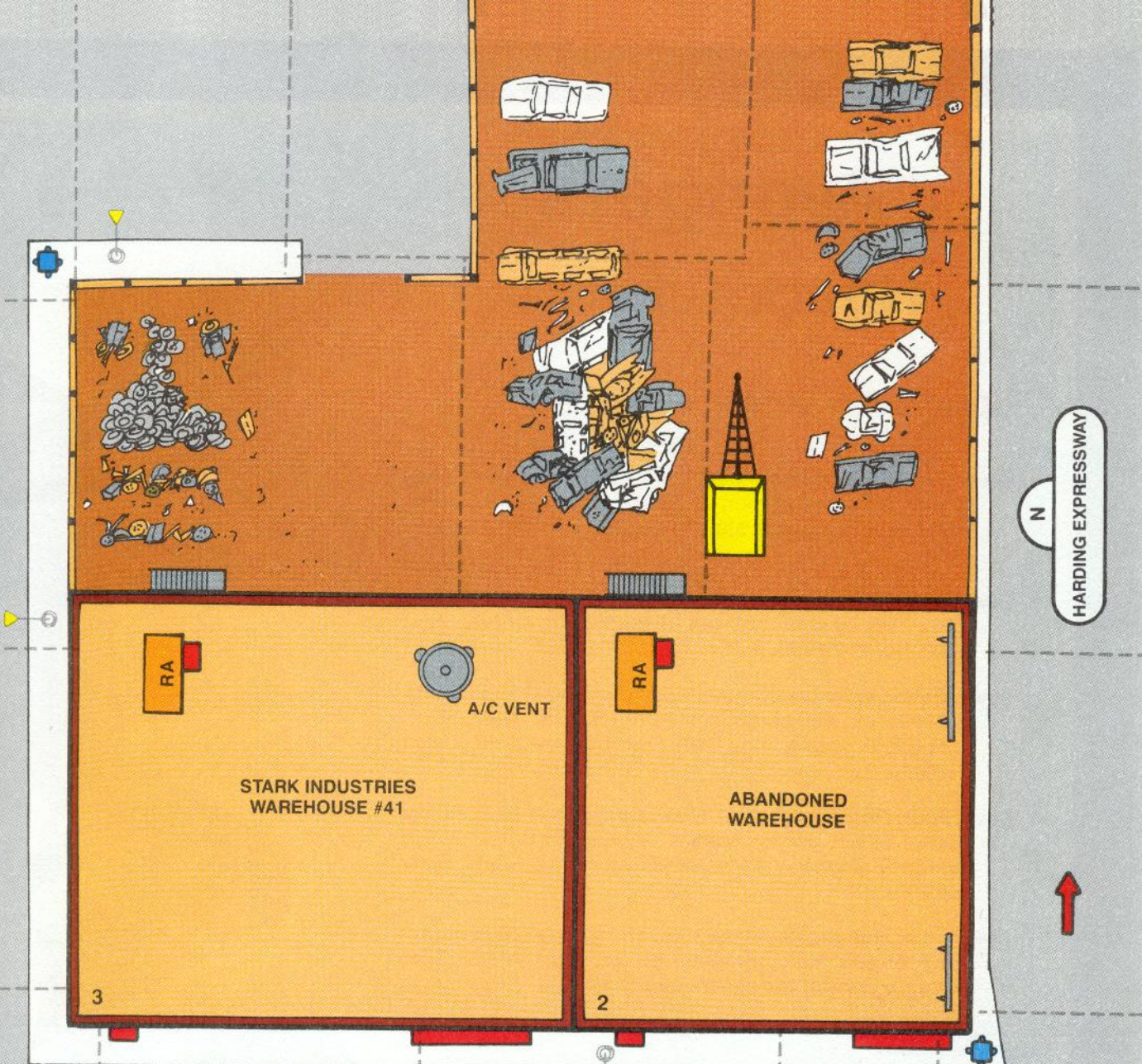
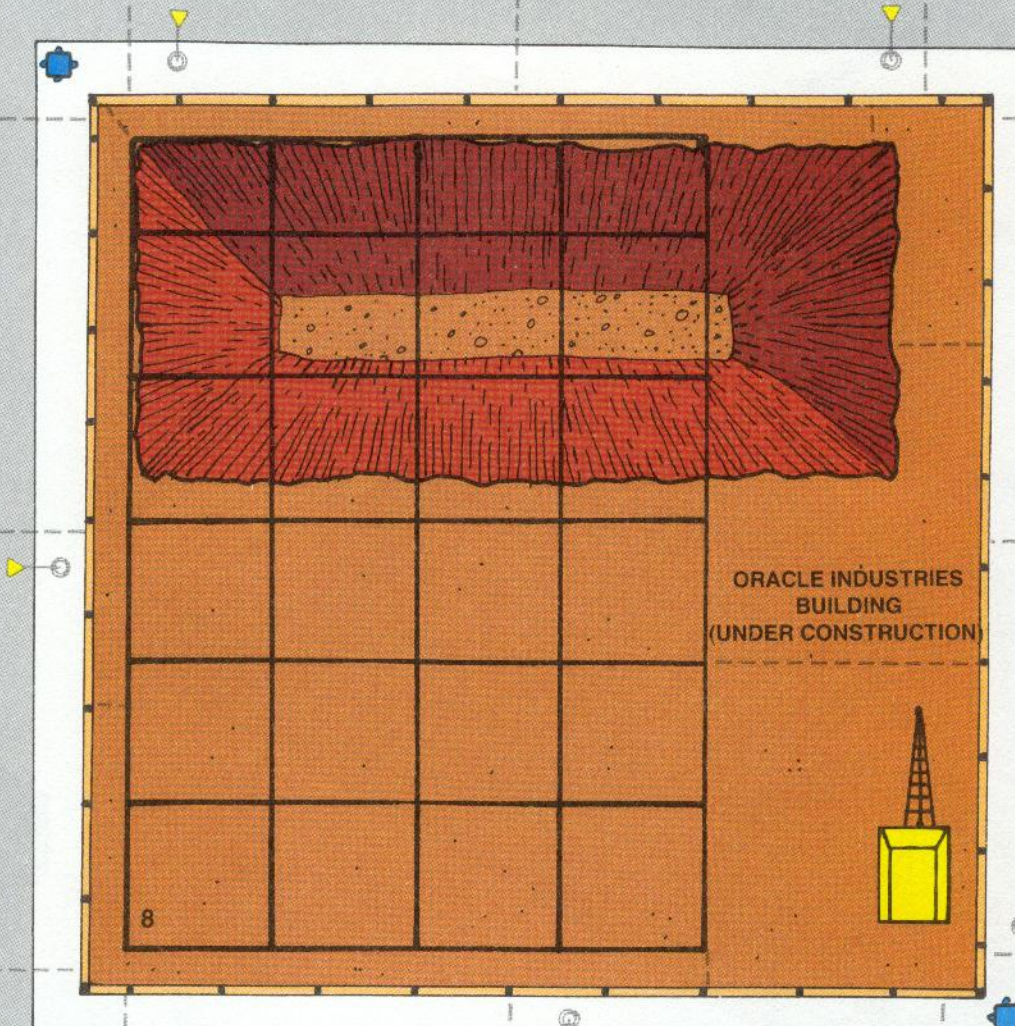
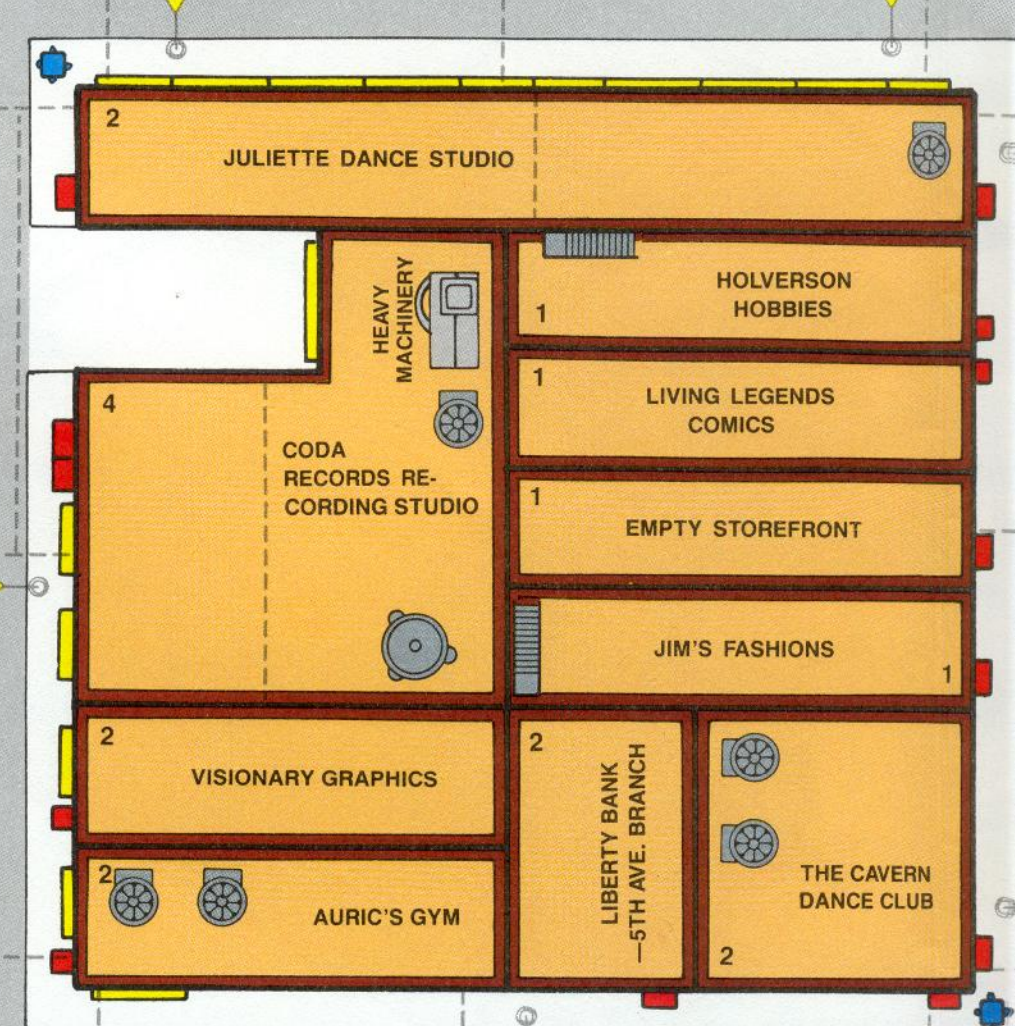
Of all the older Avengers, I have become the closest with Mistress Janet Van Dyne, also known as the Wasp. I first met a giddy young girl with an all-encompassing love for her beloved Ant-Man. To her credit, this young heroine has grown into a good and courageous woman. Her flair for fashion design has generated some wonderful clothes (the originals she has created for my mother are always appreciated), though some of her costumes border on unsettling.

Captain America, the noblest and most alone of all the Avengers, is a man of the 1940s brought into our time by the whims of fate. On quieter nights with the Captain in his early months after his return, I became his first confidante in this time, a trust I shall always cherish. This man has such outstanding moral fiber that seems lost in today's world. I once worried that his morals would be lost on the younger generation, but we have recently reestablished the Stars & Stripes, a network of young computer aficionados who collect local information of interest to the Avengers and alert the team to any situations where they are needed. I am doubly proud to call Captain America my friend and am pleased that his legacy of honor and justice seems to have reached younger ears.

Random thoughts brush my mind, scenes people might find surprising of their heroes such as the Vision's poetry reading late at night in the library, Hawkeye's and my trip to Yankee Stadium, Hercules' love of children as he played games with Franklin Richards, and an intriguing game of Atlantean chess with Prince Namor. I shall have the time in the future to record other, more detailed precious anecdotes of each and every hero I have served, but there is much to do before my day is done.







Avengers Headquarters:

Upper Level Details

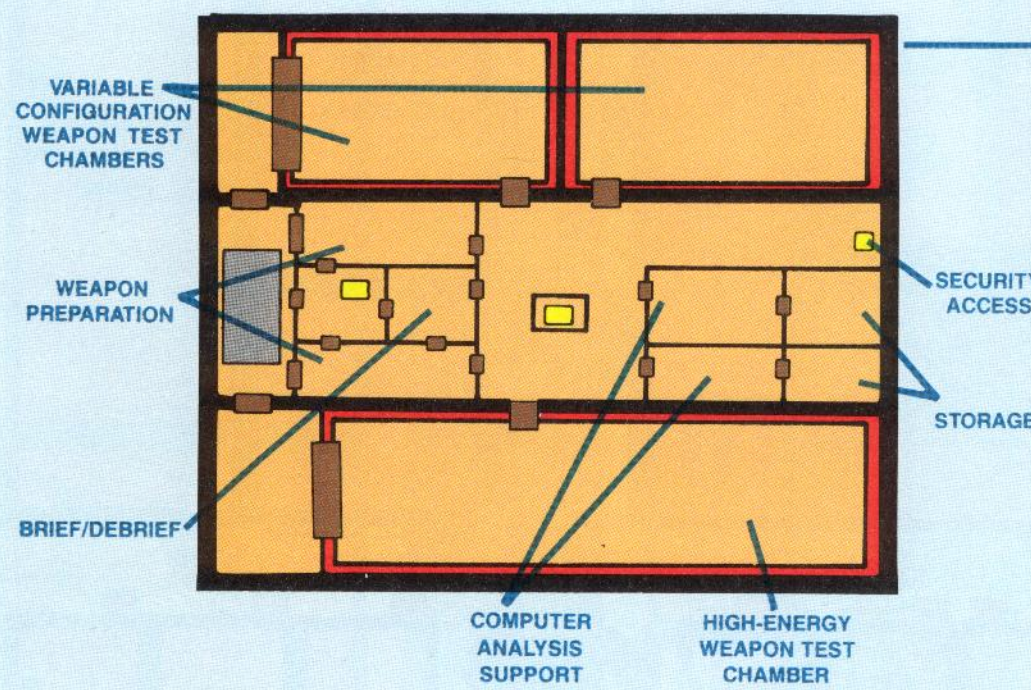
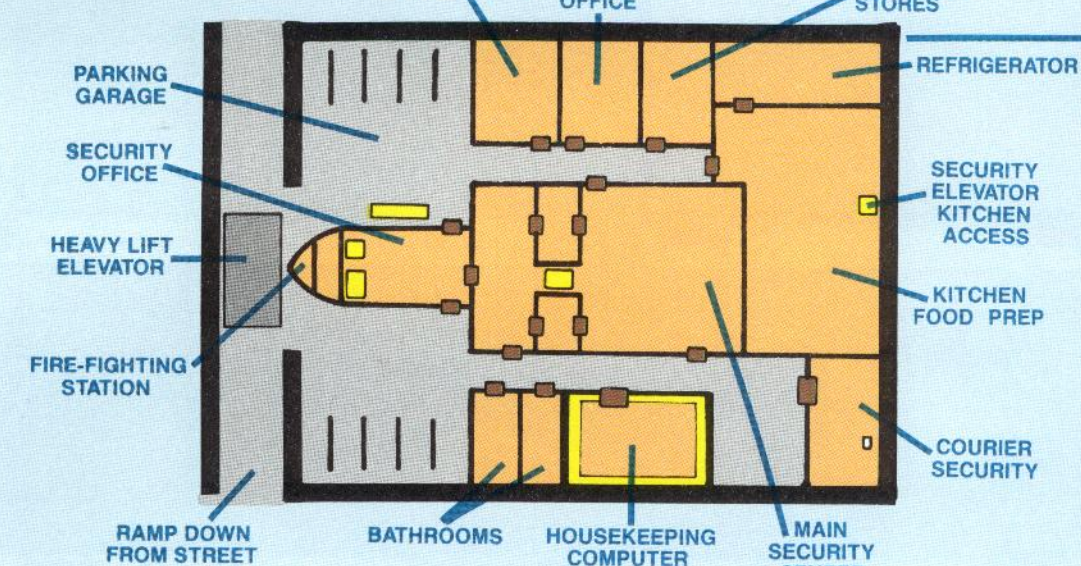
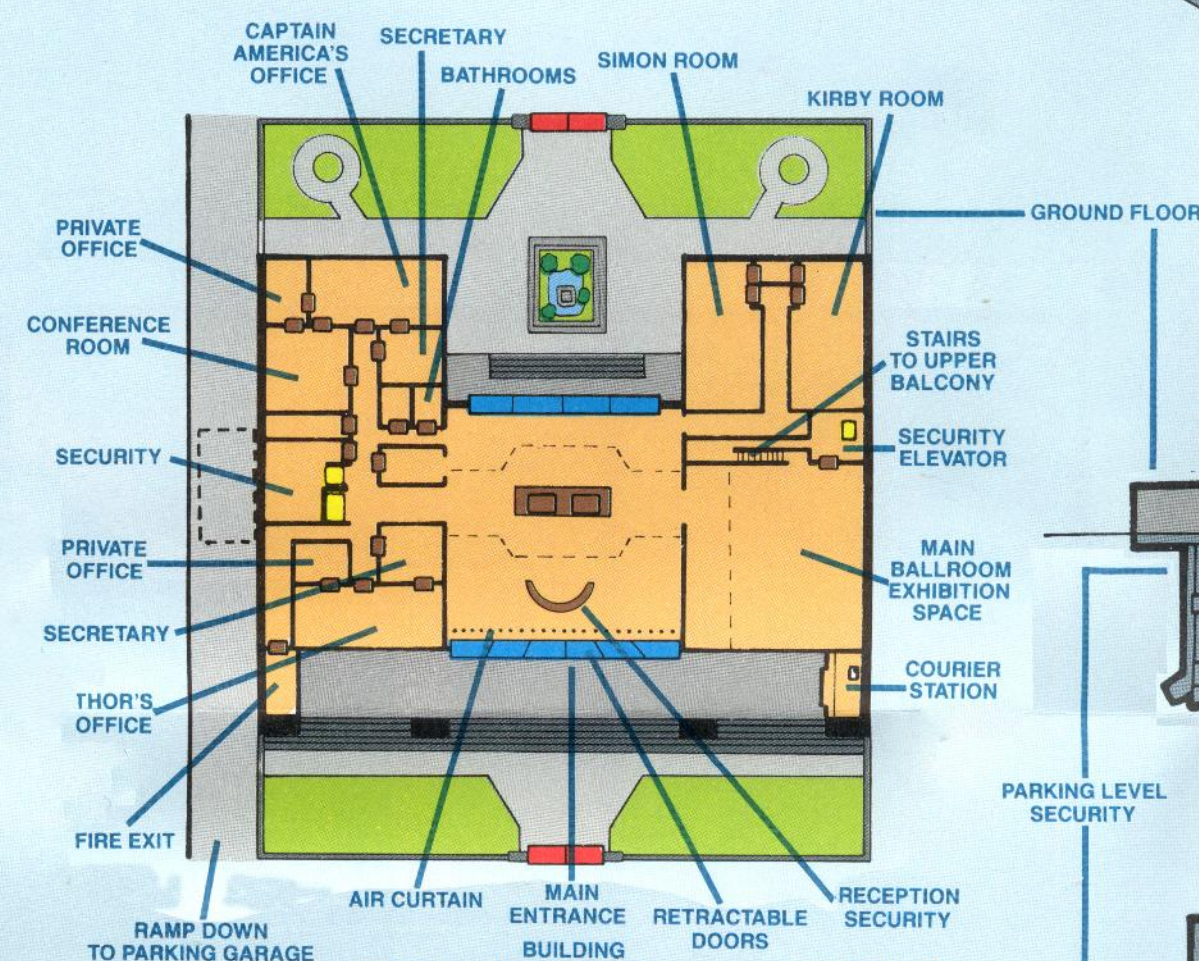
Level One: Ground floor. Main entry, main ballroom and entertainment areas (Simon and Kirby Rooms), public conference room, courier station, offices (Captain America, Thor).

Level Two: Active team facilities. Main dining room, library, study, "trophy room," offices (Black Widow, Crystal, Hercules, Sersi, Vision).

Level Three: Active team/guest facilities. Supplemental laboratories and workshops (computer, robotics, medical), offices (Black Knight, Tony Stark (vacant), two guest offices (vacant)).

Level Four: Residential level. Quarters (Support Staff: Peggy Carter, Edwin Jarvis, Marilla, Michael O'Brien, Active Avengers: Crystal, Vision, Captain America (vacant), Sersi (vacant)).

Level Five: Hangar/Residential level. Hangar, quarters (Active Avengers: Hercules, Black Knight, Black Widow, Thor (vacant). Guests: two vacant quarters).



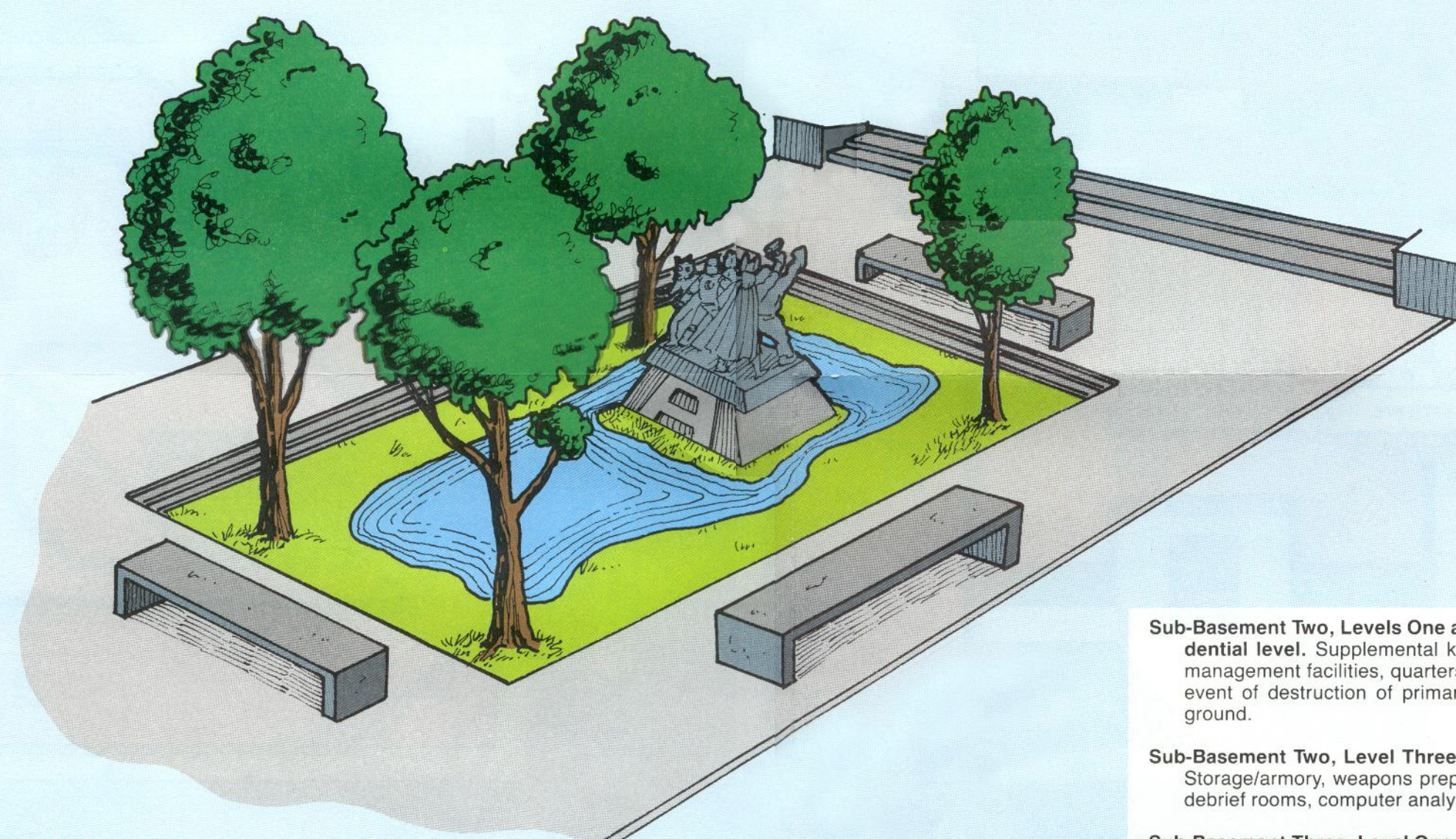
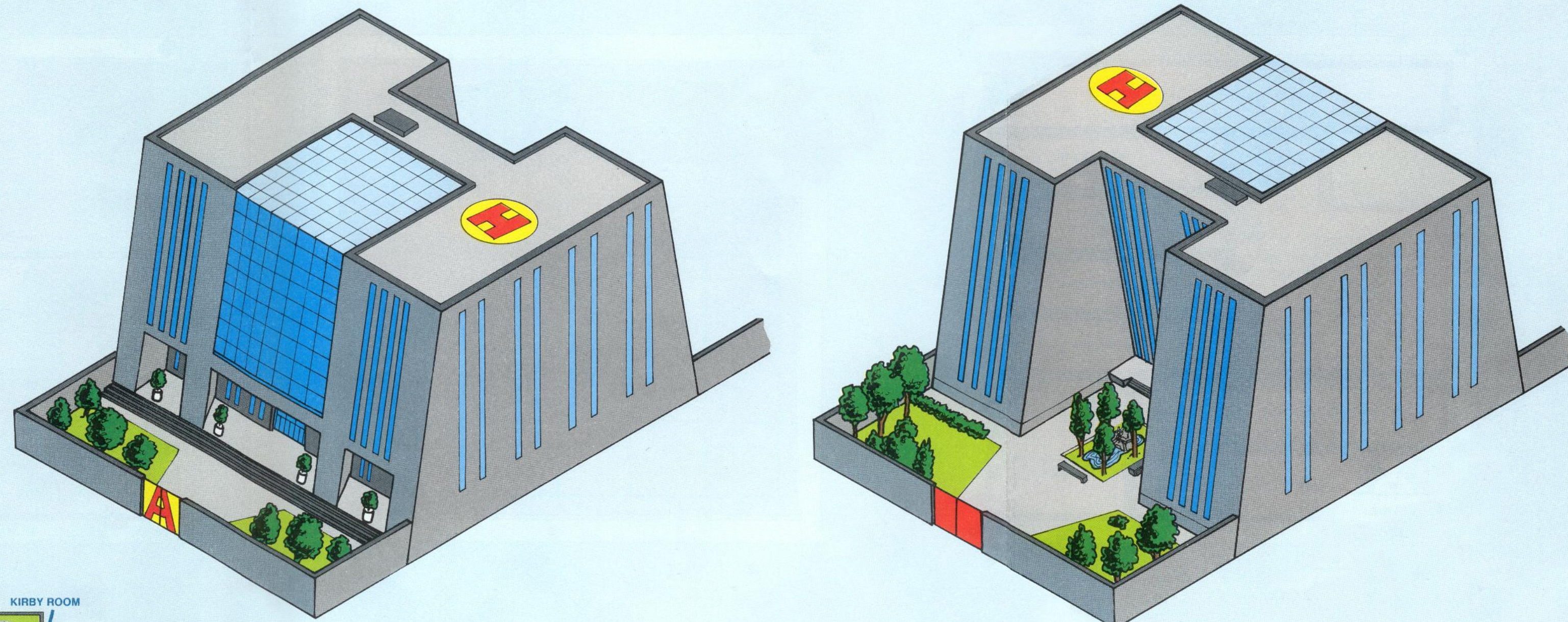
Lower Level Details

Basement: Parking level/Security. Motor pool/parking garage, storage, housekeeping computer, kitchen, pantry, command center (main security and communications and surveillance center, main security and communications computers), offices (security, building maintenance).

Basement Level Two: Recreational level. Exercise facilities (gymnasium, swimming pool, sauna, showers, hot tub), combat simulation facilities ("Danger Room"), game room (arcade, pool table, pinball machines).

Sub-Basement One, Level One: High security level. Main assembly room, main computer core, main archival computer (prime files, NSC and FF network), building support equipment (power generator, air conditioning/climate control systems, security arsenal and supply).

Sub-Basement One, Level Two: Laboratories level. Robotics and electronics lab/workshop, computer and electronic components storage, secondary and experimental computer systems; medical facilities (laboratory, infirmary, emergency surgery/operating theater, pathology lab and storage, cryogenic systems).

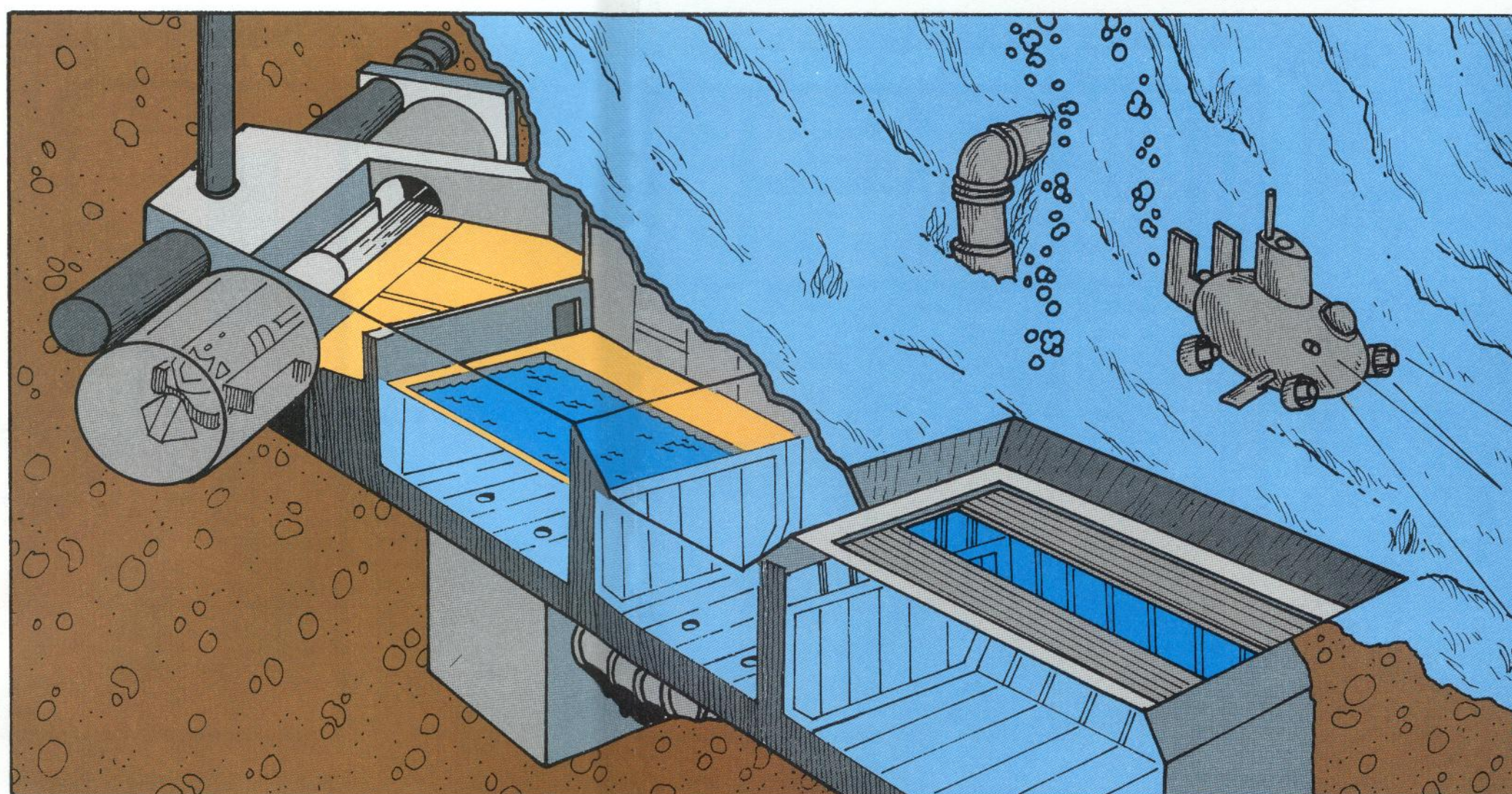


Sub-Basement Two, Levels One and Two: Emergency residential level. Supplemental kitchen, dining area, waste management facilities, quarters (12 vacancies); for use in event of destruction of primary residential areas above ground.

Sub-Basement Two, Level Three: Weapons testing level. Storage/armory, weapons prep and test chambers, brief/debrief rooms, computer analysis.

Sub-Basement Three, Level One: Additional storage level.

Sub-Basement Three, Level Two: Shuttle and submarine pen access level. Shuttle control room, maintenance access tunnels, shuttle, emergency pumps, East River tunnel.



Avengers Headquarters/Mansion

General Details

History: The current Avengers Mansion is less than one year old, but shares a great history with its current location and the previous buildings that served as homes of the Avengers. The original mansion was built in 1932 for Howard Stark. Soon after the formation of the Avengers, the mansion was donated by Tony Stark to the team. Despite years of use by the heroes, the old mansion rarely suffered much total damage until the siege by the fourth Masters of Evil. More than a dozen super villains destroyed much of the building while battling the Avengers. The mansion was rebuilt on the floating island known as Hydro-Base. Re-named Avengers Island, the base and the mansion now lie on the bottom of New York harbor, victims of Doctor Doom and the Acts of Vengeance.

The new Avengers Headquarters was built on the site of the original mansion. With the loss of the original mansion and Avengers Island, a new headquarters was built on the site of Avengers Park and connected with the original mansion's sub-basements that still remained there. That building, with recent renovations such as the glass atrium, is the base for the East Coast Avengers.

Construction: (Exterior) The outside walls are cast of Incredible material strength steel-reinforced concrete. The atrium contains Remarkable material strength transparent polymer panels with Remarkable steel reinforcements.

(Interior) The above-ground interior structure utilizes Remarkable material strength metal walls that can be covered by plaster or wood paneling for variety. The sub-basement walls are reinforced to Incredible material strength and can also be cosmetically altered. All upper floors in Avengers HQ are made of a nonconductive metal of Incredible material strength, while the sub-basement floors are constructed of Incredible strength concrete. All internal surfaces (walls, floors, ceilings) contain integral shock absorbers that mute any explosive force or impact on or near said surfaces (-1CS to all physical or force attacks within two inches of a surface). The walls and floors within and surrounding the laboratories are specially reinforced. A half-inch thick sheet of Vibranium insulates the walls, preventing sound from escaping the sensitive areas and absorbing the bulk of any explosions. This is further backed by a quarter-inch sheet of Adamantium to prevent any materials from escaping the lab in the event of a mishap. This insulation gives the doors, walls, floors, and ceilings of the Avengers labs an Unearthly material strength.

All the doors within Avengers HQ are of Remarkable material strength, whether they are reinforced wood or metal doors. They are usually manually controlled, though all doors can be opened, closed, and locked by computer controls in the command center. All doorways can also form pressurized seals about the doors, preventing the escape or entry of any gases or miniaturized enemies. All windows are made of a transparent polymer of Excellent material strength and are controlled by computer for opening and closing. All windows automatically close and seal if an intruder alert is activated by security.

Surveillance Systems: Avengers HQ has Incredible rank visual (includes infrared and ultraviolet scans), audible, and motion sensors that can focus on any location within the building, its sub-basements, and the grounds. Many surveillance monitors are built into the track lighting of all internal areas (Incredible Intensity Reason FEAT to isolate the monitoring equipment within the lighting) but can be disabled from the communications/security center. All monitoring equipment transmits information to the security center and has quadruple-redundancy systems to ensure that all monitors are functioning and that all areas are secure at all times. This was upgraded from the original double-redundancy protective systems that were easily overcome by Doctor Doom.

Security Systems: Supplemental security sweep sensors operate within 10 feet of any entrance into the mansion or onto the grounds. They activate if a superpowered being comes within 25 feet of the boundaries of Avengers HQ (detected by a constant passive surveillance sweep loosely based on the mutant-detecting circuits of a Sentinel). The security sensors record all physical aspects of the approaching being in 0.37 seconds and cross-check all pertinent data for identity verification. The micro-burst scan checks voice-prints, retina scans, and physical dimensions. If any of these checks corresponds to a known enemy or known hostile, an alert is set off. Low-level alerts are set off by any known superhumans or known normal humans, hostile or no, simply for matters of internal security.

All entrances onto the Avengers HQ premises have a battery of 12 tooled steel tendrils that grapple any being within 15 feet of said entrance if there is an intruder or hostile alert active. These tendrils are of Incredible material strength and grapple with Incredible strength. Some tendrils can be fitted with gripping claws that hold for Amazing strength, but currently these attachments are used only on the main entrance. The tendrils are designed to immobilize beings for either a more detailed identification or eventual incarceration (in the event of hostile attacks). Supplemental security systems include stun fields within all doorways of Incredible rank, Remarkable rank knock-out gas within any areas with a security breach, etc.

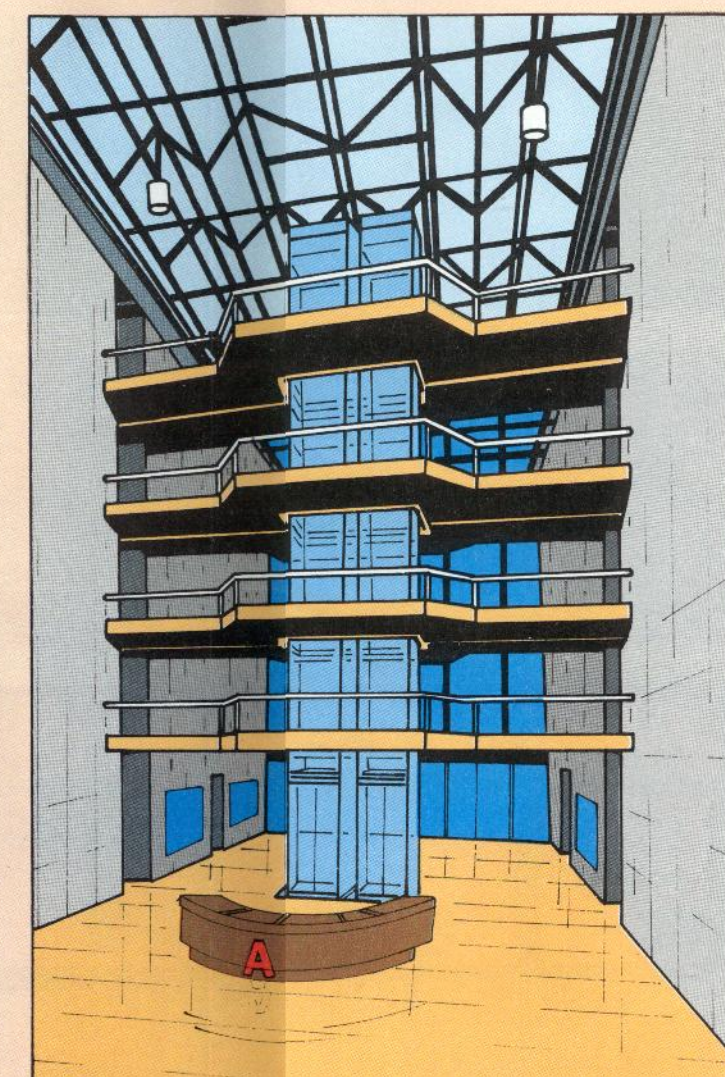
Security is also reinforced by the Avengers' security chief, Michael O'Brien. Michael can take control of any automated security and defensive systems from his office or the command center and operate these systems with Remarkable efficiency. He and his supplemental security officers can also directly confront intruders within Avengers HQ. Standard security armaments include energy pistols (Remarkable stun or energy, six-area range), and force rifles (Remarkable to Amazing rank, force beams; nine-area range). In extreme cases or in the event of an all-out assault, security has access to specialized Pym particle gas grenades that shrink any creatures within the target area with Remarkable effectiveness.

Defenses: The defense of Avengers Mansion lies within its occupants—few dare to break into the dwelling place of the world's greatest and most powerful heroes. If none of the active team is in residence at the time, automated security systems can at least delay attackers for any staff to activate the defenses by hand. If totally unmanned, the headquarters can be fully automated, and automatic defenses for the grounds, the atrium, and the basements are activated with any security alert. The glass atrium can be reinforced with an energy screen similar to Iron Man's repulsors, granting this area an Amazing defensive strength and causing any in contact with it Incredible energy damage. The gates and any entrances onto the grounds or into the Avengers mansion are energized as well, causing Amazing stun or energy damage to intruders touching the field. An intruder alert while the headquarters is unmanned automatically seals the basements off from the upper floors. It takes 12 seconds after the activation of an intruder alert for six-inch-thick adamantium plates to slide into place and fully block access to the basements via any elevators. Only the security access elevator can penetrate this plate blockage, and an active Avengers Communicard is needed to operate that elevator.

Additional defenses for the headquarters must be manually activated or manned. Main line defenses, once the mansion has been breached, seek to incapacitate intruders. The first defensive systems take advantage of the pressure seals on the doors and windows, flooding invaded areas with up to Monstrous strength knock-out gas. The command center can also reroute power into individual areas of the ground floor, activating Amazing rank stun plates embedded throughout the ground floor. By boosting power levels to maximum on only one or two areas, the stun plates can operate at Monstrous rank for two rounds. Robots from the combat simulation room can be quickly programmed for defense of personnel and equipment. The robots can have up to Amazing Strength and Incredible body armor. Secondary defenses include arming the staff with weapons from the security armory, holographic illusions of Avengers to confuse intruders, and automatic flying stunulators of Incredible rank.

Incarceration: If hostile superhumans are apprehended by the Avengers, holding cells can be maintained in Sub-basement Two until transport to the Vault can be attained. The weapons testing chambers can be altered from the chambers themselves or from the command center to provide Unearthly rank restraining devices and/or Amazing rank power inhibitors.

Living Quarters: Each active member of the Avengers has quarters provided for them on the premises, though not all team members choose to stay at the mansion when not on call. The interior of the rooms can be altered according to the tastes of the occupant, providing even major cosmetic renovations to the decor, such as Hercules' classic Greek styled chambers. Some of the support staff also maintain quarters on the premises. Each person's living quarters contains at least two chairs, a small desk, a queen size bed, a full bathroom, and a large storage closet.



Power Systems: The mansion's power supply, a thermoelectric generator, is housed in Sub-basement Two along with its triple-redundancy backup systems. A final system, in the event of the failure of all power systems and other backups, allows the Avengers Mansion to temporarily tap into the local power feeds. This is a temporary stop-gap measure, since the power needed to keep the complex operational will drain much of the power throughout a five-block area if connected to the system for longer than two hours. Experimental prototypes lie in Sub-basement Three which would allow the system to absorb the electrical energy yielded by energy generators of Amazing or greater rank (Thor, Captain Marvel, Living Lightning). The first test-run by the Black Knight and Thor overloaded all the power circuits on Sub-basement Two (this being attributed to the full lightning strike summoned by Thor, not a failure of the technology).



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