

# Codex of the New Earth



## The Cult of the Still Lady



# THE CULT OF THE STILL LADY

A light, unendurable.

A truth, inexpressible.

A thought, incandescent.

When the thunder of the Scream roared in the minds of Old Terra's psychics, not all were broken by the surge. A scant handful survived the torrent of metadimensional energy that poured through their neural tissues, the searing force somehow missing the most crucial parts of their identity. If their bare lives were spared, their sanity was not so fortunate. Every surviving psychic in the known galaxy was reduced to foaming madness. Aggression, paranoia, delusional obsessions- these Crazy had not even the mercy of a gentle insanity. Their minds became monstrous in their agony.

The greatest of Old Terra's precognitives were saved by their instinctive twisting of probability's fabric, slipping through the net of possibilities to emerge with bodies intact- and minds hopelessly shattered. Some of them became savage ravers, carving a swath of devastation through their friends and colleagues as they guttered out in blood and howls. Others, the more dangerous, retained enough of their minds to form strange and horrible delusions.

These Crazy had once been among the most powerful and respected citizens of the Terran Mandate. Many of them were directly responsible for maintaining the intricate web of psitech that allowed Old Terra to exist in its permanent autumn of serenity, and they had access codes and security privileges matched only by the Directorate itself. The Scream was imperceptible to ordinary men and women, invisible to all save sensitive psitech and those brains that were open to the flow of metadimensional energies. No one had warning of what was happening; no one imagined that it *could* happen.

And so no one was ready when dozens of the most powerful figures on Old Terra suddenly were consumed with a maniacal need to destroy their imagined enemies. Emergency failsafes were tripped, fusion snuffers were deactivated, systems were overloaded, power

plants were instantly reconfigured into nuclear explosions and orbital habitats were redirected into comets of destruction. The Bright Mirror system defense array was triggered and set to wipe out every ship in the Sol system, and whole fleets were erased in moments as they fell under once-friendly guns. The few spike drive ships that drilled into the system lasted only minutes longer.

Worst of all, the Highshine disaster recovery system was perverted into an engine of mutation and agonizing change. This microscopic nanite dust was intended to deal with sudden planetary disasters, stabilizing the wounded, neutralizing radioactive materials, and repairing genetic damage. The Crazy twisted it, and only the desperate intervention of Old Terra's Maestro-class AIs was able to prevent them from turning it into a global cloud of death. As it was, the system that had been intended to heal and preserve instead latched onto damaged genomes and radiation-warped chromosomes to force injured men and women into new and terrible shapes. Even the beasts and plants were not spared the scourge of nano-fueled mutation.

The vast majority of Old Terra's population was dead within three weeks. Survivors were scattered and forced into small bands, the better to evade the rampaging security bots unleashed by the Crazy. After the first

## USING THIS CODEx

The contents of this codex are meant for use with the upcoming post-apocalyptic role-playing game ***Other Dust***, due out in the summer of 2012. In these pages, you'll find elaborations of personalities and places that couldn't quite fit in the main rulebook.

However, ***Other Dust*** is fully compatible with the free RPG ***Stars Without Number***, and this codex can easily be used to provide a demented psychic cult on some backward planet or blasted tomb-world. Steal their sinister psionic discipline for your own villains, plunder their hideous tech for modern maltech cultists, and strip the book for parts for your own campaign.

Remember- it's not *theft*. It's *efficiency*!

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few months of butchery, the Crazy turned their attention on each other. The other survivors were simply no longer important to their individual insanities.

This did not prevent them from making some small use of the remaining fragments of humanity on the New Earth. There were always a few souls so desperate or so deluded as to seek alliance with these maniacal psychics, and a few of them managed to impress the Crazy as somewhat-useful minions. These first disciples formed the core of cults devoted to propitiating their terrible masters and fulfilling their demented aspirations. In return, these devout followers were to receive protection from the chaos of the New Earth and a favored place in the glorious world to come. In practice, many of the Crazy are only peripherally aware of their own followers, but their disinterest is taken as divine mystery by their worshippers.

In the two hundred years since the Scream, these cults of the Crazy have slowly spread across the globe, their morbid scriptures carried by avid worshippers and the far-ranging Crazy themselves. Most communities view them with horror, counting them abominable servants of unspeakable powers, and the atrocities that come in their wake give justification for this fear. Open reverence to one of the Crazy is enough to make a cannibal raider flinch, and even those rare psychics who aren't affiliated with the cults are assumed to be servants of these sinister powers.

The cults openly rule in only a few places. Most of their masters and mistresses are too indifferent to the doings of ordinary humanity to care about conquering territory or establishing formal rule. Most of them are too tightly wrapped in their own delusions to function as global tyrants, even if they desire as much. Instead, the cults and the Crazy are a corrosive, threatening presence that always hovers at the edge of every enclave's fears. Weak communities are always at risk of being buried by bands of zealous cult raiders, and if one of the Crazy themselves should turn their personal attention on an enclave, what manner of heroes could possibly save the inhabitants from destruction?

## THE STILL LADY

Dr. Fujiko Nakagawa was one of the preeminent biopsionic precogs on Old Terra in the decades before the Scream. Her unique blend of precognitive talent and biopsionic affinity allowed her to perceive medical dangers and surgical complications long before they manifested, and her treatment plans were invariably flawless in their results. She was the favored medical consultant for several of the most powerful Directors of the Terran Mandate, and she was trusted with access to the most advanced medical psitech on the planet. It was Fujiko's expert attention that prolonged the lives of Terra's masters beyond all common boundaries.

When the Scream washed over Old Terra, Fujiko's innate probability-warping powers triggered to preserve her life. All over the globe, arch-precognitives wrapped themselves in the slender shreds of possibility that they might not die instantly under the raging torrent of energy coursing through their neural tissues. Fujiko's power sheltered her from the instantaneous death experienced by ninety-nine out of every hundred psychics remaining on Old Terra, but it could not save her sanity.

Fujiko was still dazed and half-coherent when the most violent of the Crazy began their attack on the phantom enemies around them. Her research center was scourged by a near-direct hit from a sabotaged orbital habitat, and only the hundreds of meters of bedrock shielding the operations core kept her alive. Through the chaos and terror of her colleagues, she was able to pick up a few garbled transmissions from the outer world. Images of cataclysmic disaster flashed over sensors that vanished in radioactive fire and heaving earth, and panicked officials called for help against a world that had suddenly leapt at their throat.

It was this panorama of destruction that crystallized her madness. Everything was changed around her, everything was altering and crumbling and falling apart. Someone had done these terrible things. Someone had made a change that she hadn't foreseen. Somehow, this change had infected her, had blinded her to the catastrophe that was raging above her head. It was desperately important that she purge herself of these foreign alterations before even worse disasters ambushed her world.

Entropy can only increase in any sealed system, however, and so she could not simply rectify the damage. She had to shift it- she had to push the change from herself into the minds and bodies of those around her. She stalked the corridors of the operations center for hours as the disaster seethed far above, hunting down the surviving physicians and twisting them in horrific fashion. Every tumor, twist, and defilement of their living flesh was one more drop of entropy shifted from Fujiko to a more expendable creature.

Fujiko's delusional senses experience change as a tangible thing, a sticky black fluid that bleeds from the pores of impermanent flesh. Humans stink of mortality, of endless, churning decay and the slow collapse of life. She bathes constantly to cleanse herself of the stains and molds her closest servants in shapes that can be relied upon to persist without alteration. She must remain pure at all cost, perfect and unchanging and able to see what was to become of the world. A bruise, a cut, a flush to her skin- these things drive her into a panic-stricken frenzy as she warps the living creatures around her in an attempt to eject her change a hundredfold onto the bodies of others. Even when a change is quickly repaired, she feels the overwhelming need to "purify" herself by transferring the defilement to others.

## THE CULT HIERARCHY

In the decades after the Scream, Fujiko acquired a small legion of followers and devotees. Their lives had no intrinsic worth to the Still Lady, but they promised use as precious hosts for her own excess change. The more servants she had, the more chaos she could sequester safely away in human flesh. For this reason, if no other, Fujiko tolerated the growth of the Cult of Change.

One of her earliest constructions was the great flying edifice known as the Floating World. A kilometer across at its widest point, this gigantic structure is composed entirely of living flesh, of men and women molded into living gas bags, support struts, and building materials. Bodies are sculpted into gardens of flesh and carefully-decanted fluids for the enjoyment of Fujiko's favored servants, who attend her wearing beautiful garments made from the boneless, living bodies of their less pleasing compatriots. Most of the components of the city are mindless lumps of flesh, but now and then a minion displeases the Still Lady

sufficiently to be denied a comfortable oblivion before being sculpted into a new portion of the city.

From the shimmering pink and red and white pavilions of the Floating World, Fujiko sends forth her loyal priests in search of fresh converts. Each of these Arbiters of Change is "blessed" with a portion of change from the hands of their superiors, and are expected to impart an equal measure of alteration to the unbelievers below. The entire crazed edifice is founded on this belief in the fungibility of alteration, of the need to receive change from above and pass it down below. Only through their constant alteration can their goddess' purity be maintained and her protection of the world ensured.

Arbiters are organized in three tiers. At the peak are the Teratarchs, a dozen psychic arch-adepts of the gruesome discipline of Teratogenics. Half of them remain aboard the Floating World at any one time, managing the servants and intricate purification rites that Fujiko compulsively enacts. The other six are assigned to manage continent-sized regions of the earth, overseeing the missionary efforts of the Arbiters and hunting after lost biotech that could be useful to their mistress' purposes. These six are in constant contact with Fujiko through the telepathic discipline of Mental Link, but they are loathe to admit to any failure or difficulty in their tasks. The Still Lady has no patience for incompetent servitors.

Beneath the Teratarchs are the Molders, senior psychic adepts who have all proven themselves capable of mastering the arts of psychic mentorship. The Molders are responsible for training new cult psychics and carrying out the practical plans of their Teratarch masters. Their efficiency is often somewhat lessened by their habit of murderous internal competition, always jockeying to leave one of their rivals responsible for whatever errors or failures might ensue. One or more Molders are often responsible for regional branches of the cult, providing a loose organizing principle for the wandering priests and faithful.

The least of the clergy of change are the Vessels, recipients of their masters' wisdom. Not all Vessels are psychics, with some chosen for their unique powers of violence, cunning, or demented zeal. Vessels are the immediate supervisors and masters of cult settlements,

and wandering Vessels provide Molders with the reconnaissance needed to plan further expansions. A given band of cultists is probably led by one or more Vessels, with the most senior commanding the others.

Beneath the Arbiters of Change are the common believers, the “Mutable” as they are called by their masters. They exist purely as clay for the purposes of their betters, but the Arbiters do feel an obligation to shepherd them against useless loss and careless diminishing. Most cultists are born into the faith, though now and then an enclave grows so desperate that they are willing to make hideous bargains with a Molder in exchange for the help that the Arbiters can grant them. Those who have second thoughts about the wisdom of such parleys are usually the first to be offered up to the Still Lady’s purposes, and within a few years none remain but the fanatical, the hopeless, and those too young to understand anything else.

Some Mutable with exceptional talents are elevated to the Floating World when it next passes through that region of the world. They serve to bolster the constantly-diminishing ranks of servants and foodstuffs aboard the flying city. Those who realize the horror of their new estate also realize that escape is hopeless, and their only chances for continued survival are in perfect

obedience and the treacherous sacrifice of their fellow servitors.

Those Mutable with psychic abilities are more valued, and are always brought to a Molder for training. This psychic mentorship isn’t guaranteed to burn the new pupil out in feral insanity, but the techniques used are horrific, and most cult psychics suffer severe psychological damage from the atrocities they are forced to commit and behold. Even those who have second thoughts about loyalty to the cult often find themselves bound to it after their training, knowing that no other community could possibly accept them after the things they have done. A bare handful escape their teachers and the inevitable pursuit that follows. Most keep running for the rest of their lives, trying to escape the things they have seen and done.

Fujiko herself has little to do with the affairs of the cult. She desires more servants, so that more change can be purged from her and contained safely within the flesh of lesser beings. If local rebellions wipe out a Teratarch and his servants, her most likely response is to simply send a replacement rather than involve herself personally. Her devotees consider it a sign of her divine indifference to the world. In truth, Fujiko is terrified at the thought of personal harm and will avoid the risks of personal confrontation at all cost.

## ARTIFACTS OF THE CULT

### SEED OF CRIMSON ABUNDANCE

These black, glassy nanotech seeds are approximately 20 centimeters long and have an unsettling weight to them. Extremely close inspection will reveal an almost imperceptible pattern of fine tessellated lines across the surface of the artifact. The seeds are very tough, and require eight points of damage to shatter. Fujiko fabricates them using a psitech device she salvaged from her research center, though many have migrated throughout the New Earth in the hands of her Arbiters and zealous followers.

The Seeds are intended to be a sign of wonder and mercy to the world, a symbol of the Still Lady’s wisdom and a tool for drawing more of the errant change of the world into the bodies of unbelievers. It’s not uncommon for Arbiters to be found carrying as many as a

dozen of these artifacts when they anticipate an opportunity to overrun some outpost of faithless scavengers.

The seeds require at least one living, sentient host to operate, and the host must be physically restrained in order for the seed to interface correctly. Usually three or four victims are bound together before the seed is implanted in one, whereupon a fine black webbing of nanoparticles permeates both the immediate victim and any luckless wretches bound with them. The process takes four hours to complete, and any violent and unrestrained motion during that time will break the webbing and collapse the seed into inert black nanite powder.

If the seed is allowed to reach fruition, the host and any other nearby victims are amalgamated into a pillar of living flesh, bones and skin and muscle tissue reworked

into a dreaded “Red Tree”. Branches spread like elongated fingers festooned with clumps of hair and the translucent leaves of oversized nails. The “trunk” is studded with boles of cancerous flesh and swollen tumors with fanged maws and long prehensile tongues that work in conjunction with the hideously lively branches. The trunk is red and raw, but the original faces of the hosts that were consumed in its creation are always visible somewhere on the tree.

The Red Trees grow large, globular “fruits” of tender flesh and thin, coppery ichors that are highly nutritious to humans. Their embedded nanoprocessors and moisture traps can allow for a single tree to grow up to one fruit per original victim per day. Each fruit provides the full daily ration of water and food for a human, and the trees themselves can survive on tainted water and any organic mulch. Whenever a human draws close, the faces speak gentle invitations to eat of the fruit and whisper praise of the Still Lady’s unchanging protection. The trees do not actually appear to be sentient, aside from occasional fit of agonized pleading for help from the remaining shreds of the host’s mind, and these desperate pleas never last long before the voices return to their murmured invitations.

If a hostile creature attempts to attack a tree, it will defend itself with its branches and fanged tendrils. Perhaps one in five trees also develops glands that spray an acidic secretion at foes too distant to be reached by the branches. A slain tree collapses, but the entire corpse remains edible and will provide up to four rations of food and water per original host involved in its creation.

Arbiters are notorious for creating small groves of Red Trees when they plan to make a long-term base in an area, kidnapping locals to provide themselves with an easy source of food and water. Other groves are planted in burnt enclaves as an illustration of the perils of denying the Still Lady’s wisdom, while some are established as a favor to those desperate communities willing to give their devotion to the Defiler- the first evidence of which is their offering of some of their own for the grove.

Those enclaves familiar with Red Trees usually view them with horror and disgust, and consider the consumption of their fruit to be outright cannibalism.

Some hurl spears or shoot arrows into the groves until the shrieking creatures die, while others are too frightened of their unnatural whispers to even approach them. Other desperate souls can be found creeping beneath their fingers on moonless night, gathering fruit in the knowledge that their families will ask no questions about the strange, sweet flesh they eat.

## **OBULATE IMPLEMENTS**

The flesh-warping arts of Teratogenics can be used to mold living flesh into useful implements in the absence of more conventional resources. Even a moderately accomplished Arbiter can use their abilities to clip and sculpt a sentient’s body parts into melee weaponry or armor, and then “harvest” the unfortunate afterwards. Those with access to certain ancient medical psitech can go further than this simple sculpting, however, and create the gruesome devices known as oblate implements.

Named for the “oblates” dedicated to their goddess in this mode of service, the implements use nanite-based implants to create self-repairing, self-powering equipment. As the psitech used in this process was originally intended for human reconstructive and augmentative surgery, the oblate used in creating the device must be a human. For small devices, newborn infants are preferred, while a hovercycle might be fabricated from several husky adults. Most psitech tools cannot effectively create objects larger than a hovercycle. Still, there are rumors of tools on the Floating World that can create massive engines of destruction from the flesh of wretched unbelievers.

Oblate implements function much as their ordinary counterparts do, save that they “heal” one level of damage on a nightly basis. Those devices which are powered are assumed to have an unlimited power supply. Projectile weapons can fire up to three magazines worth of ammunition each day without any risk of running out; for each magazine thereafter, the tool must make a Tech saving throw with the original subject’s Tech save in order to produce it. A failed save means that no further ammunition can be produced that day.

Oblate implements are not always obviously organic in nature, though some of them retain a disturbing similarity to their original material. They bleed when

damaged, but require no food or water to maintain, and cannot be repaired with conventional spare parts. In most cases no trace of the original material's mind remains, though some creators find it entertaining to allow them their continued sentience, even if they are utterly unable to control their use. Some especially crazed cultists actually volunteer for the transformation, and are allowed to maintain control over the vehicles and heavy weaponry they become.

## THE DISCIPLINE OF TERATOGENICS

In the past two centuries, the Defiler has developed a number of biopsionic techniques appropriate to her obsession. The distribution of physical change utterly absorbs both her and her twisted acolytes, and all of the Arbiters of Change are expected to make the development of this discipline their primary focus. These techniques focus on unleashing the biological possibilities inherent in living tissue, shaping and influencing it into new forms. Most powers are at least mildly horrific in execution, often involving cancerous tumors and hideous growths of flesh.

Conventionally-trained psychics are educated in the traditional six disciplines as part of their original psychic mentoring. They cannot develop Teratogenic abilities without training from someone who already possesses the abilities, though once they've spent a few months in mastering the essentials of the discipline they may begin to add Teratogenic powers without further education. Unsurprisingly, the Arbiters of Change are highly unlikely to train an outsider in their mistress' signature discipline, though there may be some psychics canny enough to have tricked them into imparting the secrets.

Teratogenics and Biopsionics are closely-related disciplines. A psychic with sufficient mastery of one and the correct training can use their expertise to learn the powers of the other. If a psychic has a Biopsionic rating of 4 and advances a level, for example, she may spend her free power pick on acquiring Teratogenics 4, even if she hasn't mastered any of the earlier Teratogenic powers. The same applies in reverse to the adepts of Teratogenics. Note that a psychic can't hopscotch between the disciplines, picking up Teratogenics 1, then Biopsionics 2, then Teratogenics 3 and so forth-

Reverting a subject from an oblate transformation is normally impossible. An arch-adept of Teratogenics might be able to undo the change, however, or some bleeding-edge pretech reconstructive tank hidden away in a long-lost research bunker.

they must have a fully-developed grasp of one discipline before they are able to apply it to the other.

For purposes of psitech devices or other esoteric powers that rely on a character's level in Biopsionics or Teratogenics, treat the two disciplines as identical. Unless otherwise specified, Teratogenic powers can target any living creature within touch or natural sight of the psychic. Unlike most other psionic disciplines, however, the physical changes it induces are often permanent.

### INDUCED TIC

### LEVEL 1

The psychic can induce a brief neural discharge in the subject, temporarily goading sinews and nerves into action. On a failed Mental Effect saving throw, the target performs one action that requires no fine coordination and no more than one second to complete. The motion is normally too uncontrolled to make an effective attack, but can usually jerk a subject into two meters of movement, compel them to drop or throw a hand-held item, or perform other crude motions. Once a subject has been successfully influenced by a tic, they become immune to this ability for the next five minutes.

### FLESHBENDER

### LEVEL 2

The psychic can knot the target into debilitating poses by forcing violent muscular contractions. On a failed Mental Effect save, the subject immediately curls or crumples into a knotted shape and becomes incapable of launching effective attacks or taking physical actions. They can still twitch and roll so as to retain their normal armor class, but they cannot move from their position. This debility lasts for 1d4+1 rounds. Whether or not it's successful, this power can be used on a given target only once every five minutes.

### **THE CHANGER'S HAND**

### **LEVEL 3**

This level of Teratogenics introduces the first permanent effects of the discipline, cellular-level alterations that do not revert with time. Used in a controlled fashion on himself or on a helpless or willing target, the psychic is capable of what amounts to cosmetic surgery, altering the subject's build, physical appearance, or even gender in any way desired. Elaborately unnatural cosmetic changes can be induced, but the subject's basic statistics, abilities, and movement modes do not change. Any alterations take 1d10+12 hours to complete, and only become permanent at the end of the process. Stigmata from mutations cannot be concealed or altered, as the Highshine nanites are too difficult to control. Reversing these changes usually requires sophisticated cosmetic surgery that is unavailable in the wastes of the New Earth.

### **FLAYING TOUCH**

### **LEVEL 4**

The Arbiter can disentangle the cellular bonds of a target's surface tissues, causing skin to slough away and exposed tissues to ulcerate in sudden self-rebellion. If the subject fails a Mental Effect save, they take 1d8 damage for every two levels of Teratogenics possessed by the Arbiter, rounded up. The excruciating pain also immediately applies the Flayed condition to the target, which can only be removed by application of a stim or fifteen minutes of careful medical attention. This power can only target a given subject once every twenty-four hours.

### **ORACULAR CANCER**

### **LEVEL 5**

This four-hour process requires the sacrifice of a sentient being. Upon completion of the elaborate and excruciating procedure, large portions of the victim's body mass tear away from the subject in a frenzy of teratogenic growth, swelling into a gigantic, psychically-active tumor with a livid human mouth. The Arbiter then must make a saving throw versus Mental Effect; on a success, he has controlled the cancer, and can compel it to answer a single question about the present or future. Answers given are never more than four or five words in length and can apply only to the present or probable future, as the past is hidden from psychics. The tumor and its host invariably die four or five minutes after the power is used.

Psychics make the best hosts- if such a person is sacrificed, the Arbiter may roll twice for their Mental Effect saving throw and use the better roll. An Arbiter may not inquire about the same general topic more than once per week.

### **LIFE ÉTERNAL**

### **LEVEL 6**

The blessing of the Defiler is to be without change. An Arbiter who obtains this level of mastery has altered his cellular composition to have more in common with the immortality of a cancer tumor than conventional human flesh. Such adepts will no longer physically age, though they remain subject to other perils and needs of the flesh. Instead, most adepts with this gift fall prey to the machinations of their brothers or their mistress' mad whims. By activating this power as a free action, the Arbiter can also immediately purge any disease, poison, Toxin Points, or radioactivity damage in himself. This power cannot be used to aid another, and a close medical examination will reveal the unnatural state of the psychic.

### **FLESH OF RAGE**

### **LEVEL 7**

The Arbiter unleashes the teratogenic potential within his own cells, his body erupting in countless pseudo-pods of flesh and fanged tumors. Every targeted enemy within melee range takes 1d10 damage from these tendrils, with an Evasion save for half. The tendrils also grant a -3 Armor Class bonus to the Arbiter, add 1 System Strain, and remain for up to five minutes per activation. Arbiters cannot wear environment-sealed armor while employing this ability.

### **CONSUMPTIVE MIND**

### **LEVEL 8**

The Arbiter expresses his dominance over inferior, transient life by the most primal means possible- he devours them. The Arbiter may trigger this power as a free action whenever he is within melee range of a sentient target that has been brought to zero hit points within the last round. The Arbiter violently draws forth the brain of the mortally-wounded subject and absorbs or devours the tissue. The Arbiter regains 1d6 lost hit points per hit die of the victim at the cost of 1 System Strain. If the victim is psychic, the Arbiter also regains lost power points equal to those remaining to the subject. The Arbiter can consume only one target per round.



At the pinnacle of this discipline the Arbiter obtains perfect control over the shapes of the living around him. When this power is directed at a living target, the Arbiter rolls 4d8, with the target allowed a Mental Effect saving throw to halve the roll. If the total is equal to or greater than the subject's current hit points, it is instantly transformed into any living creature of the same approximate mass. The Arbiter has total control over this being's appearance, shape, and traits, though no mental control is imparted and the subject's mind is not altered.

Arch-Arbiters often use this ability to mold their devotees into shapes more suitable for war- or punishment-bodies that exist only to suffer for ages unending. The GM has the final call as to whether a given shape's abilities are appropriate. This ability cannot be reversed by conventional science, though the Arbiter can always change a subject back if desired. This ability can be used on the Arbiter himself, if his natural resilience is first depleted sufficiently.

## SERVITORS OF BLESSED CHANGE

### CARCINOMORPH

Armor Class	5	No. Appearing	1
Hit Dice	7	Saving Throw	12+
Attack Bonus	+6	Movement	30'
Damage	1d6/1d6 claws	Morale	12
Skill Bonus	+1		

A hideous, bulging creature of fanged tumors and slithering pseudopods, the carcinomorph is awful not only for its multiple ravenging maws, but also for the highly infectious miasma of carcinogenic viral particles that surrounds it. Any creature that gets within 10 meters of the beast must save versus Physical Effect or become infected with a cancer-causing viral infestation. The saving throw need only be made once per combat, and environmentally-sealed armor holds off the virus. The disease's is Toxicity 10, with an Interval of one week, and a Virulence of 3. At each failed interval, the tumors decrease each of the victim's physical attributes by 1d6. If an attribute reaches zero, the victim dies. The cancer's progress can be halted by conventional medical treatment if enough saving throws are made, but only pretech medical equipment can restore lost attribute points.

Carcinomorphs are sometimes fashioned out of particularly troublesome prisoners using single-use viral reactants created by Fujiko herself. Some such creatures turn up when a luckless adventurer mistakes a capsule plundered from a dead Molder for an ordinary stim. Carcinomorphs do not die of old age and can devour almost any organic material, so their wretched existences often require a violent termination.

### RED TREE

Armor Class	8	No. Appearing	2-8
Hit Dice	4	Saving Throw	13+
Attack Bonus	+5	Movement	N/A
Damage	1d8 branch or spit	Morale	12
Skill Bonus	+1		

Every grove of Red Trees will have at least one with acidic, dart-spitting boles of flesh capable of searing targets up to 200 meters away. Such mutants otherwise form one-fifth of the total number of trees. The ordinary finger-branches and fanged pseudopods of the trees can reach up to 10 meters away from the trunk, and can reach around any intervening obstacles to scourge a threat.

### SKYBLESSED

Armor Class	7	No. Appearing	2-12
Hit Dice	1	Saving Throw	15+
Attack Bonus	+3	Movement	30'
Damage	By weapon	Morale	9
Skill Bonus	+1		

Guardians and attendants of the Floating World, the skyblessed are men and women altered into shapes capable of natural flight at a movement rate of 60'. Most of them are given membranous wings and internal structures redesigned for lightness and strength, though a few are made slow, ponderous dirigible-people capable of carrying far heavier weights. Skyblessed wing the messages of the Floating World to detached cells of the cult and fly down to scourge enclaves unfortunate enough to fall beneath the shadow of the Still Lady's

throne. Winged skyblessed must move at least half of their movement rate each round or they will plummet from the sky. They can attack on the wing, but suffer a -2 penalty to the hit roll. Most are equipped with TL3 projectile weapons or living oblate weaponry.

**CHANGE CULTIST**

Armor Class	7 (Hide armor)	No. Appearing	2-12
Hit Dice	1/2	Saving Throw	15+
Attack Bonus	+1	Movement	30'
Damage	By weapon	Morale	7
Skill Bonus	+1		

These are the wretched Mutable of the cult, most either whipped into miserable obedience or fired with a zeal inculcated from birth. Most are poorly-equipped, and some lack even the primitive hide armor that the warriors among them wear. When accompanied by an Arbiter of Change, the cultists gain a bonus of +4 to their Morale. If every Arbiter in the group is killed, the cultists must immediately make a morale check or flee.

**ARBITERS OF CHANGE**

These cancer-priests are monstrous in their appetites and grotesque in their plans. Their servants fear them even more than they dread the spears and guns of their foes, and the presence of an Arbiter in a cult enclave almost ensures its cowering obedience. Those devotees that show a lack of zeal are punished in spectacular fashion.

**VESSEL, MUNDANE**

Armor Class	4 or 7 (By armor)	No. Appearing	1-4
Hit Dice	3	Saving Throw	14+
Attack Bonus	+5	Movement	30'
Damage	By weapon	Morale	10
Skill Bonus	+2		

Non-psychic Vessels were chosen for their technical skills or martial prowess. Even though they have no prospect of further advancement in the cult, most are glad to enjoy the perquisites of their rank and the relative safety from the machinations of more ambitious priests. As Vessels, they almost always have access to TL4 weaponry and equipment, usually possessing a weapon or occasionally a suit of advanced armor.

**VESSEL, PSYCHIC**

Armor Class	4 or 7 (By armor)	No. Appearing	1-4
Hit Dice	3+3 (d4 hit dice)	Saving Throw	14+
Attack Bonus	+2	Movement	30'
Damage	By weapon	Morale	10
Skill Bonus	+1		

These low-ranking clergy at least have the potential to rise higher- if they survive the intrigues of their peers and the mad caprice of their goddess. All have mastery of level 3 Teratogenics and 3 points worth of other psychic disciplines, usually favoring Telepathy or Precognition. Some Vessels are feral psychics gone completely, viciously insane save for the thin veneer of rationality that allows them to function in the hierarchy. Those Vessels that have retained their sanity under the pressure of their training usually have 12 power points for fueling their abilities. As with their mundane peers, they're usually equipped with at least TL4 equipment and weaponry.

**MOLDER**

Armor Class	4 (CFU)	No. Appearing	1
Hit Dice	6+6 (d4 hit dice)	Saving Throw	14+
Attack Bonus	+4	Movement	30'
Damage	By weapon	Morale	10
Skill Bonus	+3		

Regional commanders of the faithful, Molders are all trained in the techniques of psychic mentorship, and can train those with psychic abilities to use them for the glory of the Still Lady. All of them possess the Teratogenic discipline at level 6 at the least, 6 additional discipline points usually spread between Telepathy and Precognition, and total power points of 42. Few Molders are feral, as that degree of insanity leaves its victim too vulnerable to the machinations of their peers. All of them usually have their pick of TL4 equipment, and some even have pretech artifacts at their command.

## TERATARCH

Armor Class	0 (FEP armor)	No. Appearing	1
Hit Dice	9+9 (d4 hit dice)	Saving Throw	11+
Attack Bonus	+7	Movement	30'
Damage	By weapon	Morale	11
Skill Bonus	+4		

The blessed chosen of the Still Lady herself, Teratarchs are all accomplished politicians as well as hideous benders of flesh. Those not aboard the Floating World itself are in constant contact with the Still Lady through her Mental Link abilities, but they almost never admit to the slightest difficulty in carrying out her wishes. Their sudden death is apt to be noticed by the cold goddess, however.

They all have 9th level abilities in Teratogenics, 9 additional points of disciplines, and a total power point pool of 90. They have free access to large amounts of pretech equipment and even their personal attendants and minions are likely to be equally well-equipped. Many commit the power points needed to master the art of mental linking, the better to monitor spies in the service of their untrustworthy subordinates.

## FUJIKO NAKAGAWA, THE STILL LADY

### Level 18 Psychic

Strength	7	Armor Class	9 (Robes)
Dexterity	14	Hit Points	44
Constitution	14	Saving Throws	6/7/7/9/10/8
Intelligence	18	Skill Bonus	+6, including mods
Wisdom	0	Fujiko always fails Wisdom checks	
Charisma	16		

Our Lady of Cancers. The Queen of Change. The Defiler. Fujiko bears all these names in varying circles, and she has earned them all. As one of the foremost psychic minds of Old Terra, she is ancient, powerful, and mad beyond measure. Her existence is devoted to perfect physical stasis, that she might be a flawless mirror to reflect the dangerous future.

Her psychic abilities include Teratogenics 9, Precognition 9, Biopsionics 9, Telepathy 5, and Metapsionics 4. As a feral psychic, she no longer needs power points to activate her abilities.

Fujiko has enormous personal power, but she is terrified of injury or any other physical alteration. She is invariably guarded by a dozen mundane Vessels equipped in the best of Old Terra's weaponry and armor and has a half-dozen Teratarchs within mental shouting distance aboard the Floating World. This is to say nothing of the score of beautifully-sculpted attendants who follow her every step; while unarmed and noncombatant, all of them will gladly die at the slightest hint of danger to their mistress, knowing that a quick death is preferable to the consequences of inadequate zeal.

Fujiko herself has no idea how to use weaponry and is afraid of close contact with any technology she has not built herself- and she does not have the expertise to create advanced armor. During combat, she will attempt to flee, and if that is not possible she'll bolster her allies rather than directly wield a weapon.

Assassins who mean to kill the Still Lady will have the greatest difficulty in overcoming her native psychic powers. Her Precognition is guaranteed to give her a second chance at life after an attack that ought to have killed her, and even if a sustained assault is able to wear away that defense, her Biopsionic mastery ensures that she'll regenerate from the largest remaining piece of her body. Only the complete obliteration of the Still Lady's corpus is sufficient to kill her, as even if the assassin steals away with the largest chunk of her remains, the crazed psychic will simply wait to reform until after it is safe to do so. The Still Lady's gagging horror at having experienced such a drastic change is guaranteed to provoke a frenzy of murderous purging such as the New Earth has never before seen. Still, if a second assassination attempt is successful within a week of the first, her biopsionic abilities will not be able to bring her back.



# GAMEMASTER TOOLS

1d8	WHAT DOES THE ARBITER WANT?
1	<b>Converts.</b> The Arbiter has spotted a vulnerable and desperate group in the surrounding wastelands, and he plots to make them an offer they can't refuse.
2	<b>Salvage.</b> Reckless talk or a recently-discovered document reveals that a valuable cache of Old Terran biotech is in the area, and the Arbiter means to have it. His search will alert the PCs or their allies, however.
3	<b>Revenge.</b> Someone the PCs know and like has a past haunted by the cult. Were they an Arbiter themselves once, or a cultist, or a prisoner who successfully fled? Without the PCs' help, the Arbiter is sure to kill them.
4	<b>Treachery.</b> The Arbiter is setting up a rival for a fall, and the PCs look like excellent tools for that end. The schemer will make copious use of ignorant catspaws to lead the PCs right to his rival's plans.
5	<b>Destruction.</b> Some group the PCs like has done something to incur the rage of the Arbiter. He will not rest until their enclave is smashed and their people made a hideous example.
6	<b>Glory.</b> The fame of the PCs has spread, and the Arbiter is convinced that their destruction will bring him the promotion he craves. It is not enough to merely kill the PCs, however. Everyone must know who did the deed.
7	<b>Secrets.</b> Some lost fragment of Old Terran biological lore, or genetic samples, or other knowledge awaits the Arbiter's hunger. Unfortunately, it's located someplace that cannot be entered without great cunning or great force.
8	<b>Sustenance.</b> The Arbiter is a river of blood to his people, and even the wretched Mutable must be fed. This cult cell has lost its Red Trees or never had the necessary artifacts to grow them. They must seize food to survive- and they count people as acceptable provender.

## CULT PLUNDER

Most Mutable are poorly-equipped, and the food and drink rations they carry are usually untouchable by those not given to cannibalism. Each cultist can be assumed to carry 1-2 rations of food and drink. Someone who succeeds on a Wis/Survival check at difficulty 8 will recognize human-derived foodstuffs on sight or smell. Those who eat can make a second check to realize what they're consuming. Possessing human meat in most enclaves is a lynching offense.

Arbiters of Change usually carry better gear. Vessels will have at least one item of TL4 or better, and Molders will almost always have TL4 armor and weaponry and 1-2 artifacts personally useful to them. Teratarchs will possess TL5 armor, weapons, and 2d4 artifacts.

When making up a cult cell, you might choose to roll on the following table to determine the general amount of supplies possessed by the group. Gear will be divided up among Mutable and allied creatures, and the best-equipped are often kept close to the Arbiters as guardians and useful henchmen.

For a scouting party or ragged remnant, roll once. For a strong cult warband, roll twice. For an actual cult enclave, roll four times. Roll results are additive, and fractional gear rounds up.

1d6	PLUNDER
1	1 TL3 weapon and 1d4 units of TL3 spare parts 5 Mutables. 20 rounds of ammo per weapon.
2	1 TL4 suit of armor and 1 unit of TL4 spare parts per 5 Mutables.
3	1 TL4 weapon and 1d6 units of TL4 spare parts per 20 Mutables. 20 rounds of ammo per weapon.
4	1 pretech artifact they've salvaged
5	1d6 Type A power cells and 1d6 20-round boxes of ammo per 5 Mutables.
6	1d4 Old Terran healing stims per 10 Mutables.