

Palladium Books® Presents:

RIFTS®

Path of the Storm™



By Matthew Clements

Warning!

Violence, War, Magic & the Supernatural

The fictional worlds of *Rifts*® are violent, deadly and filled with aliens, war and supernatural monsters. Other-dimensional beings often referred to as “demons,” torment, stalk and prey on humans. Alien life forms, monsters, vampires, ghosts, ancient gods and demigods, as well as magic, insanity, psychic powers and combat are all elements in this book. *All of it is fiction.*

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An epic sourcebook for the *Rifts*® series.

Compatible with the entire Palladium Books® Megaverse®

The cover, by *Charles Walton II*, depicts the central story elements of the screenplay. The figure of David in Coalition Special Forces Dead Boy armor, Kayla weaving a spell, the threat of the Xiticix swarm looming on one side, the power of the Coalition States Army on the other, the Rift, both figurative and literal, between them, and the silhouette of the vengeful sorcerer who would see them tear each other apart. Epic.

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Palladium Books® Presents:

Rifts®: Path of the Storm™

One writer's vision for the Rifts® movie

Screenplay by: **Matthew Clements**

Based on the *Rifts® Role-Playing Game* created and written by **Kevin Siembieda**. Additional ideas and suggestions for the screenplay by Kevin Siembieda.

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Special Thanks to *Matthew Clements* not only for this imagining of a Rifts® movie, but for his unbridled creative energy and friendship; to *Chuck Walton* for his vision and artistry; and to my outstanding and hardworking staff whom are without compare: Alex, Wayne, Julius, and Kathy. Last, but certainly not least, to the people who have kept the dream of a Rifts® movie alive, Jerry Bruckheimer, Chad Oman, Mark Freedman and Rawson Marshall Thurber, among others (you know who you are).

– *Kevin Siembieda, 2011*

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Dedication

I would first like to dedicate *Path of the Storm*TM to all the diehard **Rifts**[®] fans out there. Keep imagining a world where Rifts has comics, video games and movies and soon we'll be there.

I would also like to thank writer and creator extraordinaire Kevin Siembieda. You brought us the world of *Rifts*; all I did was dare to walk around in it for a while.

– Matthew Clements

A Note from the Author:

Rifts[®]: *Path of the Storm*TM is just one of the millions of stories that play out across Rifts Earth. It is a tale of power and revenge, of the gray area between destiny and decision and the hand of fate that has so much power over us.

Path of the Storm was my first project for Palladium Books, a screenplay I wrote with no endorsement or assurance, just hoping to get some notice from the people behind the magic of **Rifts**[®]. More than just a screenplay, *Path of the Storm* is my journey into the universe of *Rifts* itself, a story that unfolds upon the giant canvas that Kevin Siembieda and many others have spent years crafting. *Path of the Storm* is my homage to a fantasy world that has inspired me in so many ways, and continues to inspire me to this day. It is my first attempt to give motion to the incredible and dynamic setting that is Rifts Earth, and to bring its unique characters to life.

– Matthew Clements

Rifting Hollywood

The saga behind the making of the **Rifts®** movie, so far

By Kevin Siembieda, the creator of **Rifts®**

Like most of you, I have always imagined the **Rifts®** role-playing game as a movie. Somehow, it felt inevitable. After all, when I conceived and wrote it, I called it “my Star Wars.” As a result, there was excitement in the air when someone at *Jerry Bruckheimer Films* called to ask if the film rights were available for **Rifts®**.

I had been a big fan of Jerry Bruckheimer films such as *The Rock*, *Top Gun*, *Days of Thunder*, *Armageddon*, *Remember the Titans* and many others, so it was a thrill to have JB Films interested in **Rifts®**. The excitement grew when I realized that Jerry Bruckheimer Films would be the driving force behind the development and production, but that they would be making the film for *Walt Disney Pictures*. Disney. I had followed the works, movies and especially the animation of Walt Disney and the Disney Company for my entire life. I had studied their animated films, collected animation cels, and now I would be negotiating a deal to have JB Films make a live action movie for the Walt Disney Company. Our imaginations went wild with the possibilities.

Reality check.

Like most people, we thought cutting the movie option would be fast and easy, followed by a motion picture a couple years later. I wish.

I also discovered that when people hear the words “movie option,” especially when used in the same sentence as *Jerry Bruckheimer* and *Walt Disney Pictures*, they automatically assume a movie will be made, and that the owner of the intellectual property has just become a millionaire – or soon to be one. Again, I wish. The potential is there, but it is neither immediate nor a certainty.

First, only one in 10,000 movie “options” ever gets made into a movie.

Second, the “typical” movie option amount is \$10,000 to \$30,000, not millions of dollars, and usually ties up an Intellectual Property (I.P.) for 2-3 years.

Third, nothing is easy. We spent a long time negotiating the many, many contractual details and terms. None of which I can disclose.

Fourth, you need everything to fall into place, from producer and script to director, to actors, budget, distribution and everything else. I think it was *Chad Oman* at JB Films who told me making a movie was “organized chaos.” He explained that sometimes a movie comes together quickly.

For example, the first *Pirates of the Caribbean* movie took about two and a half years from concept to release of the film, which is about as fast as it gets, but everything fell into place. Other times it can take years. It is nothing for a film to take 8-15 years to get launched, sometimes longer. Just our luck, **Rifts®** is falling into the 10+ years category.

The wait. The waiting has been frustrating and even agonizing at times, especially since Palladium has had its share of hard luck since signing the movie option in 2002. Moreover, we must assume that the movie will never be made; after all, most movie options fade away without a movie ever being made.

So why am I still excited about *the possibility*?

Because there is something magical about **Rifts®**, and Jerry Bruckheimer sees it. Regrettably, I can’t share all the details and things said to me by Jerry or Chad, but I can tell you they see the power and potential of **Rifts®**. They’ve renewed the film option something like 4-5 times now over the last decade. That speaks volumes in and of itself.

I have seen at least a half-dozen *film treatments* – the short story version of a movie before approval is given for an actual script to be written – and there have been three writers I know of who have taken a run at writing the **Rifts®** movie script: *David Franzoni* (the author of *Gladiator* and *Amistad*), *Rawson Marshall Thurber* (**Rifts®** fan, up and coming super-talent best known for the movie *Dodgeball*, and all-around great guy), and the latest fellow whose identity I cannot share at this time. We thought we were finally on the right track when Rawson Thurber was given the green light to write a second draft, but the powers at JB Films found the screenplay wanting.

While it has been frustrating to have had **Rifts®** stalled at the initial script phase of development, I am *glad* the people at JB Films are holding out for what they consider a great movie and not settling for something second-rate or cheesy. I am also gratified that they’d like to see **Rifts®** become a big budget, tent-pole movie franchise; i.e. several **Rifts®** movies like *Pirates of the Caribbean* or *Star Wars*. That means a compelling and powerful screenplay that warrants the risk of a blockbuster movie budget.

I’m optimistic about **Rifts® someday being translated to film or television.** JB Films has not been the only film company to express an interest in **Rifts®**. Over the years, we have fielded inquiries from such film companies as *Walden Media* (director Christopher Columbus’ company)

and the *Donner Company* (as in the folks responsible for the *Lethal Weapon* and *X-Men* movies!), as well as *Funimation* and a couple of small companies. Of course, we had to turn these gents away due to the option with JB Films, and we don't know if we would have had any better luck seeing a *Rifts®* movie made any faster if we had jumped ship to go elsewhere. Besides, I have faith in *Jerry Bruckheimer* and his people. I only met Jerry once, but the man is a class act and I can tell he sees something special in *Rifts®*. I like that. Of course, we all wish they'd find the script they need to get things moving forward. Business in Hollywood is all about holding your cards close to the vest. Secrecy is a necessity, so for all I know, JB Films may be working toward the goal of green-lighting the *Rifts®* movie right now, but until things are in place, I won't be brought into the loop. All we can do is hope a movie script that JB and Disney fall in love with drops on their desk soon.

At one point, JB Films considered having me take a run at writing the *Rifts®* movie. Let me tell you, that was incredibly flattering, exciting and scary. I jumped at the opportunity and put a lot of thought into it. *Rifts®* is so expansive and I'm so close to the I.P. that even I had difficulty finding what I felt were the right characters and story to tell. While I hammered out a couple of potential movie scripts in my head (and even made some notes and jotted down some dialog), we couldn't come to terms with Walt Disney Pictures to allow me to write a script. The legal stuff can get pretty hairy, so I wasn't surprised, nor was I angry. It was a thrill to even be considered. Afterward, I toyed with writing and publishing my stories as novels, but the demands on my time during these recent years have not allowed me to do so. I'd have to spend 3-6 months working on a novel and I just don't have the time.

There have been other exciting and memorable moments over the years. Doing business with Hollywood power players like Jerry Bruckheimer and Chad Oman is a kick all by itself. I mean, I can pick up the phone and call Chad at JB Films right now, and he'd take my call. That's pretty cool. It was fun meeting *David Franzoni*, and a kick to find out *Rawson Marshall Thurber* is a *Rifts®* fan, and attributes at least part of his inspiration for becoming a director and screenwriter to me and his playing *Rifts®*. Wow. For me, it doesn't get much better than that.

Meeting Jerry Bruckheimer was pretty cool, too. Unfortunately, I wasn't prepared for it, so I was a jibbering, fan boy monkey. Gah! Not one of my better moments. I was in town for E3 and my agent set up a creative meeting for me at JB Films with the two studio heads, Chad Oman and Michael Stenson, along with writer David Franzoni. I was prepared for them, hit it off with David Franzoni, who I got to chat with for 20 minutes in the waiting area (he and I both arrived early for the meeting). I got to hear a bunch of great stories about the making of *Gladiator* and was very

relaxed by the time we were called into Chad's office. The creative meeting went great and I walked out of the office still chatting with Franzoni. Everything was cool. I was a consummate professional. While I was at the office, I had heard *Jerry Bruckheimer* was supposed to be back at JB Films that afternoon, but nobody knew exactly when he'd be arriving. Jerry had been promoting the, then new, *King Arthur* movie in Europe and was returning from his trip to England any time.

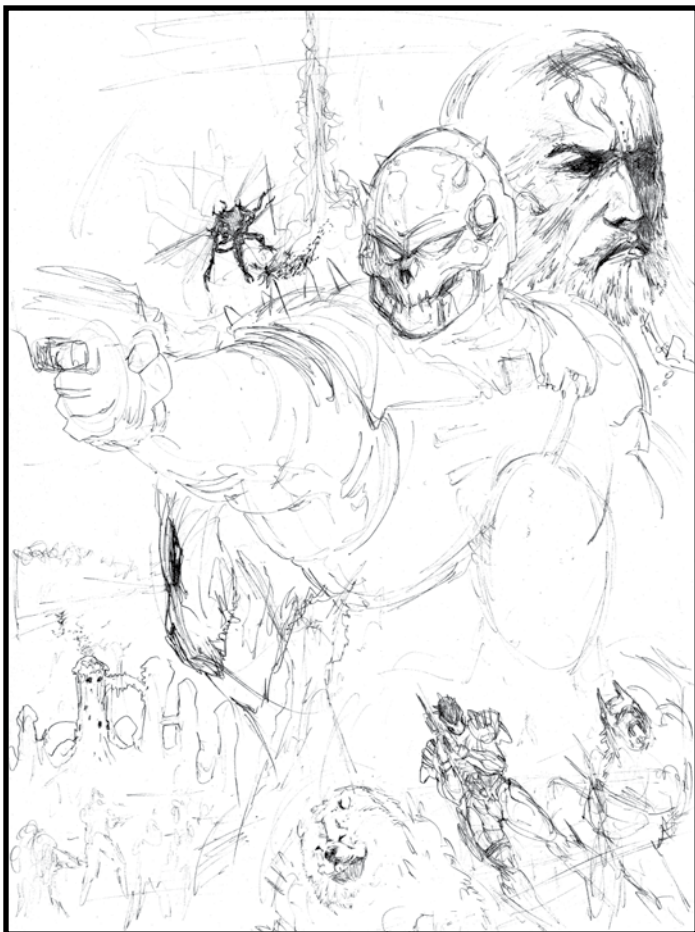
I said my thank yous and farewells and went outside to wait for my taxi. I was drinking in a beautiful, sunny California spring day and decided to call Kathy Simmons to tell her about my enjoyable experience. I was talking to Kathy and completely unwound and out of the zone when I was called back into the offices of JB Films. I figured Chad had a quick question for me before my taxi arrived.

Chad met me in the doorway of his office and walked me down a short hall covered in framed movie posters. As we walked, Chad caught me completely off guard with a joke and a nonchalant comment that Jerry had just arrived and wanted to meet me. The very next moment, I found myself standing in JB's office with Jerry smiling behind a gorgeous, black desk. Over Jerry's right shoulder was the suit of armor from the soon to be released *King Arthur* movie. Over his left shoulder was a narrow table covered in Emmys, Oscars and other awards.

Jerry smiled warmly and extended his hand to shake mine. In a soft voice he asked me a couple of questions and I jibbered out stupid answers like a fan boy. I talked too fast, offered too much too long and gave rambling responses. The whole encounter was something of a blur. At some point a short time later, Chad, or someone, ushered me out the door to my waiting taxi, Jerry still smiling and saying it was nice to meet me. Sheesh. The guy probably thinks I'm a rambling idiot. Hey, I must not have seemed like too much of a twink, because he's had the movie option renewed several times since then. Oh well, next time I hope to make a more professional and coherent impression.

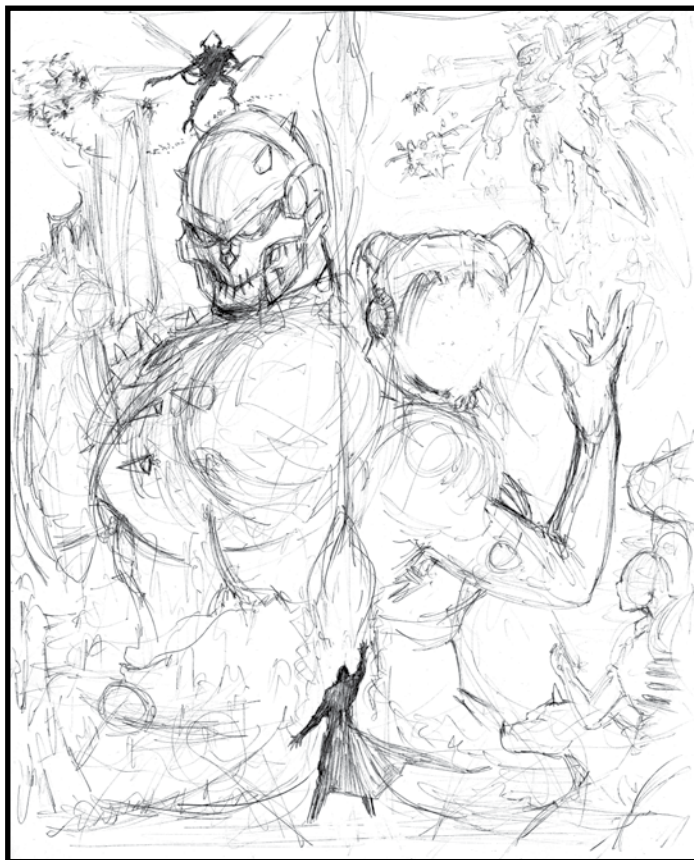
The thing that impressed me most about my meeting with Jerry Bruckheimer was the fact that he asked me to return to the office to meet him. I mean, I'm nobody in Hollywood, and I had physically left the building. JB didn't have to call me back in to meet with me in person. The poor guy was probably jet-lagged and was trying to eat his lunch (chicken and a salad), but he still had me come back in to meet with him. That, my friends, is a class act.

Fast forward a few years to the appearance of Matthew Clements. In April, 2010, this twenty-something year old by the name of *Matthew Clements* shows up at the Palladium office. He had gone to school for creative writing and had aspirations to be a screenwriter. Which explained why he had written a complete *Rifts®* movie script on spec. Matthew had talked to Alex on the phone a time or two and



← Original cover concept drawing.

Revised cover concept.



Alex had said good things to me about him, so when Matthew dropped by the office to deliver his **Rifts®** screenplay, I popped in to say hello. We struck up a conversation and I took an immediate liking to Matthew. I don't usually read unsolicited manuscripts from people I don't know, and certainly not movie scripts. I have little influence in that area with JB Films and, to be honest, I didn't expect the script to be any good. However, Matthew impressed me and I agreed to read his screenplay.

It had a number of problems, but I was impressed. Very impressed. The story, characters and dialog were all very good, and boy did it have a **Rifts®** feel. Matthew and I talked some more, we hit it off, and I suggested he do a second draft as a learning exercise if nothing else. Matthew is one of those guys who is open to criticism and ideas, so we chatted about key elements to change, and he went off to rewrite the screenplay. A few weeks later, I had the *second draft* of Matthew's **Rifts®** movie script in my hands. It was vastly improved.

That screenplay is what you hold in your hands. It is a damn good **Rifts®** story. One that is 100% **Rifts®** and should certainly appeal to **Rifts®** fans. I don't know if it's the story Hollywood would want to tell, or if it would appeal to a broader audience, but I know fans of **Rifts®** will enjoy it. I did. Which is why I decided to publish it. I suggested Matthew stat out the main characters in his screen-

play and I called *Chuck Walton* to do the cover and some character concept drawings.

The cover and concept art. Matthew and I had a blast helping Chuck find the right tone and look for the cover and character artwork. We all collaborate well together, sharing ideas freely. Chuck would later comment that he loves it when ideas and suggestions are shared freely the way things unfolded with this book. It doesn't hurt to have an artist of Charles Walton's caliber with such an open mind and ability to visualize words and ideas and transfer them onto paper. Matthew marveled at the collaborative process of designing the cover. I art direct most of Palladium's projects, and working with Chuck and Matthew was pure fun and raw excitement. Everybody was open to each other's ideas and they flowed like water. Chuck read the script and loved it. We then talked about it and the key elements that should appear on the cover. It was Matthew's idea to have the cover done in the style of a movie poster. Chuck and I both agreed. Chuck went home to work up a concept sketch and key characters. A few days later, the three of us met again. We went over the character sketches first. Other than a few minor changes or specific details, they were everything Matthew and I could have hoped for.

The cover was a different story. Chuck warned us that he only had an initial concept and that he was not happy with it. Indeed, though he had identified all the key elements we wanted to see, they didn't quite work together. The three of us discussed the key elements, characters and feel we wanted to see, and the pieces started to fall into place. "What about this?" "How about that?" "Wait, wait, what if . . ." The level of excitement was electric. As artists, Chuck and I could easily convey our ideas about image and graphics to each other, while Matthew offered feedback and additional ideas. Chuck began sketching out a new cover. As a writer, Matthew marveled as the amalgamation of ideas took shape as a pencil rendering right before his eyes. We were so in the groove that we didn't even notice Alex (Palladium's long-time editor and an artist himself) pause in the doorway to see what was going on. Later, Alex told me he was excited by what he had seen and heard as he passed by in the corridor, and that it was inspiring to see the creative energy rippling from inside that room. He's right, the creative process can be an adrenaline rush, especially when you're working with good people on the same wavelength. Heck, it's outright magical, and the magic was flying that evening.

Finding the title. When Matthew did the screenplay, the working title was "Rifts." Now, as a published work (and as a potential first film in a Rifts® movie franchise) it needed a subtitle. You know, like *Pirates of the Caribbean: On Stranger Tides* or *Star Wars: A New Hope*. Only Matthew was stumped.

"That's okay," I said, "I'm good at titles." Only I was stumped too. We solicited ideas from the rest of the Palladium crew and worked on new ideas ourselves, but they all fell flat or just didn't feel right for it.

Finally, I walked into Matthew's office and said, "We need a title. Let's talk this out. What are the big ideas? What does the title need to say?" I started throwing ideas around out loud, and encouraged Matthew to do likewise. Talking out loud can often shake loose good ideas. What is not evident in this script is that it was conceived as the *first movie* in a *trilogy* that follows the story of our main character, *David*. Matthew and I both know what's in store for this David, so I suggested thinking about the entire story arc of all three films, as well as the main things in this first one. All of a sudden, ideas started to gel. I think Matthew said something about a storm or ley line storm, and that clicked something in my head that came out as the *Storm's Path*. That seemed a bit funky and morphed into *Path of the Storm*. Matthew liked it, but seemed a bit hesitant until I said, "Matthew, think about it. The 'storm' it refers to is the storm of violence and magic that sweeps across the story, but what the audience doesn't yet realize is that David is 'the storm.' That will become apparent in the next two movies." Matthew grinned widely and said something like,

"Oh my god. That's perfect." And so the title, *Rifts®: Path of the Storm*, was born.

Path of the Storm is a fun read, it should give you ideas for your own adventures, provides some heroes, NPCs and villains you can drop into your own games, and it gives you a bit of insight to the goings-on behind the scenes at Palladium Books. We're often working on projects under wraps, on spec, or in the hopes of launching a new project. This was one of them. It wasn't planned, it just happened. I found a writer full of ideas who was willing to work hard at realizing his dreams. I just couldn't walk away from that, so I helped him improve his movie script and sent it to Chad at JB Films. For legal reasons, Chad could not read Matthew's script, but now that Palladium has published it, he can if he so desires. While we doubt this screenplay will be adapted to a film, you never know. More likely, it may show our friends in Hollywood what can be done with **Rifts®**. Maybe this book provides food for thought or inspires something that gets turned into a film.

If nothing else, you, our fans, get to enjoy another story in the Rifts® Megaverse®, and that's just fine with us.

But there's more to this story. Matthew's work on *Path of the Storm* and our continued association led me to eventually hire him to work on several role-playing game projects. Books I think you will enjoy. Matthew's presence at the office has been positive both for him and us. He's a team player with a wonderful imagination and terrific work ethic. Matthew's goal remains to become a Hollywood screenwriter for film and television. He plans on going out west in January to do some preliminary job hunting. Depending on how things go, Matthew may be back at Palladium for a while longer or head back to the West Coast to make his mark in Hollywood.

However long his time may be at Palladium, Matthew will leave his mark. We are glad to call him our friend and have him on board for as long as that may be. I completely encourage and support his efforts to follow his dreams. I know firsthand the joy of living your dream, and want Matthew to achieve his. Besides, I suspect whatever the future may hold for Matthew, you'll be seeing more from him in the months if not years to come.

As for the *Rifts® movie*? Time will tell. *Path of the Storm* is just one of countless stories that can be told in Rifts setting. With any luck, someday soon some of those stories will find their way to the silver screen.

– Kevin Siembieda
Publisher



RIFTS®: PATH OF THE STORM™

A proposed movie screenplay

by Matthew Clements

Set in the world of RIFTS® by Kevin Siembieda

EXT. FOREST'S EDGE – EVENING

Two children play on a path next to the thick woods. DAVID, five, has a pair of carved toy soldiers and KATIE, seven, a handmade doll. The path is lit by enchanted FLOATING LANTERNS and over the trees the rooftops of a small village protrude, some adorned with strange weather vanes and arcane ornaments.

The children's FATHER appears around a bend in the trees, walking along the path with a toolkit in one hand. The kids run to him when they see him.

DAVID & KATIE

Daddy!

He drops his toolkit and scoops the kids up into his arms.

FATHER

What are you two doing out here?

KATIE

Waiting for you.

FATHER

All the way out here?

KATIE

Momma told us what path you'd be on.

FATHER

Did she now?

DAVID

Yep.

FATHER

Well next time why don't you wait for me a little closer to the house? You know these woods aren't safe.

DAVID & KATIE

Yes daddy.

He looks down at their toys.

FATHER

Now what's the matter here?

KATIE

My doll won't work. I think it's broken.

FATHER

Is that the doll your mother made for you?

KATIE

Yes.

FATHER

Then I don't think it's broken. Let me have a look.

He takes the doll in his hands and examines it.

FATHER (CONT'D)

Did you try like mom showed you?

KATIE

Yes.

FATHER

Well, let's see here.

He closes his eyes for a moment and focuses on the doll. MYSTIC ENERGY transfers from his hands into it.

The doll's eyes pop open. He sets it on the ground in front of Katie and it walks up to her.

KATIE

Thanks daddy!

She holds her hand out and infuses the doll with ENERGY of her own. It looks up at her and says 'Momma.'

FATHER

There you go. That's it.

He pats her on the head as she cradles her doll.

Little David looks down at his toy soldiers, despondent.

DAVID

I can't ever make mine work.

FATHER

It's OK, David, you'll get it one day.

He kneels down and holds the toy soldiers for a second, CHARGING them up. He sets them in front of David and they march, chanting 'One-Two-Three-Four!'

David smiles up at his father.

FATHER (CONT'D)

Now, my little soldier, we need to march on home, or we'll be late for supper. Come on Katie, you too.

KATIE

I'll be right there, daddy.

She runs to catch up as they walk towards town. The dark forest looms behind her.

INT. RUSTIC HOME – DINING ROOM – NIGHT

The family sits down to a late supper by the light of a MAGIC LAMP. Mother and father, brother and sister, they clasp hands and say grace before beginning to eat.

EXT. FOREST – OUTSIDE VILLAGE – NIGHT

It is a clear, moonlit night. The sounds of BIRDS and INSECTS fill the trees.

All goes quiet.

Faint lines of ENERGY cross in the forest. They are visible in brief FLASHES of blue/white light.

A RIFT slowly opens where they cross. It unzips the fabric of space and reality. An alien dimension of YELLOW SKIES and RED TOWERS is visible through the shifting portal.

CREATURES begin to emerge. Carapaced, snarling, four-legged demons followed by equally frightening humanoid masters.

They set off towards the village.

INT. RUSTIC HOME – DINING ROOM

MOTHER

So I see my little helpers found you out on the road?

FATHER

Yes they did. But you shouldn't let them run off like that.

MOTHER

It's just down the path, dear.

KATIE

Yeah, daddy. We can see the house from the path.

FATHER

Still, you know how dangerous those woods can be.

MOTHER

Only at night, honey. You remember what I told you? About worrying about everything?

FATHER

I suppose you're right.

She leans over and kisses her husband.

DAVID

Ewww.

They smile.

There is a CRASH outside. Something HOWLS.

The father jumps out of his seat and looks out the window.

MOTHER

Brian, what is it?

FATHER

I don't know, hang on.

MOTHER

What is it?

His expression changes to one of terror.

FATHER

Let's go! We need to go now!

They grab the frightened children and rush out.

EXT. VILLAGE – NIGHT

The village BURNS, buildings lit up by flames and the faint light of the moon. Desperate VILLAGERS flee, clutching children or valuables. SCREAMS can be heard in the distance.

The family runs between flaming buildings, pulling the kids along. From out of the darkness, an EVIL SHAPE appears: a blackened demon wielding a menacing spine-mace.

FATHER

Go! Just go!

MOTHER

Brian! No!

He pulls a shotgun on the creature, FIRING point blank into its chest. The demon LAUGHS, unfazed.

FATHER

Go!

The mother takes each child by the hand and runs, sobbing. David looks back as the demon closes in on his father.

His father FIRES again and again into the creature. It strides invincibly through the gunshots and pockets of fire, clubbing Brian with the mace and sending him sprawling.

The last thing David sees is the demon knelt over his father's corpse. It raises its head, HOWLING up at the sky with bloody jaws.

The remaining three go on, hurrying through the center of town. DEMONS stalk the fleeing REFUGEES, snagging unfortunate victims from amongst the crowd.

They reach a field beyond the village proper. The cover of the forest is only a hundred feet away, but

more hideous DEMONS appear, chasing villagers out into the open.

One particular monster lopes on all fours towards an elderly COUPLE who fall behind the rest. The creature rears up, ROARING as it nears its prey. Helpless, terrified, they fall to the ground, holding each other.

Suddenly, a BURST of rail gun rounds rips into the monster. It topples backwards, GURGLING death throes. Two PA-06A SAMAS suits rocket overhead, strafing as they go. They are armored flying exoskeletons with stubby wings and jet engines.

The mother and her children near the safety of the forest. One MONSTER rushes at them, scattering the family. David runs off into the woods, his mother and sister forced in the opposite direction.

Another demon continues after them while David runs from the original attacker.

In the forest, David manages to stay ahead of the demon, slipping under branches and through small gaps in the trees.

The demon crashes right through them, finally reaching one long arm out and grabbing hold of the boy.

It prepares to devour its victim, jaws dripping, teeth gnashing, when it pauses and looks off into the woods.

CLOSE-UP on the barrel of a C-27 PLASMA CANNON. PLASMA BLASTS burn into the demon's hide.

From the shadows a squad of COALITION SOLDIERS appears, clad in old-style black armor. The monster drops David, turning to face its new attackers.

It bats one soldier aside with a massive forearm, but the rest of the squad advance steadily, pumping BEAM after BEAM into the creature. It dies slowly, SQUEALING and HISSING.

A SERGEANT approaches David, slinging his rifle and dropping to one knee.

SERGEANT

Are you alright, little guy?

David stares past him at the demon. One of the CS

grunts kicks the creature to be sure that it's dead. The sergeant removes his helmet, looking David in the eyes.

SERGEANT (CONT'D)
Did they get your family?

David just nods, too stunned for words.

SERGEANT (CONT'D)
It's OK. You're safe now.

He picks David up.

SERGEANT (CONT'D)
Secure the area, I'm gonna get him back to the CP.

GRUNT
Sir.

The sergeant approaches the treeline and stops, hearing something. A four-legged DEMON charges down the dark road before them towards a line of CS GRUNTS forming a roadblock.

The soldiers ready their weapons and aim but do not shoot.

Four large RAIL GUNS open fire out of the darkness, cutting down the charging demon. Soldiers activate floodlights, revealing four intimidating UAR-1 ENFORCERS blocking the road: twenty-foot tall, skull-faced combat robots.

The sergeant exits the woods as the robots march past, towards the village. A SQUAD OF CS GRUNTS follows after them.

The sergeant proceeds down the road to find a half-dozen idling APCs with SOLDIERS milling about.

Under one of the floodlights the CS COMMANDER is studying a map of the area. The sergeant approaches, setting David down.

SERGEANT
The woods are clear, sir. Seems like we caught most of them pursuing the locals out of the village.

COMMANDER
Good. Estimate a kill count and pack things up.

(looks at David)
You make a friend out there, sergeant?

SERGEANT
Found him in the woods, sir. The demons got his family.

COMMANDER
Dump him with the rest of the refugees. We've got a town full of magic users here. These people are on their own. Fools probably opened the Rift that these things came through.

He gestures to a pile of demon bodies. A SOLDIER is dousing them in gasoline. David grabs the sergeant's hand and squeezes it.

SERGEANT
His family is gone, sir. He doesn't have anybody. At least let me get him back to Chi-Town where he can have a chance.

COMMANDER
Do what you have to do, sergeant. He's your responsibility.

SERGEANT
Thank you, sir.

The sergeant salutes and picks up David, walking towards the APCs. SQUADS of men are returning to the vehicles.

SERGEANT (CONT'D)
Everything's alright now. We're gonna get you back to the city, and then I'm gonna find someone to take care of you.

He enters the APC, settling into one of the jumpseats with David on his lap.

Outside, the sun begins to rise as the APCs roll away one at a time, the Enforcers following after. They leave behind a crowd of refugees and the SMOKING remains of their village. David's mother and sister search amongst the survivors.

MOTHER
David?! David?!

FADE OUT.

trickle of nighttime traffic.

OPENING CREDITS

AMANDA

It's just... I don't know. It's weird.

FADE IN:

A HOODED STRANGER hurries past them. In the GLOW of the streetlights and neon the stranger's alien eyes are momentarily visible.

EXT. OUTSIDE CLUB – CHI-TOWN 'BURBS – NIGHT

Amanda squeezes David's hand tightly.

It is a rain-slicked night in "the 'Burbs," the high-tech urban slum that has grown up around the CS capital of Chi Town.

AMANDA (CONT'D)

You see? Was that guy even human?

The BOUNCER at the club's door uses a bionic eye implant to scan IDs. He steps out of the way as the door is flung open.

DAVID

I don't know. You want me to ask him?

AMANDA, early 20s, attractive, kinda drunk, emerges. With her are two other GIRLS along with WRIGHT and CARTER, young CS soldiers in civilian clothes.

Carter drunkenly grabs a discarded cup from the street, turns and tosses it at the stranger.

CARTER

Hey you! You a D-Bee? You from around here?

AMANDA
(to bouncer)
Sorry!
(looks back inside)
Come on David, we're leaving!

The stranger's eyes FLARE yellow and it turns to scurry away.

David, now in his 20s, says his goodbyes and follows them out. Dressed casually, he also has the short haircut and fit build of a Coalition soldier. He puts an arm around Amanda.

AMANDA

I told you! An alien, just walking around the 'Burbs like we can't tell the difference.

DAVID
So what'd'ya think? The 'Burbs good enough for a Friday night?

DAVID

Huh. Guess you were right.

AMANDA
It was OK, but I don't understand why we can't just stay in the city.

AMANDA

Well? Aren't you going to do something?

DAVID
Oh come on. You gotta get out every now and then. You can see the stars out here. You can breathe.

DAVID

What do you want me to do? Arrest him? I'm a soldier, not a cop.

WRIGHT
And the drinks are so much cheaper.

AMANDA

But what if he does something?

They continue down a side street, passing BEGGARS, PROSTITUTES and WEIRDOS. Lanes of HOVER VEHICLES pass back and forth overhead, just a

DAVID

Honey, these are the 'Burbs. Shit happens. If he really is a Dimensional-Being then he'll get picked up at some point.

WRIGHT

Can't hide from the Dog Packs forever.

AMANDA
It just doesn't seem right.

DAVID
It's the way it is.

CARTER
Come on, I know a shortcut.

They head down an alley, a bit dark and foreboding.

A HOMELESS MAN sits against one wall, graffiti is plastered across the other. It reads 'DEATH TO THE EMPEROR.'

GIRL 1
They trained you to read in the Army, right? What does that say?

WRIGHT
(in disgust)
Pff, nothing.

They pass an open steel door. Inside, an improvised operating room is set up. A MAN lays on a table under anesthesia while a "DOCTOR" stands over him with a hacksaw in hand and a cigarette clenched between his teeth.

An ASSISTANT near the door is emptying a bin full of severed hands, arms and legs into a trash bag. He shoves the bag into the alley and slides the door shut, glaring at the revelers.

AMANDA
Oh my God.

GIRL 2
Are you sure this is the right way?

VOICE
That's a good question.

A figure emerges from the shadows, a big CYBER-SNATCHER with a bionic arm. From behind the group two more CYBER-SNATCHERS appear, blocking their escape.

CYBER-SNATCHER 1
Chi-Town folk.

CYBER-SNATCHER 2
Must be lost.

CYBER-SNATCHER 1
Must be. I tell you what, why don't you just empty your wallets and purses and we'll point you back in the right direction?

DAVID
We're Coalition soldiers. Let us pass.

CYBER-SNATCHER 1
Soldiers ey? Then we're definitely taking your money. Let's go, give it up.

The Cyber-Snatcher pulls out a Vibro-Knife. He flicks a button on the handle and the blade HUMS ominously. The girls gasp.

DAVID
Fine. Have it your way.

He begins to remove his jacket.

CYBER-SNATCHER 3
No sudden moves, soldier boy.

DAVID
I can't reach my wallet with this damn jacket on. It's OK.

David removes the jacket and carefully folds it over his arm. A grinning Coalition skull tattoo is revealed on his bicep with the words 'SPECIAL FORCES' beneath it.

David feigns reaching into his pocket and then flings his jacket into the first Cyber-Snatcher's face.

The Cyber-Snatcher slashes with the Vibro-Knife and the leather jacket splits like it was tissue paper. David is right behind it, though, and shoves the Cyber-Snatcher's head into the wall. He grabs an arm, twists, and suddenly the Vibro-Knife is in David's hand.

Behind them, Wright and Carter turn on the other would-be muggers. The Cyber-Snatchers don't stand a chance against the highly-trained Coalition special forces.

David stands over the first Cyber-Snatcher. He side-steps as the Snatcher flails out with his bionic arm, tearing bricks out of the wall. The Cyber-Snatcher stands and David slices down with the Vibro-Knife, severing the bionic arm.

The Cyber-Snatcher staggers off holding his arm socket as SPARKS shoot out. The others have already run for it.

DAVID (CONT'D)

At least now you can get an upgrade!

David takes the Vibro-Knife and throws it at the brick wall. It embeds itself in the brick, too deep to be removed.

DAVID (CONT'D)

Do you believe that?

WRIGHT

That's what we get for slumming!

CARTER

You see me back there?

(mimes a few punches)

Captain Pearce would be proud.

AMANDA

You guys are amazing!

DAVID

Gotta try to keep order out here in the 'Burbs.

He says it as they leave the alley and approach a checkpoint leading inside the massive fortress city of Chi-Town. It is a man-made mountain of concrete and steel illuminated in the moonlight. SENTRIES check ID cards; in the background a pair of GRUNTS wrestle an UNDESIRABLE out of the LINE.

A bitter, matter-of-fact, middle-aged SENTRY in a glass booth deals with a tattooed STREET THUG in front of them.

SENTRY

Well sir, you're all set – except for one thing.

STREET THUG

What's that?

SENTRY

This card is a fake and I'm afraid you're under arrest. Steve! Terry!

'STEVE' and 'TERRY,' two hulking CS grunts in full armor, appear and grab the street thug.

STREET THUG

Help! Help!

SENTRY

Next. ID cards, please.

Their special forces clearance appears on his terminal. The whole interface is simple and visual; no words. Virtually all CS citizens are kept illiterate.

DAVID

How's your night going, sergeant?

SENTRY

Just the usual late shift, sir. A whole lotta boring. Thought we caught a vampire trying to sneak in earlier but it turned out the guy just had a vitamin deficiency.

DAVID

Better safe than sorry. You keep up the good work.

SENTRY

Ever vigilant. Next. ID cards please.

He yawns as they go on their way.

The group continues down a massive concrete concourse. Even at this hour there is a steady flow of FOOT TRAFFIC. Small ELECTRIC TRUCKS and TAXIS whirl back and forth.

They approach a bank of elevators.

CARTER

You guys coming back to quarters?

AMANDA

(cuts off David)

No, we're going up to level 41.

They exchange good-byes and Amanda pulls David towards a different elevator.

DAVID

So are we going to one of your friends' units, or what?

AMANDA

(playfully)

No...

DAVID

You know we can't go to your dad's place – not this late. You might be his little princess but I've gotta stay on the man's good side if I'm going to work for him someday.

AMANDA

My dad...is in Iron Heart on business.

DAVID

Really?

We won't have to wait on any list.

She rests her head on his shoulder. They are safe, far from the horrors that the Rifts have brought into the world.

FADE OUT.

FADE IN:

EXT. CHI-TOWN – EXECUTIVE APARTMENT –
BALCONY – NIGHT

David stands on the balcony high above the most prosperous section of the 'Burbs. He sips his drink as a pair of SKY CYCLES zip by. This is the good life.

DAVID

I don't think I've ever seen a view quite like this one.

AMANDA

This is how daddy likes to live. We're only two levels below the emperor's basement.

DAVID

Really?

AMANDA

Yeah, part of it extends down into 43.

DAVID

No way.

Amanda puts her arms around him.

AMANDA

Once you get out of the army, we'll get a place just like this down on level 39 or 40.

DAVID

Keep dreaming, honey. You know how long the waiting list is for spots on the upper levels.

AMANDA

Oh David, you can be so cute sometimes. Dad knows lots of people.

EXT. NEAR XITICIX HIVE – NORTH OF TOLKEEN
RUINS – NIGHT

A dozen FIGURES huddle near a strange tower, kind of a giant termite mound. In the distance are a few other towers, much larger. XITICIX WARRIORS hover around them, giant insects that are just ominous specks from this far off.

At the small tower's side, HOLT, an armor-plated cyborg, grinds through the tough hive wall with a rock-drill built into one arm.

The others keep watch: KAYLA, an attractive and sharp-eyed young Mystic and COPELAND, clad in the robes and gas mask of a Ley Line Walker. With them are MASON and another JUICER, chemically augmented commandos sporting drug-administering Bio-Comp harnesses, as well as two purple-skinned aliens:

GINOEK and SYRTA, his mate. A few other RESISTANCE SOLDIERS round out the group.

SOLDIER

This is crazy.

RAMSEY and several more SOLDIERS arrive. Ramsey is a wild eyed older man in sorcerer's robes.

RAMSEY

Crazy? This is a new hive. This is our only chance. You know how fast the Xiticix breed.

SOLDIER

Let the Coalition deal with it. It's not our problem anymore.

RAMSEY

Until every last refugee is out of the city... until every sacred artifact is recovered, we keep fighting. You know that.

SOLDIER

Just thought we'd be fighting the Coalition, not the Ticks.

RAMSEY

You'll play your part, just you wait.

Ramsey moves on down the line.

SOLDIER

Who the hell put him in charge?

KAYLA

After the city fell, he was the only one of the commanders brave enough to stay behind.

SOLDIER

Crazy enough.

The soldier turns away. Mason leans in towards Kayla.

MASON

You sure this guy knows what he's doing, Kayla?

KAYLA

I wouldn't be here if I wasn't.

COPELAND

He's the most powerful mage left in the city. If anyone can pull this off, it's him.

MASON

I hope you're right. Because once we're inside the ant farm he's our only way out.

Ramsey approaches the cyborg, Holt.

RAMSEY

Are we in yet?

HOLT

Almost, sir.

Holt's drill breaks through.

HOLT (CONT'D)

Good to go.

RAMSEY

Alright you four. Just like we practiced.

The Juicers and Kayla hook rappelling gear to the breach and lower themselves down. Copeland floats down after them using his magic. Fat, white LARVAE dot the tower's interior.

They reach the bottom, an underground chamber, its walls lined with glowing fungi.

A pair of Xiticix WORKERS scrape fungus from the walls. The Juicers swiftly kill them with silenced weapons, pile the bodies out of sight and take up guard positions.

Kayla pops a FLARE, filling the tunnel with BLUE LIGHT.

SURFACE

Ramsey sees the signal.

RAMSEY (CONT'D)

We're inside. Let's keep it moving.

Ginoek and Syrta hoist the lines back up.

Ramsey and a soldier drop right into the breach like divers dropping off the side of a boat. They plummet down the tunnel, seemingly to their deaths.

Kayla and Copeland 'catch' them with their magic, setting them down gently.

Ramsey dusts himself off and assists them in catching the remaining team members.

SURFACE

Ginoek hooks all three lines to Holt and takes one last look at the hives in the distance before he and Syrta drop into the breach.

UNDERGROUND CHAMBER

The magic users catch Ginoek and Syrta and lower Holt slowly to the ground. Soldiers unhook the lines

from him and the team moves on. The last soldier has a spray device connected to a backpack-mounted tank. He covers their scent trail as they move deeper into the hive.

The next chamber is a route for egg-laden WORKERS and a few WARRIORS, four-armed insects as tall as a man carrying crude weapons made of excreted resin. The team SHOOT those they come across with silenced weapons and duck quickly into a side tunnel.

RAMSEY (CONT'D)

Charges!

Soldiers ring the tunnel with explosives as more XITICIX WARRIORS appear.

The others give them COVER FIRE as they finish up and fall back. A soldier activates a detonator and the bombs COLLAPSE the tunnel on top of the pursuing Xiticix.

RAMSEY (CONT'D)

Let's go!

He is already pushing on, Juicers scouting the tunnel ahead.

They stop a hundred yards further on.

RAMSEY (CONT'D)

This is it.

Holt kneels down and begins drilling into the ground.

Ramsey points and the rest of the team take up guard positions while a few set another series of explosives.

The soldier with the spray-device follows, looking down at the tunnel floor. He looks up – right into the face of a snarling XITICIX SUPER-WARRIOR, venom dripping from its jaws, six twitching arms reaching outward.

The soldier, stunned by fear, gingerly extends the sprayer and harmlessly squirts the giant insect. It fusses for a second and then rips him to shreds.

RAMSEY (CONT'D)

Blow it! Now!

Another soldier activates the charges, partially COLLAPSING the tunnel. Two of the sappers are caught in the blast.

The Super-Warrior scrapes at the small remaining opening, SCREAMING OUT for prey.

Ramsey shoots a stream of MAGIC ENERGY at the ceiling, filling in the rest of the gap.

Holt is now standing up to his shoulders in an excavated hole, the rock-drill shooting up dirt and stone chips. He finally breaks through and falls down into the chamber below.

Holt slams into the ground and pulls himself back to his feet as others drop in from above.

Looming over them at the end of the chamber is the XITICIX QUEEN, flanked by attending WORKERS. Only partially mature, she is still an enormous beast with a swollen abdomen, eggs being carried off by NANNIES.

Ramsey points in each direction and the team spreads out. Holt disconnects the huge rock drill from his arm and casually discards it. He takes out a replacement hand, screws it on and tests his fingers. The 'Borg grabs a rail gun attached to his back and works the bolt. He nods.

XITICIX WARRIORS are starting to show at the entrances to the Queen's chamber.

RAMSEY (CONT'D)

Get the Queen! I'll handle the others!

The troops riddle the Queen's attendants with GUNFIRE and begin to focus on her.

Ramsey chants, MAGIC ENERGY crackling in the air around him. He casts a spell and ILLUSIONS of the team begin to appear, mystic holograms. The confused Xiticix attack the doubles, their jaws and weapons piercing thin air.

Ramsey makes more and more ILLUSIONS, pausing just for a second to zap a Xiticix Warrior that gets too close with a BOLT OF ENERGY from one hand.

The Queen writhes in frustration as she is peppered with LASERS and rail gun ROUNDS.

The ammo belt feeding into Holt's rail gun runs out and the weapon repeatedly DRY FIRES. He ditches the gun and approaches the Queen menacingly.

Mason glances at his fellow Juicer, who nods. They

shoulder their rifles and rush at the Queen.

Holt charges in and the Queen backhands him viciously. The 'Borg latches onto her arm, though, holding fast as she tries to shake him free.

The Juicers attack with pistols and Vibro-Knives, acrobatically avoiding the Queen's flailing limbs. Holt is finally thrown loose.

Nearby, Kayla dodges a Xiticix Warrior's attacks before Copeland cooks it with MAGIC ENERGY. A man-at-arms near them is picked out of the crowd of magic doubles and torn apart.

KAYLA

Not gonna fool 'em for much longer.

COPELAND

Come on!

ON QUEEN

The two Juicers stare down the Queen. She ROARS and charges at them. They leap in different directions.

Mason jumps on her back and is quickly plucked off and thrown aside. She turns and is suddenly face-to-face with the other Juicer. He cracks his knuckles and steps forward.

He uses his enhanced speed to block attacks from all four of the Queen's arms. He manages to keep up for a while, but her snapping jaws catch him off guard. She grabs hold of him with her lower set of arms and bites his upper torso right off.

MASON

Noooo!

He races at the Queen and leaps onto her back. Climbing onto her head he plunges a Vibro-Knife into one eye and jumps clear.

The Queen stumbles about in agony. Copeland and Kayla appear and begin jolting her with MAGIC ENERGY and FLAME.

The Queen tries to back away but Ramsey is right behind her, face lit with cold rage. He focuses his power and delivers the deathblow with a pulse of MAGIC ENERGY.

RAMSEY

Now! Hold them back!

The soldiers turn their FIRE on the vengeful Xiticix Warriors who have fought their way through the magic illusions.

Holt climbs atop the Queen's corpse, ripping through her armored plates, fishing around in her guts. Ramsey waits beside him, removing some kind of specialized, airtight container from his cloak.

A soldier approaches him and grabs his shoulder.

SOLDIER

What the hell are you doing? We need to teleport out of here, now!

Ramsey electrocutes him with MAGIC ENERGY, rage flashing in his eyes. He opens the container as Holt extracts a pair of noxious, fuming green glands.

NEARBY

COPELAND

What's taking so long?

Kayla turns to check and sees Ramsey sealing up the glands.

KAYLA

What are you doing? We're done here! Let's go!

Ramsey looks up, over at her and Copeland.

RAMSEY

There's no other way. You know every ritual demands a sacrifice.

He prepares a spell and suddenly TELEPORTS himself and Holt away to safety.

KAYLA

No...

GINOEK

What?

KAYLA

He left us?

SYRTA

What?

KAYLA

He left us! Let's go! We gotta run!

She pulls Copeland away from the firing line and they run for their lives. The rest of the soldiers are beginning to notice that something is wrong. Confusion sets in as they see Ramsey is gone and the Xiticix are closing in.

The defensive falls apart. Those who don't follow Kayla and Copeland into the tunnels are cut down where they stand.

Xiticix Warriors flood the chamber. The Super-Warrior pushes through them, SCREECHING its rage.

Ginoek helps Syrta to her feet and they run. Mason blazes right past them.

Kayla twists and turns through the tunnels, breathing hard, Copeland struggling to keep up. Other soldiers behind them are caught by Xiticix appearing right out of the walls.

She reaches a side chamber and pulls Copeland in after her.

COPELAND

Can you boost my power?

KAYLA

I can try.

He begins summoning up a spell.

Ginoek and Syrta stay just ahead of the Super-Warrior, its claws scraping against the walls behind them.

Mason reaches Kayla and Copeland.

MASON

Get us out of here!

He turns back and waves for Ginoek's attention.

Ginoek heads for the side chamber. The Super-Warrior grabs Syrta at the last second and pulls her away just as the teleportation spell is COMPLETE. Ginoek reaches out but it is too late.

XITICIX NURSERY

Kayla, Copeland, Mason and Ginoek APPEAR within a nursery chamber. A fat GRUB snacks on a human corpse. It looks up at them and SQUEALS. Ginoek grabs Copeland.

GINOEK

Where is she!? Where is she!?

Kayla pulls him away.

KAYLA

She's gone! There's nothing you can do!

Copeland teleports them again and they DISAPPEAR.

EXT. OUTSIDE XITICIX HIVE – SUNRISE

The team REAPPEARS. Ginoek turns for the hive, but Mason restrains him.

GINOEK

Let go! Let me go!

MASON

It's over!

Ginoek slips out of his grasp.

A thunderous BUZZING emanates from the distant hive towers. Flights of XITICIX begin pouring out, swarming into the sky.

Ginoek stops in his tracks, staring up in awe.

KAYLA

Come on.

They turn and escape off into the woods.

FADE OUT.

FADE IN:

EXT. SKIES ABOVE TOLKEEN – DAY

A massive DEATH'S HEAD TRANSPORT soars through the air. It is a huge, black cargo aircraft with a

stoic skull face.

The ruins of Tolkeen fill the horizon. Once a city built by the power of magic, its impossible, mythic towers now lay in ruins after a sustained Coalition siege.

PILOT (O.S.)

Be advised we are inbound to Forward Base 21, ETA zero-five minutes. Repeat, zero-five minutes. Crew and personnel prepare for landing.

INT. DEATH'S HEAD TRANSPORT

David, Wright and Carter sit in the personnel section, accompanied by a few SPECIALISTS, VEHICLE CREW and a CHAPLAIN. They fly casually with their helmets in their laps, wearing the distinct armor of the Coalition Special Forces.

In the lofty cargo hold in front of them are a handful of TANKS and POWER ARMOR SUITS secured carefully to the deck, along with a single giant COMBAT ROBOT. A platoon of GRUNTS are lined against each bulkhead in the cheap seats.

CARTER

So how was last night?

DAVID

Alright.

WRIGHT

Just "alright"?

DAVID

Well, I was gonna go AWOL and run off to Free Quebec with Amanda, but I knew how much trouble you guys would be in without me. And my French is awful.

CARTER

Yeah right. I'm just surprised you actually made it in on time this morning.

WRIGHT

I'm surprised any of us made it in on time this morning.

DAVID

That's why we're special forces. We perform under adverse conditions.

Outnumbered, outgunned...hung over.

WRIGHT

Depleted sex drive.

They chuckle.

Simultaneously, monitors within the hold switch on. The passengers and troops turn towards them.

DAVID

What's this? In-flight movie?

WRIGHT

Oh! I totally forgot. The emperor's address is today.

The Coalition flag is emblazoned across the screen. It is replaced by live footage of Chi-Town, where a military parade marches through the more affluent sections of the 'Burbs towards the fortress city itself.

EXT. BURBS – OUTSIDE CHI-TOWN – SAME TIME

ISS POLICE AGENTS in old-style Dead Boy armor shoo HOMELESS PEOPLE away as the emperor's procession approaches. Cheering CS CITIZENS line the streets, many of them with tiny Coalition flags.

CLOSE-UP ON EMPEROR PROSEK

Riding in the middle of the procession atop a hulking LINE BACKER TANK is EMPEROR KARL PROSEK and his son and heir, JOSEPH PROSEK. The emperor waves to the crowd. He is an extremely dignified and charismatic figure, mid-50s, dark hair with streaks of gray at the temples.

A reviewing stand waits at the end of the parade route, occupied by a few GENERALS and a handful of wounded SOLDIERS with medals. Several sport cybernetic replacement limbs.

The tank pulls up to the stand and the emperor and his son climb out. They shake hands with the wounded soldiers and the brass before Prosek takes to the podium. He waits for the thunderous APPLAUSE to stop before beginning to speak.

EMPEROR PROSEK

Citizens of the Coalition States!
Brothers and sisters! Fellow humans!

As I stand here today I have never been prouder of our men and women in uniform. The once-great city of Tolkeen now lies in ruins; a warning to the enemies of man that collude with aliens and demons from the Rifts. The Coalition will not sit idly by while you threaten our borders. We shall resist you at every turn – with our honor, our bravery, our strength. For only together can we stand against the storm. Only together can we reclaim our world. We may all breathe easier knowing that one more nation of magic users has been wiped from the face of the Earth. Our Earth. But our enemies abound, and now, more than ever, we must advance on all fronts – and never retreat. Today we have liberated our neighbors in Minnesota from the tyranny of magic, tomorrow – will be all of America! People of the Coalition States, our time is now! Our mission in Tolkeen – is complete!

The crowd erupts in renewed APPLAUSE.

DEATH'S HEAD TRANSPORT

Some of the grunts along the hold's sides HOOT and CHEER.

David, Wright and Carter just look at each other.

WRIGHT

Mission complete? Then why the hell are we going back to the front?

Red LANDING LIGHTS come on inside the hold. Through the window behind them the terrain moves weirdly as the huge aircraft slows, comes to a hover, then descends. The red lights TURN GREEN.

PILOT (O.S.)

Arrival at Forward Base 21. Off loading – depart to the left.

DAVID

Come on.

The troops disembark while CREWMEN man the robot and power armor suits before following the infantry out.

On the right, CASUALTIES are already coming in: CS grunts and Dog Boys limping or on stretchers along with damaged POWER ARMOR SUITS and even a few COFFINS draped with COALITION FLAGS. David and his friends don't even seem to notice.

EXT. FORWARD BASE 21

Forward Base 21 is a defensive perimeter ringed with RAZOR WIRE and WATCHTOWERS. A few dozen collapsible BUILDINGS and a large VEHICLE DEPOT sit protected by a handful of concrete bunkers. A column of APCs roll by, stirring up DUST. In the distance the ruined city of Tolkeen stands.

WRIGHT

Home sweet home.

An assortment of D-BEES are lined up, waiting to be loaded onto prison trucks. Aliens of all shapes and kinds, many are slumped hopelessly against a concrete wall; one or two weep openly. SENTRIES march up and down the line, rifles slack.

Brushing by the D-Bees, David, Wright and Carter enter one of the buildings. Inside, CAPTAIN PEARCE is standing in front of a map of the city, SPECIAL FORCES TROOPERS assembled in front of him. A photo of Ramsey is tacked to the map.

PEARCE

Nice of you ladies to join us.

CARTER

Transport got delayed, sir.

PEARCE

I'm not interested in your excuses, Carter. Now sit your dumb-ass down!

CARTER

Yes sir.

PEARCE

Now that we're all here, let's get right to it. Tonight we are pulling everyone's favorite detail...grid search.

The troops GROAN.

PEARCE (CONT'D)

I don't wanna hear it.

He points to the photo of Ramsey tacked to the briefing board.

PEARCE (CONT'D)

I hope you've been keeping up on enemy command structure, because we are on the lookout for a high value target: Edward Ramsey. SAMAS patrol got a visual this morning but lost it in the ruins. So tonight, once we've got some dark for cover, we're gonna go snooping around and see if we can't catch him off guard. I'll take first squad and check out the west road. Collins, you and second squad take the terrace. Sgt. Lange, third squad, the old college office is all yours.

David, Wright, Carter and the three other members of third squad nod.

PEARCE (CONT'D)

Alright, that's it. Squad leaders, make sure your people are rested and ready. Get some chow, gear up and get your heads straight. We're going outside the wire tonight.

INT. COLLEGE OFFICE – THIRD FLOOR – RUINS OF TOLKEEN – NIGHT

Ramsey searches through the shot-up remains of the office.

RAMSEY

Where is it?

LIGHTS can be seen through the window. Ramsey goes to check.

RAMSEY'S POV: Coalition VEHICLES approach, a GRINNING SKULL BATTLE TANK leading an APC. A GUNNER aboard the tank searches the ruins with a spotlight.

Ramsey pulls back his sleeve to reveal a video communicator. He activates it and Holt's face APPEARS.

RAMSEY (CONT'D)

There's a Coalition patrol heading our way. Get out of the area. I'll meet you

at the old park entrance.

HOLT

Yes sir.

Ramsey sifts through rubble and loose paper, finally removing a dusty leather tome from the cluttered desk. He blows on it to clear away the dust.

'RIFT MANIPULATION' is inscribed upon it in gilt lettering.

RAMSEY

Ahh yes.

He slides the book into his robes. Summoning up a spell, his eyes LIGHT UP and he TELEPORTS away.

EXT. RUINS OF TOLKEEN – NIGHT

The ruined city is dark and quiet. Nothing moves.

The distant sound of RUMBLING GEARS gets closer until the Grinning Skull tank comes scowling into the shot, the APC behind it. Moonlight glints off the vehicles' heavy armor.

INT. APC – CONTINUOUS

The interior of the APC is lit with RED LIGHTS. David, Carter, Wright and three other special forces SOLDIERS sit and wait to deploy. Carter puffs a cigarette and looks out the rear porthole while David loads grenades into his rifle.

WRIGHT

Hey, anybody heard anything about Sgt. Mueller? No one knows when he's gonna be back.

CARTER

Not for a while, man. Mueller got hit by an IED. Flipped over an enemy body and a bunch of magic symbols on the other side blew up in his face like a pound of C4.

DAVID

That's all it takes. Keep that in mind tonight, people. We're looking for a powerful magic user; watch out for strange writing, symbols, enchanted

objects. Anything can be a trap.
Understood?

SOLDIERS

Yes sir.

The APC rolls to a stop. The DRIVER looks back at the squad.

APC DRIVER

We're in position.

DAVID

OK, let's go. Stay together. If you spot Ramsey, report in immediately.

The unit disembarks. Weapons search in all directions.

A mostly intact three-story building protrudes from the rubble. The soldiers hurry to a heavy, rusted door and prepare to breach. Wright slaps a CHARGE on it.

DAVID (CONT'D)

Ready?

They nod.

DAVID (CONT'D)

Hit it.

Wright DETONATES the charge and they rush in.

INT. COLLEGE OFFICE

David pokes his rifle around a corner. The hallway is clear. He motions for the others to move up.

They clear an office looking out over a library floor.

CARTER

What is this place?

DAVID

Used to be part of the College of Magic.

WRIGHT

And they didn't bomb it during the first wave?

DAVID

It's not one of the main buildings. I don't think there's anything too scary left in here.

EXT. TOLKEEN – RUINS

The Grinning Skull Tank and APC idle outside. The gunner manning the rail gun atop the tank becomes bored and lights a cigarette. He looks up at the full moon.

A can RATTLES. The gunner turns. It is a FERAL DOG.

GUNNER

(a whisper)

Get out of here.

The dog WHINES and gets closer.

GUNNER (CONT'D)

Shoo! Shoo!

It cocks its head to the side.

GUNNER (CONT'D)

Get outta here!

The gunner climbs out and hops to the ground.

GUNNER (CONT'D)

Run along, you little mutt. You're gonna give away our position!

The dog rises to its feet and transforms into a giant, shaggy LOUP GAROU monster. Like a huge, muscular werewolf.

The cigarette drops from the gunner's agape mouth.

The Loup Garou knocks him aside viciously and climbs aboard the tank. It transforms back into a dog and dives in through the open hatch. SCREAMS of the trapped crew issue from within and the tank ROCKS from side to side.

INT. COLLEGE OFFICE

Wright covers David and Carter as they look through papers.

WRIGHT

Anything good?

CARTER

I don't know, man. I never paid attention during literacy training. I can

handle orders well enough, but not this flowery bullshit.

He holds up a parchment written in flowing cursive script.

DAVID

There's nothing worth saving. Torch it.

WRIGHT

Aye aye, sergeant.

He BURNS the papers with the flamethrower mounted under his rifle as the rest of the team appears from the basement.

SPECIAL FORCES 1

Basement is clear. Nothing but rats and roaches.

DAVID

Good. We're outta here.

A GROWL comes from a dark hallway. One of the troopers trains his rifle on it.

The feral dog emerges from the shadows.

SPECIAL FORCES 2

We got us a mutt.

DAVID

Well if it starts barking, shoot it.

One of the special forces troopers is suddenly pulled SCREAMING back into the basement.

CARTER

What the hell?

They all turn towards the basement entrance.

Behind Carter the dog begins to TRANSFORM, looming over him.

WRIGHT

Carter!

Carter turns just in time for the Loup Garou to tear his head clean off.

DAVID

Shape-shifters!

Everyone starts SHOOTING.

The Loup Garou that killed Carter runs into the shadows, shrinking back down to dog form. ANOTHER emerges bloody-jawed from the basement.

David FIRES after the first creature while the second chases the other troopers into the next room.

WRIGHT

You killed him...YOU SON OF A BITCH!

He pours LASERS into the first Loup Garou as it reemerges. David joins in and they drive the creature back and kill it.

David gestures towards the door where the other monster and soldiers disappeared. Wright nods and falls in behind him.

EXT. TOLKEEN RUINS – ADJACENT ROOFTOP

Mason, concealed amongst debris, watches through a pair of compact binoculars.

MASON'S POV – BINOCULARS: FLASHES OF GUNFIRE light up the facility's windows. A special forces trooper backs into view, FIRING his weapon. The Loup Garou appears in the window and rips him in half.

Mason lowers the binoculars, surprised. He sticks two fingers in his mouth and WHISTLES.

Copeland, watching the opposite direction from a nearby vantage, turns his head.

Mason points down. Copeland nods and they head down into the building.

INT. ADJACENT BUILDING

Most of the middle floors have been blown away. Copeland floats magically to the ground; Mason simply drops over the edge, landing acrobatically on his feet.

They hurry over to where Kayla and Ginoek stakeout a broken window.

MASON
I think I got something.

INT. FACILITY

David and Wright stalk down the corridor, guns up. They pass the window and the two halves of their former comrade.

David stops at the corner and points with two fingers. They spring around the edge.

The Loup Garou crouches over the body of the other trooper.

DAVID
Contact!

They OPEN FIRE.

The Loup Garou ROARS and runs off.

DAVID (CONT'D)
Don't let it get away!

They hurry after it.

WRIGHT
(a whisper)
Where did it go?

DAVID
(a whisper)
It's in here somewhere.

Wright nudges a closet open with the barrel of his rifle.

The feral dog is inside. It looks up at him and GROWLS.

Wright is knocked to the ground by the pouncing Loup Garou. He beats on it with his fists but it is too late. His wounds are mortal.

David spins around and starts SHOOTING. The Loup Garou charges into him and his rifle is knocked aside. The creature slips and he makes a run for it.

David hides amongst crates and debris. He draws his pistol.

The Loup Garou stalks about. It sniffs at the ground, walking right past his hiding spot.

David leans back, relieved.

Suddenly, the Loup Garou SMASHES through the crates. David is thrown onto his back. He pulls himself away desperately as the creature closes in. Saliva DRIPS from its jaws.

Copeland steps out of the shadows.

COPELAND
(coolly)
Armor of Ithan.

The Loup Garou snaps at David but its teeth are blocked by the MAGICAL ARMOR.

Kayla appears and blasts the monster with a STREAM OF FIRE from her hands. SMOKING, it turns away from David.

Mason drops down from the rafters and lands on its back. He stabs a Vibro-Knife into the monster but is thrown off.

The Loup Garou turns just in time to watch Ginoek impale it with a Psi-Sword of GLOWING ENERGY.

GINOEK
You can't morph out of this.

The shape-shifter HOWLS and slumps to the ground, dead.

David crawls towards his rifle.

Kayla is suddenly kneeling on his back.

KAYLA
Where do you think you're going?

She places one hand flat against his forehead.

KAYLA (CONT'D)
Sleep.

David is instantly unconscious.

EXT. TOLKEEN RUINS – OUTSIDE HIDEOUT – NIGHT

The team skirts around a still weakly glowing ENCHANTED STREETLIGHT. Mason carries David easily over his shoulders. Ahead is a long concrete

rampart plastered with graffiti.

They stop at a particular tag reading 'THE END IS HERE!'

KAYLA
(to Copeland)
Would you like to do the honors?

He nods and focuses on the rampart. A pulse of MAGIC ENERGY emits from his hands.

The concrete around the writing DISSOLVES: just a mirage. A heavy, rusted door is revealed.

Ginoek wrenches it open.

HEADLIGHTS appear up the street.

KAYLA (CONT'D)
Go! Go!

They rush in and Ginoek slams the door shut.

The door's illusory cover is RESTORED just as the source of the lights nears. It is a towering SKULL SMASHER ASSAULT ROBOT with an INFANTRY SQUAD walking alongside. They march right past, oblivious.

SOLDIER 1
Anybody catch the game last night?

SOLDIER 2
23-7 Lone Star.

SOLDIER 1
Ouch.

Their voices DRIFT AWAY, covered by the SOUND of the robot's massive legs working.

INT. TOLKEEN RUINS – UNDERGROUND
HIDEOUT – NIGHT

The team sits around a SMALL FIRE, eating and talking. David, bound, sits against a wall.

MASON
So what's our next move, boss?

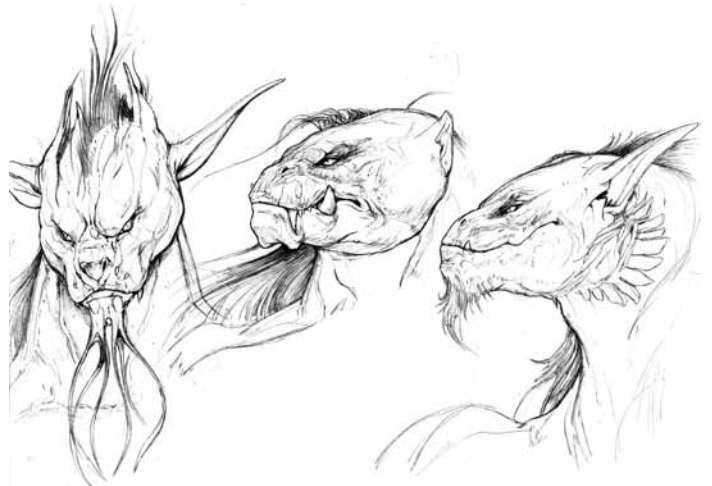
KAYLA
If the professor doesn't show up we

head west. See if we can pick up the trail at one of the other hideouts.

MASON
And what do we do with him?

GINOEK
I can think of a few things. Show him the same respect the Coalition showed my people.
(pulls out a knife)
You want to kill me 'cause I'm not a human?

DAVID
This isn't your planet.



GINOEK
(laughs)
You think I wanted to come here? You think I wanted this?
(gestures to the ruins all around)
I had no choice. I'm just trying to get by,
(inches from David's face)
Same-as-you.

David spits in his face. Ginoek is enraged and backhands him.

DAVID
(spitting blood onto the cement)
Monsters like you burned my village to the ground! Killed my entire family! The Coalition saved my life!

GINOEK
And now I'm gonna end it!

He grabs David's hair, tilting his head back to expose the throat.

Suddenly, the fire FLARES UP an unnatural green color.

KAYLA

Enough! If we kill him then we're no better than the Coalition!

(to David)

No better than those monsters that killed your family. You think I don't understand? My father and my brother were both killed by things that crawled out of the Rifts, and I'd be dead too if it wasn't for the CS. But when they found out we were using magic, to protect ourselves, to survive – they left us to die.

DAVID

They did what they had to do. You use the magic. You bring the monsters here.

GINOEK

You son of a...

Kayla holds her hand out in protest.

KAYLA

What's your name?

DAVID

David.

KAYLA

OK. Listen David – I know you think we're the bad guys, but we're just here to help get refugees out of the city.

MASON

After we wrap up some unfinished business.

DAVID

Then why are you holding me? What do you want?

KAYLA

We're looking for someone. Thought you might have some information.

DAVID

(laughs grimly)

I'm not telling you shit.

GINOEK

Yeah, we'll see how tough you are, soldier boy.

Copeland interrupts, agitated.

COPELAND

Magic ward just tripped. We've got company.

KAYLA

We'll talk more later.

(to Copeland)

Is it him?

COPELAND

It's either him or another powerful source of magic. Signal is strong.

KAYLA

Good enough. Everybody take cover.

DAVID

What do I do?

KAYLA

Just shut up and keep your head down. We'll handle this.

DAVID

You know I can help you if I can have my weapons back.

GINOEK

Yeah, right.

Kayla spreads her arms and the fire magically SUFFS OUT.

KAYLA

No more chatter.

Everyone hides carefully amongst the debris.

VOICES near, followed by SHADOWS.

RAMSEY

We'll rest here until the nightly patrols have left the area. The sooner we get out of the city the better.

HOLT

Where do you want to lay low after that?

RAMSEY

There's another resistance hideout near the Rift. We can stay there until the time for the ritual.

Ramsey and Holt come into view. Holt stops.

RAMSEY (CONT'D)

What is it?

HOLT

My infrared. Firepit is still hot. Somebody's been here recently.

KAYLA

Now!

She and Copeland open with MAGIC FIRE and ENERGY BLASTS.

Ramsey throws up a MAGIC SHIELD and the attacks FIZZLE OUT.

HOLT

What the hell is this?

They take cover.

Ramsey waits for the next round of ENERGY BLASTS before poking his head around the corner.

RAMSEY'S POV: He spots Kayla and Copeland.

RAMSEY

(back in cover)

Kayla Lange. I must say I'm surprised. Mr. Copeland, is that you as well?

COPELAND

That's right, Professor Ramsey.

RAMSEY

(laughs)

I haven't been called that in quite some time. I'm sorry you two had to be there at the hive. You were always good students – your survival is proof enough of that. But I had to be sure the team could get the job done.

Mason appears out of the shadows and throws himself towards Ramsey. Ramsey blocks him with a pulse of MAGIC ENERGY.

RAMSEY (CONT'D)

It seems that quite a few of you managed to escape the bugs. I'd love to hear how, but I'm afraid I just don't have the time.

(to Holt)

You deal with them. I'll find you afterwards.

HOLT

Yes sir.

KAYLA

Run away! Run away again you son of a bitch!

RAMSEY

How unladylike.

Ramsey shakes his head at the foul language and TELEPORTS himself away.

KAYLA

Damn it!

Holt struts out into view, stretching his mechanical joints.

HOLT

The professor's stepped out. I'm gonna have to finish the lesson for today.

KAYLA

You don't have to do this. Help us! Tell us where he's going!

HOLT

Sorry, but you heard the man. The mission is more important than you – or me.

Holt pulls out a plasma cannon.

HOLT (CONT'D)

Now who's first?

Mason jumps at Holt from behind but the cyborg blocks. Holt struggles to line up the plasma cannon with Mason pushing on his arm.

HOLT (CONT'D)

You're not that strong!

MECHANISMS WHIR and Holt wins the struggle. Mason tosses himself clear as a PLASMA BLAST burns into the ceiling. Concrete collapses around the impact point.

Ginoek attacks, blocking another PLASMA BLAST with his Psi-Sword. Holt throws a chunk of concrete at him but Ginoek sidesteps. He gets in close but Holt grabs his sword arm, holding back the blow. Three CONCEALED GRENADES built into Holt's chest EXPLODE outward, sending Ginoek flying.

Ginoek lands limply in front of where David takes cover. His rifle spills out in front of him. David snatches it up and checks the energy clip. He fades back into the shadows.

Copeland moves up but dodges aside as Holt opens fire on him. Copeland takes cover and looks over at Kayla. They count to three silently and attack simultaneously with their magic.

Holt is driven back, his plasma cannon hit. He tosses it aside. Extending one arm, a hidden ion blaster rotates into place and he holds them off with it.

Kayla is hit; she drops, shocked by the ELECTRICAL DISCHARGE. Copeland ducks behind a corner and bounces a bolt of MAGIC ENERGY off the wall and at Holt.

Holt falls back. Mason pulls Kayla out of the line of fire. He draws a pistol, nods to Copeland, and they move up.

Holt is gone. Mason and Copeland proceed cautiously.

Suddenly, Holt bursts through the concrete, knocking Copeland aside. Mason turns to shoot with his pistol but Holt grabs it and crushes it.

He squares off with Mason. They trade blows.

Mason uses his speed to stay ahead but Holt eventually catches him with a devastating blow to the stomach.

Scooping Mason up, Holt throws him against the wall.

A MAGIC FIREBALL nails Holt.

Kayla pulls herself up, a SMOKE TRAIL leading from her outstretched hand.

Holt growls and stomps towards her. He raises one foot, about to crush her.

David pops out of the shadows, rifle at his shoulder. Holt is driven back by a full E-Clip's worth of LASERS.

Out of ammo, David reaches for the underbarrel grenade launcher's trigger.

Holt's electrical eyes go wide.

David squeezes the trigger and a rifle grenade EXPLODES right in Holt's chest. He sags to the ground, SMOKE rising from center mass.

DAVID

Everybody alright?

He helps Kayla to her feet. Copeland approaches, then Mason, supporting Ginoek.

KAYLA

Thanks.

DAVID

Don't mention it. You guys didn't tell me you were after Edward Ramsey.

COPELAND

You know the professor?

DAVID

He's high up on the Coalition's most wanted list. Killed a bunch of prisoners during the war or something. My men and I were on a mission to find him when – when all this happened. What's your beef with him? I thought you were all on the same side.

COPELAND

Ramsey used to teach at the College of Magic.

(gestures to Kayla)

We were students of his.

KAYLA

Until that bastard tricked us and left us to die.

GINOEK

My wife. My friends.

MASON

A lot of our friends.

KAYLA

He's up to something more, too. And I know someone who knows what.

She stands over Holt.

KAYLA (CONT'D)

Mason, get his attention.

Mason grabs Holt by the back of the head and sits him up.

KAYLA (CONT'D)

You alive in there? I know you are, I can hear your life-support working.

Holt's synthesized voice comes out weakly.

HOLT

Just finish me.

KAYLA

What was Ramsey looking for? What the hell did you pull out of that Xiticix Queen?

HOLT

You're gonna find out soon enough.

KAYLA

Copeland, shock him.

Copeland looks uncertain, then jolts Holt with MYSTIC ENERGY.

HOLT

Scent glands! We took the Queen's scent glands!

KAYLA

What is he gonna do with those?

Holt coughs mechanically.

KAYLA (CONT'D)

Tell us!

HOLT

You really want to know? It's a swarm! He's gonna rile up the Xiticix – then teleport them right into Tolkeen...right on top of the Coalition occupation.

KAYLA

How!? How is he going to teleport the whole swarm!?

Holt starts to fade.

KAYLA (CONT'D)

Zap him again.

Copeland does so.

HOLT

He's a hero...he's a hero...

His life-support mechanisms give out and Holt dies.

KAYLA

Damn it!

They all trade glances.

COPELAND

We've got to stop him.

DAVID

What? I thought you were against the Coalition.

KAYLA

We can't have a massacre. We came here to help people – no matter what side they're on. The Xiticix don't care whether you're a Coalition soldier or a starving refugee.

COPELAND

And apparently neither does the professor anymore.

MASON

If we don't hunt him down it's gonna be a bloodbath.

GINOEK

(gesturing towards David)
What about him?

KAYLA

David, you have to help us. If Ramsey succeeds, it's your friends in the Coalition that are going to lose the most lives.

DAVID

I don't know...

GINOEK

You're just gonna trust him?

KAYLA

He already had his chance to run off. Besides, he's sworn to protect the Coalition against users of magic. Aren't you?

DAVID

Yeah.

KAYLA

Well, that's exactly what you'll be doing.

She takes his web-gear from Ginoek and thrusts it into his hands.

KAYLA (CONT'D)

Gear up.

DAVID

I can't just tag along. You know what happens if I get caught with you people?

GINOEK

What do you mean "you people"?

Kayla ignores him.

KAYLA

You know if you help us, we'll let you bring in Ramsey.

Now that gets his attention.

KAYLA (CONT'D)

Yeah, think about what your superiors would do if you showed up with him. Medals, promotions, state dinners. And as far as we're concerned, you can tell the Coalition you brought him in single-handed.

David is torn. He finally relents after a few moments.

DAVID

Well...maybe I could – advise you, or something.

KAYLA

Yes! Now all we need to figure out is how Ramsey is going to teleport that Xiticix swarm.

COPELAND

A Rift. Has to be. There's nothing else with enough magic energy to do the job – and the vernal equinox is in two days!

DAVID

What difference does that make?

COPELAND

Rifts are most active during the equinoxes and solstices. Ramsey knows this.

DAVID

Are you sure?

COPELAND

It was his class that taught such things back at the College.

GINOEK

This is too much. What if he turns on us?

KAYLA

He already could have, when we were fighting with Holt. I say we give him a chance – so we're going to give him a chance. Now we need to get to the nearest ley line.

DAVID

Why's that?

COPELAND

So I can do a reading and find out where Ramsey is going to attract the swarm.

DAVID

Oh.

KAYLA

Exactly. If we know where he'll be, we can set up an ambush.

MASON

Now we're talking. We got ourselves a real mission.

DAVID

Good old-fashioned search and destroy.

COPELAND

Alright, let's get out of here.

DAVID

Wait a minute. We're just gonna walk?

They laugh.

KAYLA

We've got some wheels.

EXT. TOLKEEN RUINS – NIGHT

The team emerges from the concealed entrance to the hideout. Turning a corner, they encounter a large dumpster overflowing with trash and debris.

KAYLA

Here we are.

DAVID

What? What is this?

KAYLA

Oh ye of little faith.

She waves her arms and the MAGICAL MIRAGE of the dumpster vanishes. Roughly the same shape as the garbage mound is a massive MOUNTAINEER ATV. Its monster-truck tires alone are over their heads.

DAVID

Whoa...

MASON

It's the only way to travel.

He springs up onto the vehicle with a superhuman jump and lets down a sliding metal ladder.

While the rest climb up, he drops in through the top

hatch. The engine RUMBLES to life.

MASON (CONT'D)

All aboard.

ON ATV

The ATV rolls off, mowing down a stop sign in its path.

EXT. THICK FOREST – NIGHT

The ATV crushes saplings and bushes that get in the way.

INT. ATV – DRIVER'S COMPARTMENT

Mason squints at the dark road ahead.

MASON

Help me out here. I don't know where the hell I'm going.

COPELAND

Alright.

He rolls down the window and puts one hand out, sensing.

COPELAND (CONT'D)

We're close.

MASON

Anything more specific?

COPELAND

(closing his eyes)

Veer left.

ON ATV

The ATV angles to the left.

DRIVER'S COMPARTMENT

COPELAND (CONT'D)

That's it. Getting stronger now.

He leans out the window and looks up. A kind of BLUE ENERGY is in the air, like the glow of lights from a

distant city.

COPELAND (CONT'D)

Not far now. Just up this hill.

ON ATV

The ATV rolls to a halt in front of a natural barrier of massive trees.

DRIVER'S COMPARTMENT

Mason puts the vehicle in park.

MASON

Gotta walk from here. No way we're crunchin' through those.

KAYLA

Get the keys.

MASON

Got 'em.

EXT. THICK FOREST – OUTSIDE ATV – NIGHT

They drop to the ground. Mason slides the ladder back up.

MASON

Alright now, everyone remember where we parked.

Behind the ATV is a trail of wide, muddy tire tracks and flattened trees and bushes.

EXT. THICK FOREST – CONTINUOUS

The woods are spooky at night. In addition to the usual SOUNDS of insects and night animals, a few STRANGE CALLS are thrown into the mix; the vocalizations of animals not native to the Earth. Things from the Rifts.

DAVID

So are we just wandering around and hoping, or what?

COPELAND

We're going in the right direction.

KAYLA

We are experts at this, you know.

DAVID

OK. Let's see some expertise.

COPELAND

Wait, do you feel that?

DAVID

Feel what?

KAYLA

You guys can't feel the magic energy? It's pretty strong.

DAVID

No, I guess I can't.

They crest a ridge and there it is, the LEY LINE. It is a river of magical energy, blue and white, a hundred feet high. Its radiating bolts of electricity light up the night.

KAYLA

I told you.

Copeland strolls right into the energy. It channels into his fingertips and NOW-GLOWING eyes.

David holds back.

KAYLA (CONT'D)

It's OK.

COPELAND

(voice distorted)

Don't be afraid. Magic is the blood of the Earth, and the ley lines are its veins.

DAVID

It's not the lines that I'm worried about. It's the Rifts.

COPELAND

(chuckles)

The Rifts, my friend, are our fault entirely.

DAVID

What do you mean?

Copeland extends his hands into the energy, soaking it in.

COPELAND

Thousands of years ago, our ancestors believed in the power of magic. They used it for everyday things; for knowledge and wisdom – to commune with nature. They built great cities and temples out of stone, and commanded powers that we are just now beginning to understand again.

DAVID

And then what?

COPELAND

We turned our backs on it. Devoted everything to technology. Magic became superstition and myth, and soon enough it was forgotten. Nothing but the laughable attempts of early man to explain the universe around him. You know what happens when four thousand years of magical energy builds up?

DAVID

The Rifts...

COPELAND

When they appeared, they almost destroyed the planet. Ancient Atlantis rose again, the seas pitched and roiled. Rifts opened up to a million different worlds. Entire cities were lost to dimensional storms. It was nearly the end for all of us.

DAVID

And out of the darkness emerged the Coalition.

COPELAND

You really believe that, don't you? Don't you understand? If the Coalition has its way then we will go right back to the way things were. The magic will build up again and one day there will be another cataclysm.

KAYLA

And maybe the planet won't survive the next one.

GINOEK

And on the way back to the apocalypse

the Coalition will be sure to slaughter every innocent alien and magic user they can.

COPELAND

You see now – why we must fight. Not only against the Coalition, but against the monsters that travel here to prey upon the weak.

DAVID

No...the Coalition would know...

KAYLA

Oh they know. But you think they want to share that knowledge with the people?

COPELAND

You have been told many lies, my friend.

KAYLA

Why do you think books are outlawed? The Coalition doesn't even let its people read! Why do you think they do that?

His objections are failing even him.

DAVID

To...protect them. To protect them from the kind of knowledge that opens Rifts, that lets demons into your Goddamn head!

COPELAND

To protect them from the truth.

MASON

We don't have time for this. We can de-brainwash him on the road – when we're not out here all exposed.

KAYLA

Alright, alright. Copeland, go ahead.

Copeland nods solemnly and immerses himself in the ley line. With the mystical energy flowing in and out of him he 'reads' it, trying to feel for the presence of Ramsey and his spells.

He focuses harder, getting frustrated. Something is wrong.

KAYLA (CONT'D)

What is it? What are you getting?

COPELAND

Hang on!

He tries harder, grimacing. The swell of magical energy reaches a CRESCENDO then DRAINS AWAY from him. Copeland sags to the ground, exhausted.

GINOEK

Well?

COPELAND

It's...it's no use. He's using some kind of jamming spell. We aren't going to be able to use magic to find him. He's too powerful.

DAVID

I thought you were experts.

GINOEK

Shit!

KAYLA

You're kidding me.

GINOEK

What are we supposed to do?

COPELAND

We're going to have to find him without using magic.

MASON

Like, with walking around and stuff? That could take weeks...even if the rest of you could keep up with me.

KAYLA

We don't have that kind of time.

DAVID

We could...well, no it's too late for that now.

KAYLA

What?

DAVID

If he's as powerful as you say he is, then I know someone who can find Ramsey, no magic necessary.

KAYLA

What's the catch?

DAVID

The catch is my friend is in the Psi-Stalker barracks on the north side of the city. And if I have to go through base security then it's over. I'm in the system. I'll have to explain...all this.

He indicates Copeland and Ginoek, on either side of him.

KAYLA

We could take the long way around.

MASON

(gets excited)

Yeah.

DAVID

The long way?

KAYLA

Think you can do it, Cope?

COPELAND

I don't see why not. It's a good, strong ley line. I'll just wait for a dimensional interference and then hijack it.

DAVID

What the hell are you guys talking about?

MASON

Just watch. This part is awesome.

Copeland stands in the midst of the ley line and begins chanting. The line SWELLS with power and BOLTS of magic energy crackle.

KAYLA

That's it. Now we're talking.

DAVID

He better not be doing what I think he's doing.

Suddenly, the ley line energy SWIRLS TOGETHER into a maelstrom and a RIFT OPENS.

DAVID (CONT'D)

Oh no. I don't think so.

The energy ruffles Copeland's robes.

COPELAND

Let's go! I can't hold it for long!

David is hesitant but Kayla tugs on his arm.

DAVID

No way! Not gonna happen!

KAYLA

Come on! We have to go now!

DAVID

This wasn't part of the deal!

COPELAND

Hurry up! The Rift is moving on!

KAYLA

Let's go, David!

MASON

No time! Gotta do this the hard way!

Mason grabs David and uses his superhuman strength to drag him through the Rift, kicking and screaming.

Copeland relaxes, allowing the Rift to CLOSE. Ginoek waits outside the ley line.

GINOEK

You think we can trust him?

COPELAND

We will certainly know after he sees what's on the other side.

GINOEK

You're right about that.

They walk off towards the ATV.

GINOEK (CONT'D)

You didn't send the keys through to the other dimension, did you?

COPELAND

Oh no.

He pats his pockets.

GINOEK

I knew it. You're as forgetful as Mason.

Copeland removes the keys from a pocket and jingles them.

GINOEK (CONT'D)

You humans think you're so funny.

EXT. BETWEEN DIMENSIONS

David yells as reality disintegrates around him. Passing STARS and RAINBOWS of shifting prisms bombard him.

INT. RIFT HUB – DWEOMER – FEDERATION OF MAGIC

Reality reassembles around David and he is standing on a kind of 'landing pad' for dimensional travel, surrounded by ALIENS, D-BEES and MAGIC USERS of all shapes and sizes.

David cuts himself off mid-yell as Kayla elbows him in the ribs. Nearby creatures are staring.

KAYLA

Quit it, you're gonna embarrass us.

David looks around, wide-eyed. A scowling, humanoid dinosaur type D-BEE next to them looks them over.

DINO D-BEE

First timer?

KAYLA

How could you tell?

The dino D-Bee chuckles, revealing its intimidating carnivorous teeth.

DINO D-BEE

I hear everybody gets a big rush that first time. I know I did.

He claps David on the shoulder.

DINO D-BEE (CONT'D)

It's alright there, friend. The scary part's over.

David is dumbstruck.

DINO D-BEE (CONT'D)

Eh, he'll come around in a minute. You

have a good day now.

KAYLA

You too.

(to David)

You gotta be more polite.

DAVID

What the hell was that?

KAYLA

He was just being friendly.

DAVID

Where are we?

KAYLA

This is Dweomer, capital of the Federation of Magic. We're gonna find another Rift and port you and Mason back to Tolkeen.

DAVID

(a whisper)

We're in the Fed?!

MASON

We're taking a detour.

DAVID

(a whisper)

You're gonna get me killed!

KAYLA

Just blend with the crowd. You'll be fine.

DAVID

Take me back!

KAYLA

That's the plan. I'm gonna port you right into the middle of the field base. Past security and everything.

DAVID

You can do that?

KAYLA

I can drop you almost anywhere in Tolkeen using the city's old dimensional beacons.

David is stunned.

DAVID

I thought we destroyed all the dimensional beacons.

KAYLA

Only the ones in this dimension.

MASON

Far out, right?

KAYLA

That whole region is just brimming with magic energy. It's why the Coalition will never be able to hold onto it.

DAVID

You sound so sure.

KAYLA

When Tolkeen stood the Rifts and the ley lines were stable. That's all gone now.

MASON

Looks like this place has it figured out pretty well.

As they pass another 'landing pad,' a crowd of mixed D-BEES and MAGIC USERS are Rifted out of the dimension. A HUGE D-BEE MONSTER with a broom hustles out onto the platform to sweep it down as more DEPARTING TRAVELERS start to arrive.

KAYLA

The whole Earth could be like this, David. The Coalition is the only thing standing in the way.

DAVID

You don't think you're really going to win me over, do you? I've seen a lot of messed up things that came through the Rifts.

KAYLA

Well, did you ever try to get to know any of them?

INT. DWEOMER – FEDERATION OF MAGIC – RIFT HUB

KAYLA

OK, I hope you're ready for another

jump. I'm going to try to drop you right inside the base. Then the guards won't be an issue.

DAVID

Good. Now get me the hell out of here. If someone recognizes my armor I'm through.

An intimidating MAGUS GUARD notes them as they pass and speaks into a magic communicator.

MAGUS

Platform 3. I think I've got something.

INT. DWEOMER – FEDERATION OF MAGIC – PLATFORM 3

Kayla gets David situated on the platform.

DAVID

You sure this is going to work?

KAYLA

It'll work.

MASON

Just go with it, man. It gets fun after you get used to it.

DAVID

Sure.

Several MAGUS GUARDS converge on the platform.

MAGUS

Hold. No Coalition are allowed in the city. Hand him over.

KAYLA

It's OK, he's a defector.

MAGUS

We'll be the judge of that.

KAYLA

I guess you're both going.

DAVID & MASON

Wait – what?

She uses her magic to CHARGE the platform and suddenly they're both GONE.

The Magus Guards approach menacingly.

MAGUS

You're going to wish you hadn't done that. Step off the platform.

Kayla looks to her left. The platform below and next to her is charged and ready to go.

KAYLA

Whatever you want.

She leaps off, activating the next platform and DISAPPEARING just before she collides with it.

INT. MOUNTAINEER ATV

Copeland drives while Ginoek looks for something in the glove compartment.

GINOEK

Hold it steady for a second.

COPELAND

Trying.

GINOEK

Come on, I'm not even from this planet and even I can drive stick.

There is a knock on the top hatch.

GINOEK (CONT'D)

What the hell is that?

COPELAND

I think she's back.

GINOEK

What?

COPELAND

Get the hatch, if you would.

Ginoek opens the hatch and Kayla drops in.

KAYLA

Hello.

GINOEK

Welcome back.

KAYLA

Thank you.

Copeland holds out one of his amulets.

COPELAND

I see the Rift transponder worked, for the most part.

KAYLA

It was close enough. At least it didn't port me under the truck.

EXT. NORTHERN FIELD BASE – NEAR PSI-STALKER BARRACKS

The northern field base is a series of barracks buildings and a marshaling yard. A unit of ABOLISHER anti-tank robots marches past, each one crowned by six intimidating auto cannons. Their mechanical feet pound the grass flat.

With a CRACKLE of mystic energy, David and Mason APPEAR right in the path of the walking war machines.

MASON

Whoa!

He rolls aside, dodging the nearest Abolisher. David doesn't have the benefit of his enhanced reflexes and is almost trampled. Mason pulls him out of the way at the last second.

DAVID

Thanks.

MASON

Not a problem.

A GUNNER in one of the Abolishers pops up out of the top hatch as the robots move on.

ROBOT GUNNER

Watch where you're goin'!

DAVID

Same to you, you damn robot-jockey!

MASON

And – we're in.

DAVID

Safe and sound. I'm surprised.

MASON

What should I do if someone asks me what I'm doing here?

DAVID

Just be cool. I'll cover for you.

They walk towards the barracks buildings.

MASON

So how long have you known this chick?

DAVID

Years. She and I grew up in the same orphanage.

MASON

Can we trust her?

DAVID

Oh yeah. I used to look out for her back in the day. As you can imagine, a Chi-Town orphanage isn't an easy place to grow up.

MASON

OK, so you can trust her. But she's a Coalition Psi-Stalker. Can we trust her?

DAVID

She's used to working outside the rules. We'll be OK.

MASON

What about her Dog Pack?

DAVID

They're a pack. They follow the leader.

They approach the Psi-Stalker barracks buildings, set a bit apart from the other structures. A STAFF SERGEANT exits one of them, a bunch of orders in hand.

STAFF SERGEANT

Afternoon, sergeant. I didn't know we had any special forces on base today.

DAVID

Had to make a bit of a detour.

STAFF SERGEANT
Something to do with your friend here?

DAVID
He's a...private contractor. Hush hush
kinda stuff.

STAFF SERGEANT
I see. Well Sergeant –
(reads his nameplate)
–Lange, I'm on my way to see the
colonel now, I'll let him know you're
here.

DAVID
Uh...thanks.

STAFF SERGEANT
Don't mention it. I'm always running
back and forth for the CO.

The staff sergeant continues, oblivious.

DAVID
We better keep this quick. If he runs
my name in the database he'll know
something's up.

INT. PSI-STALKER BARRACKS

David and Mason enter. Three DOG BOYS sit around
a table playing cards: SPENCE, a Doberman, BILLY,
a Pit Bull, and WADE, a big, furry Chow. Genetically
engineered, bipedal canines, the Coalition uses them
as cannon fodder and to track magic users.

BILLY
I'll see your five...and here's ten.

SPENCE
You're full of crap. I call.

WADE
Well? Let's see 'em.

SPENCE
Can I help you?

DAVID
Is Fiona here?

SPENCE
Who wants to know?

DAVID
David Lange. Sergeant First Class.
We're old friends.

SPENCE
Funny. I've never heard her mention
you.

DAVID
Look, is she here or not?

FIONA (O.S.)
Spence? Is something wrong?

FIONA emerges from the next room. She is a fit and
attractive young soldier. Like all Psi-Stalkers, she has
no hair whatsoever; her head is completely bald.

FIONA (CONT'D)
David!

She runs over and embraces him.

FIONA (CONT'D)
What are you doing here? I thought you
were stationed in the western sector?

DAVID
I am. I mean I was. It's a bit of a story.
I brought a friend, too. This is...

FIONA
John Mason.

DAVID
You two know each other?

Fiona hauls back and slaps Mason full in the face.

MASON
You could say that.

FIONA
You bastard! You disappeared! After
all we had together you just ran out on
me.

MASON
It's not my fault. I've got an excuse.

FIONA
What? No note. No call. You're a
coward. What could you possibly say?

He parts his web-gear and armor vest to reveal the Juicer Bio-Comp harness that administers his combat drugs. The tattoo on his stomach beneath it is a smiley face with text around it that reads "I'M ALREADY DEAD!"

FIONA (CONT'D)

Oh my God...

FADE OUT.

FADE IN:

INT. PSI-STALKER BARRACKS

Mason and Fiona sit off by themselves while David plays cards with the Dog Boys in the background.

FIONA

So you have to tell me, I mean...

MASON

Why'd I get juiced?

FIONA

Yeah.

MASON

It's alright. Don't sweat it. I mean, I'm gonna be dead in three years, right?

David, listening in, yells over to them.

DAVID

It's a big step. I knew a couple of Coalition Juicers back when we started the Tolkeen campaign. Not one of 'em lived long enough to let the drugs kill him.

MASON

Sound like some good guys. A real Juicer dies on his feet.

FIONA

Is that your plan?

MASON

We'll see. When the time comes. I've been juiced for about fourteen months now. I've still got three or four years left

if I'm lucky.

FIONA

Have you thought about going through detox? Getting clean?

MASON

(chuckles)

You don't understand. The juice makes you faster, makes you stronger. It changes your perception. You're moving at regular speed and everyone else is stuck in slow motion. You can't just go back to normal after that. Hell, you're a soldier, you know what it's like to get that adrenaline rush. When my system kicks in, I get enough adrenaline in one jolt to kill an elephant. Detox'll leave you a shadow of a man. Nope, I'm on this roller coaster 'til the ride ends.

CLOSE-UP ON MASON: His eyes burn with veracity.

Over at the poker table, David looks at his cards and is not happy.

SPENCE

Something wrong?

DAVID

Is this a trick deck?

WADE

Standard issue for Dog Pack units.

DAVID'S POV – The royalty on the cards are dogs dressed up as kings and queens.

DAVID

Uh huh.

He lays down his cards.

DAVID (CONT'D)

There, try that on for size.

The three Dog Boys lay down their cards.

DAVID (CONT'D)

Damnit!

FIONA

What is it?

DAVID

Did you train these mutts? Buncha' cheats.

Spence scoops up the chips and the cards. David takes the cards from him.

DAVID (CONT'D)

I'm dealing this hand. No more tricks.

SPENCE

Fine. Do what you gotta do.

David distributes the cards. Spence looks at his hand. Below the table his tail taps Billy a number of times to indicate what he's holding. Billy nods subtly.

MASON

So you'll come with us then?

FIONA

Why not? Better than sitting around here all day.

MASON

And you won't get in trouble for, you know, "going off the grid?"

FIONA

I'll just log this as another run into the city. All we do these days is patrol, anyway.

In the background, David throws down his cards.

DAVID

Damn it!

FIONA

Are you guys playing fair?

Spence and Billy drop their tails mid-signal.

SPENCE

Yes sir. Your friend's just got a lousy poker face.

EXT. CS FIELD BASE – OUTSIDE PSI-STALKER BARRACKS

Fiona pulls up in a JEEP. In the back are the Dog Boys, armed and equipped for the field.

FIONA

Sorry John, I've only got room for one more.

DAVID

Just what we need.

MASON

It's OK. I can leg it back.

DAVID

How are you going to get to the rendezvous?

MASON

I can do sixty miles per hour at a jog. I'll be there before you are.

DAVID

Alright. Do you want to ride along through the gate, at least?

MASON

It's OK. I'll just let myself out.

He steps over to the razorwire fence. A tall tree grows on the far side.

With an almost effortless jump, Mason is thirty feet up the tree. He scrambles out onto a branch then leaps into the next tree over, disappearing from sight.

David hops in the passenger seat.

FIONA

Making new friends? I wasn't extreme enough for you?

DAVID

Oh, compared to you, he's just a puppy dog.

(leans back)

No offense, fellas.

Fiona hits the gas and they speed off.

EXT. CS FIELD BASE – GATE

The staff sergeant comes running out as the jeep speeds past.

STAFF SERGEANT

Sgt. Lange! Sgt. Lange! They wanna talk to you at command...

David ignores him and the jeep is quickly out of earshot. He doesn't look back.

EXT. OPEN COUNTRY – SIMVAN CAMPSITE

A half-dozen SIMVAN WARRIORS sit around a campfire. They are humanoids with pointed jaws full of sharp teeth and wild manes of black hair. A massive RHINO-BUFFALO, a horned riding beast the size of a house, slumbers a few feet away.

A ROBED FIGURE approaches the camp: Ramsey. A SIMVAN SENTRY near the perimeter moves to stop him, but Ramsey holds up one hand and the sentry is instantly bound to his will.

Ramsey nears the campfire, the sentry obediently following behind. The other Simvan get to their feet and grab weapons, calling out in alarm. Ramsey quickly casts another hypnotic spell and the entire group is brought under his command.

With their full attention, he addresses the Simvan.

RAMSEY

I have a task for you...

EXT. RENDEZVOUS POINT – DAY

The jeep pulls up to an open lot amongst blasted ruins. The Dog Boys in the back sniff nervously.

FIONA

Where are they? I thought they were supposed to be waiting for us?

DAVID

That's what they told me. Damn it. I hope something didn't happen.

A broken pile of debris next to them TRANSFORMS into the Mountaineer ATV. Kayla leans out the passenger window.

KAYLA

Us? We were starting to worry about you guys.

Mason drops down from atop the vehicle.

DAVID

Glad to see you made it.

MASON

Glad to see you made it. I've been here for fifteen minutes.

He opens Fiona's door and holds out his hand to assist her.

FIONA

Ummm...thank you.

MASON

Of course.

The team exits the ATV and gathers around the jeep.

KAYLA

So this is your friend who's going to find our sorcerer?

DAVID

Yep. Figured no one is more experienced at this kind of thing than a Coalition Psi-Stalker.

KAYLA

I'm impressed.

She shakes Fiona's hand.

KAYLA (CONT'D)

Kayla.

FIONA

Fiona.

KAYLA

And this is Copeland. And this is Ginoek. I take it you've met Mason?

FIONA

Oh I know John.

KAYLA

Good. Then let's figure out what we're doing here.

DAVID
(to Fiona)
Do you have a map?

FIONA
Yeah. Spence, check the glovebox.

Spence fishes a map out and hands it over. Fiona spreads it out across the hood.

At the top it reads 'Minnesota – Military Personnel Only.'

FIONA (CONT'D)
So all we know is that it's a Rift near Tolkeen?

KAYLA
And that a Xitcix hive is somewhere nearby.

FIONA
He's probably gonna be on the north side of the city then. That's closest to the Hivelands.

DAVID
But he's going to need a site away from the active patrol zones, too.

COPELAND
That's right. It will take him some time to assume control of the Rift. It is a difficult process.

FIONA
Then he's most likely out in the suburbs. One of these Rifts – here – here – or here.

DAVID
So how do we narrow it down?

FIONA
Once my pack and I get close enough, we'll be able to tell.

KAYLA
Well, one way or another we should split up into two groups. Each group checks out a site and then reports back to the other. If we don't find anything then we'll meet up at the final Rift.

DAVID
It's safer for us to travel separate anyways. I don't think you want to have to explain if you get stopped with this lot.

FIONA
Alright. What about you? You coming with us?

DAVID
I think I should go with them. You probably don't want to get caught with me either right now. If something happens, you can still claim you and the pack were out on patrol and get out of this.

FIONA
Fair enough.

DAVID
Take Mason with you, he knows the deal. And he's the only one here who isn't a magic user or a purple lizard.

FIONA
You just don't know him as well as I do.

DAVID
Keep your radio on. We'll be in touch.

David climbs the ladder up to the ATV as Mason hops in the passenger seat of Fiona's jeep.

The vehicles head off in different directions.

EXT. TOLKEEN RUINS – NIGHT

FOOTPRINTS appear one by one in the dust and dirt coating the street. The area was once a residential district.

The prints STOP outside a partially collapsed doorway leading into a townhouse.

The invisibility spell DISSIPATES and Ramsey is revealed.

He stoops to enter the townhouse. It is dark and dusty inside, the moon's light streaming in through broken windows and gaps blasted in the brickwork.

Ramsey looks around. One wall is collapsed, debris spilling in. Otherwise the house is almost intact.

He stops and stares at the empty dining room. Dishes for four still adorn the table. One of the two wine glasses lays on its side, broken.

Ramsey enters a bedroom. It is painted light pink and dolls lay on the bed.

Ramsey sits and picks up a doll. On the dresser is a picture of him smiling with his two young daughters in his lap.

He looks at the photo and his eyes water. Ramsey takes the picture, gently kisses it twice, and lays it face down.

He walks to the master bedroom. The moon shines down through a hole in the roof. Dusty pictures of his wife haunt him. He sits on the bed and holds his head in his hands.

After a moment, Ramsey regains his composure and kneels next to the bed. He pulls out a small trunk from underneath.

Undoing the magical lock with a spell, he opens it to reveal a collection of scrolls, amulets, magic items and sacraments.

Ramsey sits in the middle of the moonlight. He takes a stick of chalk from the kit and draws a ritual circle around himself. He adds strange runes and symbols, then draws a triangle inset in the larger circle.

Ramsey sets a candle at each point of the triangle. He snaps his fingers by each one and they FLAME to life.

Ramsey stares up at the moon.

RAMSEY

I know you're listening. I've felt your presence these last weeks.

He takes a handful of magic dust and spreads it around.

RAMSEY (CONT'D)

The Coalition has taken everything from me. There is nothing left now.

Ramsey produces a ceremonial blade. He runs it across his palm and drips blood onto the runes. They

GLOW as the blood touches them.

RAMSEY (CONT'D)

Take my blood! Take my life!

The ritual circle GLOWS BRIGHT.

RAMSEY (CONT'D)

But give me vengeance!

The moon shines RED. Ramsey's eyes burn with hatred in its light; for a flash they are the eyes of a reptile, not a man.

CLOSE-UP ON PHOTO OF RAMSEY'S WIFE: Her unmoving eyes watch as the demonic vassal that was her husband sets off on his path of revenge.

OUTSIDE

Ramsey storms out, looking up at the moon and wispy clouds.

He focuses on a pile of debris and begins casting a spell. Slowly, the rubble assembles itself into a CRUDE GOLEM, an automaton empowered by magic alone. Completed, the golem steps aside.

Ramsey creates another and another.

RAMSEY (CONT'D)

Rise! Rise! This city will fight back one last time!

He assembles the final of a dozen GOLEMS, this one with a streetlight in the place of its head.

RAMSEY (CONT'D)

Follow.

The golems shudder to life, shuffling after him.

EXT. PLAINS WEST OF TOLKEEN – DAY

The towering Mountaineer ATV rumbles over the rolling grassland, mowing down saplings with its immense tires.

INT. ATV – DRIVER'S COMPARTMENT

Ginoek drives the ATV, Copeland in the passenger seat. David and Kayla are in back.

COPELAND

We've got a fork in the road up ahead.

DAVID

Just keep heading south. There's an ancient freeway we can follow most of the way.

GINOEK

That takes us a bit out of our way, doesn't it?

DAVID

You wanted to avoid the Coalition. Besides, Fiona and I are working off the grid; we have to be careful.

The wind blows across the ATV, carrying the scent of exhaust on its currents.

CLOSE-UP ON RHINO-BUFFALO: Cresting a hill, sniffing at the air. A howdah is strapped to the animal, and from it SIMVAN MONSTER RIDERS look about with binoculars. One points downwards, spotting the ATV.

BACK OF ATV

Kayla lounges in her seat. Through the window, the Rhino Buffalo silently begins to charge; DUST trailing behind it.

She is the first to notice.

KAYLA

(standing)

We got problems!

David sits up.

KAYLA (CONT'D)

Step on the gas, Ginoek! Simvan raiders! We got Simvan!

DRIVER'S COMPARTMENT

Ginoek and Copeland look around like fighter pilots trying to spot an enemy.

DAVID

I got the gun.

He jumps out of the passenger seat and climbs a ladder behind the driver's compartment.

CLOSE-UP as David unbuttons the hatch, popping up into the rushing DUST and WIND. An old RAIL GUN is mounted atop the ATV; rust SPRINKLES out as David pulls back the bolt.

DAVID (CONT'D)

You gotta be kidding me!

He shakes his head while he OPENS FIRE, picking a Simvan rider off of the charging Rhino-Buffalo.

From both sides, pairs of Simvan OUTRIDERS on raptor-like OSTROSAURS appear. They speed past the Rhino-Buffalo and charge toward the fleeing ATV.

Inside, Kayla opens a side window, sticking her arm out. As a pair of outriders close in, she blasts them with a stream of MAGIC FLAME. One falls to the ground ablaze, squealing and smoking, as its scorched mount panics and runs off. The other is undaunted and leaps aboard the ATV, knife in hand.

KAYLA

There's one on the side!

GINOEK

Well what do you want me to do about it!?

Up top, David is firing controlled bursts at the pursuing Rhino-Buffalo.

DAVID

(between bursts)

Yeah! Now we're havin' fun!

A SHADOW looms over him. Just as he turns, David is lifted out of the hatch. He kicks wildly, and David and the Simvan outrider spill onto the roof.

Holding on for dear life, David dodges once-twice-three times as the outrider lunges for him with its

knife. Kayla pops up out of the hatch, looking around.

KAYLA

David! Take my hand!

He reaches for it, then pulls back as LASERS from the pursuing Simvan rake the ATV's side. The outrider swings towards him with its knife, but David blocks it with his armor and head-butts the creature, leaving it dazed.

The ATV bounces violently over a furrow and instantly the outrider is gone, its grip lost. David blinks, stunned. Kayla grabs him and pulls him roughly back in through the hatch.

DAVID

(landing on his head)

Thanks.

KAYLA

Don't mention it.

COPELAND

There's more incoming!

David grabs his helmet and slaps it on.

DAVID

I'm on it. Try and slow 'em down. Use some magic or something!

David pops up out of the hatch again. To his left, a second RHINO-BUFFALO charges, coming alongside the ATV. David spins up the rail gun and BLOWS AWAY another pair of Simvan trying to jump aboard.

ATV – PASSENGER AREA

Kayla looks out the rear window at the pursuing beast. She holds her hand against the glass and a MAGIC NET shoots out.

The Rhino-Bufferalo charges right through it, breaking up the magical fibers.

KAYLA

Come on!

She tries again. This NET sticks, slightly hindering the animal. Kayla launches one more NET. It catches on the first one and tangles the Rhino-Bufferalo's front legs together.

The beast goes down hard, throwing Simvan riders and BITS OF GEAR tied to its sides into the air. A DUST CLOUD rises from the struggling monster as it is left far behind.

Suddenly Kayla is rocked as something HITS the ATV.

BIRD'S-EYE VIEW: The second Rhino-Bufferalo shoulders into the ATV. They remain locked together at high speed.

ATV – GUNNER'S HATCH

David FIRES OFF the last of the rail gun rounds into the Rhino-Bufferalo's howdah, collapsing its canopy.

DAVID

Ahh! Not now!

He ducks down to look for more ammo, but suddenly sticks his head back up and out the hatch.

There is a forty-foot drop in the terrain just ahead.

DAVID (CONT'D)

Ooh, here we go!

The ATV and Rhino-Bufferalo jump into mid-air. The Rhino Bufferalo manages to land on its feet and catch itself, the Simvan riders holding on desperately.

The ATV lands on one wheel and cartwheels over and over again, getting smashed to bits.

David is thrown out the hatch and skids to a halt in a clump of bushes.

ATV – PASSENGER AREA

Everyone else is rattled around and thrown against the roof.

The ATV comes to rest upside down. SMOKE rises from it.

ATV – DRIVER'S COMPARTMENT

Kayla looks over at Ginoek.

KAYLA
You OK?

GINOEK
I think I broke my tail.

OUTSIDE

The Rhino-Buffalo closes in on the wreckage. Its riders leap to the ground and clamber onto the ATV.

ATV – DRIVER'S COMPARTMENT

Copeland looks up at the sound of SIMVAN VOICES.

COPELAND'S POV: A SIMVAN WARRIOR is right there. It brings a club down on Copeland's face.

BLACKOUT

EXT. BUSHES NEARBY

David regains consciousness and sits up. He removes his helmet and rubs his head.

He ducks low when he notices movement. Dropping to his belly he watches as the Simvan unload his unconscious friends from the ATV, tie them up and throw them aboard the Rhino-Buffalo.

DAVID
This isn't good.

The Simvan loot the vehicle and have the Rhino-Buffalo flip it over with its horns. They lash the wrecked ATV to it and begin to drag the prize away.

David stands up and retrieves his rifle. He puts his helmet back on and activates the radio.

DAVID (CONT'D)
Fiona, do you read me? Come in.

FIONA
I read you. I'm at the rendezvous.
Where the hell are you?

DAVID
Never mind that. I've got a situation

here. We were attacked by the Simvan... they've got the others.

FIONA'S JEEP

MASON
What?!

FIONA
How many?

BUSHES

DAVID
Twenty or so in the war party, but they took the wrecked ATV with them, so they can't be going far.

FIONA'S JEEP

FIONA
Probably have a campsite nearby. A whole clan is too many for my pack. We're gonna need some backup.

DAVID
Negative. We cannot get CS command involved.

FIONA
What, you think I only have friends inside the Coalition?

EXT. SIMVAN CAMP – NIGHT

The Simvan HOWL and CHEER as they drag their prize into camp.

The campsite is built in a clearing amongst tall trees. It is lit by torches; a half-dozen wood-frame huts and a scattering of tents, lean-tos and tepees. OSTROSAURS and a truck-sized FURY BEETLE are tethered and tended to by HANDLERS. The other Rhino-Buffalo is nearby, nursing its wounded front leg.

The returning war party unhitch the ATV and present their loot to the rest of the tribe.

Last to come are the prisoners. Kayla, Copeland and Ginoek are led out bound and under guard.

The crowd of Simvan ROARS their approval.

GINOEK

One of you better think of something real quick.

KAYLA

They're suppressing my magic somehow.

COPELAND

Mine too.

The Simvan CHIEFTAIN steps forward, clad in an elaborate skull headdress. One of his guards has a COUGAR on a leash.

CHIEFTAIN

(subtitles)

Our brave warriors have returned from the hunt! They bring with them human! And so tonight, when the moon is at its height, we shall feast!

The crowd ERUPTS anew. Wood and dried grass is brought forth and a large fire is made. Wooden spits and a man-sized stew pot appear and cooks begin preparing herbs and roots and tossing them in.

KAYLA

I don't like the looks of this.

GINOEK

I thought the stories about the Simvan being cannibals were just a myth?

COPELAND

We'll know in a minute, won't we?

GINOEK

I hope you bastards like your meat tough!

EXT. RUINED WATER TOWER

David waits as Fiona approaches, her jeep's tires kicking up a trail of DUST.

She skids to a halt. David hops in, the Dog Boys making room for a higher ranking 'pack member.' Fiona speeds away.

FIONA

So what happened?

DAVID

They came out of nowhere. Two of those big-ass horned things the Simvan ride. We tried to outrun 'em but it was no use.

MASON

So how did you get away?

DAVID

I was in the top hatch when we crashed. I got thrown far enough that no one noticed, I guess.

He pats his helmet.

DAVID (CONT'D)

If I didn't have this thing on I woulda' bought it right there.

FIONA

Lucky.

DAVID

Oh yeah, lucky. The biggest catch of either of our careers is getting away, and the only way to find him is to commit treason by rescuing a bunch of magic users and aliens.

MASON

Are they alive?

DAVID

Last I saw, it looked like everyone was still with it. But they won't be if we don't get to them in time.

EXT. MEETING POINT – FOREST

The jeep rolls down a dirt road.

DAVID

So how did you get ahold of these 'friends' of yours?

She taps her head.

FIONA

Telepathy.

DAVID

And why do you think they're going to help us?

FIONA

Their leader owes me one. A patrol of ours was about to stumble into his hideout. I tipped him off.

DAVID

How?

FIONA

Telepathy.

DAVID

I shoulda' known.

They reach the ancient and buried remains of a city, now almost completely engulfed by the forest.

MASON

What is this place?

FIONA

It's a hideout. My friends use it sometimes.

MASON

It's creepy.

FIONA

That's why it's a good hideout. People don't usually poke around out here.

The Dog Boys in back are on alert, sniffing.

DAVID

So where do we meet up?

FIONA

Somewhere around here.

DAVID

You don't even know where the meet is?

FIONA

It's not a specific place. You just don't understand psychics.

DAVID

Or magic users, apparently.

FIONA

What?

DAVID

Nothing.

SPENCE

He says he's been fraternizing with the enemy.

DAVID

Relax, Fido. I do what it takes to get the job done.

Fiona brings the jeep to a halt.

FIONA

Enough, both of you. No one is working with the enemy. Besides, I think this is the place.

A VOICE projects from the shadowy trees.

VOICE

You're right about one thing, at least.

The speaker emerges. GULVER: a Wild Psi-Stalker tribal leader, his head bald like Fiona's. Tattoos and piercings adorn his body.

FIONA

Gulver. I didn't see you there.

GULVER

That's the idea.

Two dozen WILD PSI-STALKERS appear.

FIONA

You brought everybody, didn't you?

GULVER

You said it was important.

EXT. MEETING POINT – FOREST – SOON AFTER

David, Fiona, Mason and Gulver are gathered around the jeep. In the background the Dog Boys and the Psi-Stalkers seem to be getting along well.

GULVER

I know this place, and I know these Simvan. They've been attacking

travelers in the area for the last few months.

DAVID
These aren't local boys?

Gulver shakes his head.

GULVER
Nope, most of the local tribes have been in the area for generations. These guys are from down in Lone Star. Some kinda power struggle within the Pecos Empire is sending 'em north. We were on good terms with the Simvan until these guys started showing up, made everything complicated.

FIONA
Then you'll help us hit 'em?

GULVER
If you think we can pull it off. It's gonna depend on the number of Simvan.

FIONA
Let's go take a look, then.

GULVER
Let's do it.

EXT. OUTSIDE SIMVAN CAMP – NIGHT

David, Fiona, Mason and Gulver crawl to a vantage point hidden in the trees. From here they can see the camp, the bonfire and the captives about to be cooked.

GULVER
I assume we're not too late?

DAVID'S POV – BINOCULARS: The Simvan cooks select Kayla to be first. They carry her off and set her next to the fire.

DAVID
They're still alive. But we're gonna have to move now.

GULVER
How many Simvan?

DAVID
Not sure. Maybe a hundred. Counting the females and the children.

GULVER
One hundred! It's just us against a hundred Simvan!

DAVID
Looks like it.

GULVER
This is crazy! I'm telling my people to pull out.

He places one hand against his forehead. Fiona pulls it away.

FIONA
Please! We can't do this without you.

DAVID
They're gonna die if we don't go in – now.

GULVER
That's a tragedy, but I'm sorry, I can't just throw away my people's lives like that.

DAVID
We had a deal! We get rid of these guys and you won't have to worry about them anymore.

GULVER
The deal wasn't to get killed.

He turns and starts to withdraw.

FIONA
You owe me, you bastard! You'd be in a Coalition prison cell right now if it wasn't for me!

GULVER
Alright. You wanna pull that card? We'll back you up – but if things start to go south I'm sounding the retreat. Got it?

FIONA
Got it.

DAVID

And Gulver?

GULVER

What?

DAVID

This means a lot to me. I owe you now.

GULVER

Save it. You can thank me if we live through this.

DAVID

Just stick to the plan. We'll be alright.

Gulver places his hand against his forehead.

GULVER

I'm telling them to move in. You two better get into position.

Fiona and David nod and crawl forward, the Dog Pack trailing behind. Mason follows the Psi-Stalkers.

GULVER (CONT'D)

(to himself)

I hope you know what you're doing.

BONFIRE

The entire tribe has gathered around for the ceremony. The chieftain stands in front of the blaze holding a ritual staff with some strange animal skull at the top.

CHIEFTAIN

(subtitles)

Brothers and sisters of the sacred hunt! We join now to consume the flesh of our foes! And as it was spoken so shall their strength become ours! Their power our power!

Still surrounded by cooks, the captives are getting desperate.

GINOEK

Any time now.

KAYLA

I'm trying.

GINOEK

You know we have cannibals on my planet? I could have stayed home for this shit!

The Simvan COOKS chide Ginoek for talking.

CHANTING, the chieftain bids his GUARDS to bring Kayla before him. Calling out to his people, he produces a wickedly curved ceremonial knife.

TREES AROUND CAMPSITE

David looks over at Gulver.

DAVID

Now! Go now!

GULVER

I'm on it.

Gulver focuses his psychic power as David runs off into position. Gulver stares intently at the huge Rhino-Buffalo. His eyes slip closed and he initiates a link with the animal.

RHINO-BUFFALO'S POV: Inside the creature's mind, Gulver looks down at 'his' monstrous feet, lifting one then the other to be sure that he has taken control of the beast.

CLOSE-UP ON GULVER: He smiles to himself and his hands twitch a bit as he instructs the Rhino-Buffalo to run.

ON RHINO-BUFFALO

The forty-ton animal rears up, breaking its tethers. Simvan handlers that try to stop it are crushed.

The Simvan around the fire scatter before the charging beast.

ON OSTROSAURS

Fiona and her Dog Boys appear from the trees and cut the agitated dinosaurs free. They panic and run in all directions.

KAYLA

What the hell is happening?!

COPELAND

I don't know!

ON SECOND RHINO-BUFFALO

Tethered and still limping on three legs, the second Rhino-Buffalo rears, unable to break free.

OTHER SIDE OF CAMP

David appears from the trees. Playing anvil to their hammer, he SHOTS DOWN warriors running from the charging animals. A pair of frightened OSTROSAURS tear right past him.

David kneels and launches RIFLE GRENADES into two of the Simvan watchtowers. They burst into BRIGHT FLAMES.

ON GULVER

He is totally absorbed, sitting with his eyes shut and both hands on his head.

RHINO-BUFFALO'S POV: The monster stampedes through tents and huts, then swings its head from side to side, sending Simvan warriors flying.

ON GULVER

He angles his head left and right, faintly miming the action.

ON DAVID

David hustles towards the captives as Mason and the Psi-Stalkers burst from the woods and engage the Simvan in close combat. They use psychic powers, pistols and knives. The fighting is fierce.

David reaches Kayla and unties her.

KAYLA

I thought you were dead...

DAVID

Happy to prove you wrong. Can you get the others?

She nods. David turns around – and dodges to the side as the chieftain comes in swinging with his staff. His rifle is knocked away.

David pulls out a bowie knife and circles the chieftain.

ON SECOND RHINO-BUFFALO

The animal turns about nervously in circles.

BONFIRE

DAVID (CONT'D)

Come on, show me what you got.

The chieftain strikes heavily but David dodges and moves in close. Over-extended, the chieftain turns and bites down on David's knife hand, forcing him to drop the weapon.

DAVID (CONT'D)

Ahh God, that's gonna get infected.

The chieftain releases his bite and knocks David back with his staff. David lands on his back.

The chieftain raises the staff high and it begins to radiate ENERGY. It emits a BOLT that strikes David, burning into his armor.

He tries to scramble away but the chief BLASTS him again and again with the staff. David's armor is dotted with craters.

The chieftain 'aims' the staff right for David's face and FIRES the deathblow.

DAVID (CONT'D)

Nooo!

David squeezes his eyes shut, holds out one hand and suddenly the incoming beam DISSIPATES.

David opens his eyes. Both he and the chieftain are startled.

DAVID (CONT'D)

What the...

He gets to his feet. The chieftain tries to use the staff again but David extends his palm and a BEAM OF MAGIC ENERGY appears. It knocks the staff aside.

DAVID (CONT'D)

No way.

He shoots the chieftain down with another BEAM from his hand.

KAYLA

I don't believe it.

DAVID

Was that...?

KAYLA

Magic? It sure was.

DAVID

But what? How?

KAYLA

I guess you've been around some bad influences.

The team reunites and they watch as the Psi-Stalkers and Fiona's Dog Pack finish off the last of the Simvan.

Ginoek shakes David's hand.

GINOEK

You have my thanks.

DAVID

I'm honored.

COPELAND

You are one of us now, a child of magic.

David looks down at his hands and laughs a bit nervously.

ON GULVER

Gulver's eyes slowly open and he breaks his connection to the Rhino-Buffalo.

GULVER

You're free. Now get out of here.

ON RHINO-BUFFALO

The huge animal shakes its head, confused, then sets off for the high plains.

ON GULVER

Gulver stands up and goes to survey the battlefield.

OTHER SIDE OF CAMP

The remaining Simvan run for it. One who tries to stand and fight is pounced on by Spence. He looks up and GROWLS.

Fiona steps up and puts a hand on the back of his neck.

FIONA

It's alright. Let 'em go. We've done what we came here to do.

GULVER

I think that's the last of 'em.

David slaps him on the back in congratulations.

DAVID

You see? How's that for a plan?

GULVER

Yeah yeah, your plan worked.

DAVID

I told you! Just gotta have faith. And now, my chief, you may plunder at will!

GULVER

I don't think these Simvan have anything we want.

Two Psi-Stalkers ride past on the captured Fury Beetle, CHEERING and YELLING as they go.

DAVID

Your men seem to disagree.

GULVER

Hmmm, maybe I will take a look around.

He walks off to check out the camp.

Copeland ZAPS the ropes tethering the second Rhino-Buffalo.

COPELAND

Go on. Go home.

The giant animal thunders off after its fellow. The first Rhino-Buffalo looks back and gives out a plaintive CALL.

Kayla and David watch as the Psi-Stalkers loot the camp.

KAYLA

And now I guess we're even.

DAVID

I suppose so. So what do we do now?

Mason appears with two CASKS of Simvan liquor, one over each shoulder.

MASON

I say we get drunk. If humans can drink this shit.

A few of the Psi-Stalkers heartily agree.

GINOEK

And if they can't, the more for me.

EXT. CAMPSITE – NIGHT – LATER

SERIES OF SHOTS

-A Wild Psi-Stalker takes a mighty swig and blows a FIREBALL. His comrades laugh.

-The Psi-Stalkers dance around the fire like a pagan ritual.

-One takes Kayla, reluctant, and dances with her.

-David and Gulver sit and watch. Gulver breaks a bread loaf and hands over a piece.

-Spence tears into a chunk of meat.

Kayla approaches, out of breath, and sits next to David. She scratches the back of Spence's neck, a bit drunk.

KAYLA

Quite a party.

GULVER

You city-dwellers forget how to let go – living in your world of rules. Too many walls, too many fences. Out here we do what we like. Go where we please.

Leaning back, he watches as Fiona and Mason dance closer and closer together. They lock eyes and she grabs him and kisses him passionately. He doesn't object.

GULVER (CONT'D)

See? Your friend still has it in her.

He passes David a jug.

GULVER (CONT'D)

That's what you need, my Coalition friend. Loosen up, break the rules sometimes.

He lays back to look up at the stars, drunk.

KAYLA

He's right, you know.

DAVID

Yeah, yeah. This whole trip has been very enlightening.

He hands her the jug.

KAYLA

You managed to use magic; you crossed over without even thinking about it. There are people who study for years that can't do that.

DAVID

That's it? That's all there is to it?

KAYLA

If you're one of us, you're one of us.

COPELAND

You can't teach the gift.

DAVID

Oh man, now it's 'the gift'?

KAYLA

Hate it or love it, it's a part of you.

DAVID

Alright, alright. Hang on.

David gets to his feet.

DAVID (CONT'D)

Everybody! Everybody! Hey, listen up!

The boisterous crowd gradually quiets down.

DAVID (CONT'D)

Now I know a lot of you wouldn't expect this from a guy like me, but I want you to know, from the bottom of my heart, that you all are truly the finest bunch of outlaws and filthy magic users that I have ever worked with.

KAYLA

And you're the sweetest Coalition fascist we've ever met!

DAVID

Seriously – Gulver – you and your people are alright. If it wasn't for you guys, we'd all be in deep shit right now. Here's to you – you beautiful mutant bastard!

He takes a hearty swig from the bottle. The others CHEER.

EXT. AROUND FIRE – NIGHT – LATER

Almost everyone is snoring around the embers of the bonfire. Mason and Fiona hold each other, sleeping soundly. The chow Dog Boy Wade's legs twitch as he dreams of running.

Kayla and David sit up talking and staring at the coals. They are both quite drunk.

KAYLA

So what made you join the military?

DAVID

Oh, it's the same old story. Lose a family member to something from the Rifts – join up to get revenge. Only in my case I lost the entire family.

KAYLA

Oh my God. I'm sorry.

DAVID

I was very young. I can barely remember my life before they were taken from me.

KAYLA

How did – if you don't mind me asking – how did they get to you in Chi-Town?

DAVID

Didn't happen in Chi-Town. I was born outside the Coalition. Little town called Fremont.

Kayla's jaw drops, but David is looking away.

DAVID (CONT'D)

That's about all I know. Not sure about the last name, no birth date, no known relatives.

I can remember my mother and my father, and a sister. Just little bits, random moments and images. And I remember the night it all happened – I can still see that like it was yesterday.

KAYLA

David, I need you to think back. What exactly happened that night?

DAVID

They appeared out of nowhere – came in from the woods. We were eating dinner when there were these noises outside and – all I remember after that is running. Running as fast as I could. I ran until the soldiers found me.

Tears are now streaming down Kayla's cheeks.

DAVID (CONT'D)

What is it? What's wrong?

KAYLA

David...I was born in Fremont. I was there that night the Rifts opened up. Can you remember what your parents did?



DAVID

Ummm – my father was a...

KAYLA

Mechanic.

DAVID

And my mother was a...

KAYLA

Schoolteacher.

DAVID

Is this some kinda magic?

KAYLA

What was your sister's name, David?

DAVID

It was – Katie.

KAYLA

Katherine is my real name. Only people in Tolkeen call me Kayla.

DAVID

What are you saying?

KAYLA

David. I...I think you're my brother.

DAVID

What? I don't believe this.

KAYLA

David, think hard. What else do you remember from before the Coalition?

DAVID

I remember our house. It was painted this funny shade of blue. It was near the woods, just on the edge of town. There was this path...

KAYLA

We used to sit near that path and wait for dad to come home. David, I remember the blue house, I remember the path, I remember your toy soldiers. You are my brother.

DAVID

But I've always been an orphan...

KAYLA

Not anymore. David, everything up until now, it all happened for a reason.

They embrace for a moment, both overtaken by emotion.

KAYLA (CONT'D)

(choked up)

We looked for you for days. After that we just had to assume the demons took you. How did you escape?

DAVID

I didn't. I was rescued. The CS soldiers found me just in time. But what happened to you? Where did you go?

KAYLA

Most of the villagers headed east to the Federation of Magic, but mom and I went back to Lazlo.

DAVID

Mom? Is she...

KAYLA

Yes, she's still alive. And you don't

know how happy she'll be to find out that you are too. You have to come back to Lazlo with me.

DAVID

What!? I can't do that. I'm a Coalition officer.

KAYLA

Well we can't exactly come visit you in the Coalition States. I use magic, your mother uses magic, your grandparents use...

DAVID

I have grandparents?!

KAYLA

Of course you have grandparents! You have a whole family waiting for you back in Lazlo.

(puts her arm around him)

You're not an orphan, David. There are people out there that love you, that have never even met you. You have a home.

DAVID

But the CS is my home. I can't just...I can't just walk away from everything I've ever known.

KAYLA

When I was a little girl, I used to try and imagine what you would look like if you were still alive. I guess I took it better than mom. She used to cry at night, when she thought I was asleep.

DAVID

I just...it's too much...

KAYLA

(tears flow)

You don't understand. We dug two graves in Lazlo. Two empty graves. Every year on your birthday we would leave flowers.

DAVID

I never knew my real birthday. On my ID it says January 1st, right there with all the other unknowns in the CS database.

KAYLA

Well, you're close. It's August 25th.

DAVID

I'll have to remember that. Do you know my middle name?

EXT. CAMPSITE – NEXT MORNING

David's eyes open and he sits up. Standing and stretching out his aching joints, he begins to don his armor.

Nearby, Kayla, Fiona and Mason are eating breakfast with a group of Wild Psi-Stalkers. Mason and Fiona look at each other and smile bashfully.

David appears in full gear and sits down. Mason slaps him on the back.

MASON

Morning there, Dave.

DAVID

What're you so happy about?

MASON

Oh, a few things. Kayla told us the news. Welcome to the family!

DAVID

Who woulda' thought.

MASON

That you would actually be related to a "bunch of filthy magic users"? I could tell there was something about you.

FIONA

I knew all along.

DAVID

Well thanks for keeping it a secret.

FIONA

I couldn't bear to put you through that. Here, eat something.

She thrusts a bowl of some kind of porridge to him. David digs in.

DAVID

Better than cold instant rations.

WILD PSI-STALKER
Food not up to your standards?

DAVID
No, it's good.

WILD PSI-STALKER
Can't say Psi-Stalkers are known for our cooking. Normally I like my prey still alive.

DAVID
I suppose sucking the psychic energy out of critters and killing them for their meat isn't all that different. Cheers.

Gulver walks over.

GULVER
Everyone getting along?

DAVID
Oh yeah. You and your people handled yourselves pretty well last night, Gulver. You up for round two?

GULVER
What do you mean?

MASON
We're on the way to the main event. These Simvan were just an appetizer.

GULVER
What is it with you guys? Is there a fight in Minnesota you don't know about?

KAYLA
This has been a big week. We're not normally this busy.

GULVER
Alright, so what else have you got in mind?

DAVID
We've got a lead on the most dangerous sorcerer left in the city. If we don't stop him he's gonna Rift a swarm of Xiticix right into the center of old Tolkeen.

GULVER
You're gonna wade into a Xiticix swarm to protect a city that's already been

destroyed?

KAYLA
There are still a lot of innocent people in Tolkeen. That swarm will kill anything that gets in its way.

DAVID
And a lot of my friends are in the city, just trying to do their jobs.

GULVER
Well that's a damn shame. I wish there was something I could do to help...

DAVID
Come with us. Your people are great fighters. You help us today and you'll keep the Xiticix off your doorstep for a few more months.

GULVER
The 'Ticks are coming whether we like it or not.

DAVID
It won't get any easier.

GULVER
Listen, I had my reservations just walkin' into those Simvan. There's no way I'm letting my people mix it up with a whole swarm of Xiticix. If you want, we can show you the way. The nexus isn't far from here. If you leave soon you can make it by nightfall. But that's the best I can do.

FIONA
There's gotta be something...

GULVER
There's nothing else we can do. You don't understand. We're just hanging on out here. We can't run back to the safety of the Coalition every time things get tough. This is every day for us.

DAVID
It's alright, chief. You've helped us enough already. You just show us where he is – we'll handle the rest.

EXT. NEAR LEY LINE – DAY

The Wild Psi-Stalkers escort the team through the scattered ruins to the site of the ley line. Its GLOW is pale in the sunlight.

GULVER

Here it is. You follow this line due west and it'll take you where you need to go.

Kayla shakes his hand.

KAYLA

Thanks for the rescue. If you ever need anything, I'm usually in Lazlo.

GULVER

I'll keep that in mind.

DAVID

This is your last chance to come with us...

GULVER

Thanks. But no thanks.

DAVID

Alright. I had to try. You take care of yourself out here.

GULVER

You do the same.

They head off in search of the nexus.

FADE OUT.

EXT. TRAIL FOLLOWING LEY LINE – NIGHT

The team hikes along the open ground around the ley line, lit eerily by its STRANGE LIGHT. The tall trees cast weird shadows in the shifting luminescence.

DAVID

How much further?

COPELAND

It's hard to tell. He's still protecting himself with that spell. There's a nexus up ahead, though, but it's been unstable since the Coalition bombed the energy grid.

KAYLA

If he's gonna go through with it, it's gonna be there.

DAVID

And how much further is that?

KAYLA

Couple of miles. Not far.

MASON

You wanna sing a marching song, soldier?

DAVID

Yeah, right. Like any of you have any rhythm.

The ley line CRACKLES and SIZZLES, energy erupting outwards.

DAVID (CONT'D)

What the hell was that?

COPELAND

We're getting a flare-up.

DAVID

What does that mean?

COPELAND

It could mean he's already starting the ritual. Or it could be nothing.

DAVID

Doesn't look like nothing.

KAYLA

The storms have been getting real bad.

DAVID

Why's that?

COPELAND

Because your friends blew up all the regulating gear. This wasn't a problem before.

KAYLA

The more you push, the more the Earth pushes back.

COPELAND

You can't beat the Rifts by fighting

them.

Another BURST of energy erupts.

DAVID
I'm starting to believe you.

KAYLA
Let's move. We can't wait around for
this to clear up.

They hurry forward. The ley line PULSES and
SPARKS.

FIONA
Should we be this close to it?!

COPELAND
It shouldn't be a problem, unless...

DAVID
Unless what?

Copeland stares up into the air. Suddenly the sky
becomes bright yellow. Alien creatures fly overhead
on massive wings.

COPELAND
Unless we hit a dimensional storm. Go!
Go!

They start to run.

The ley line PULSES again. The sky is now a pale
green. The flying creatures are replaced with huge
swimming eels and floating jellyfish.

DAVID
This is nuts!

KAYLA
Don't look back! Just run!

David looks down at his feet. The ground becomes a
seething mass of worms and maggots, then flashes
back to normal.

DAVID
Whoa...

Mason drops back to jog alongside him, easily keeping
pace.

MASON

Come on! This ain't the time to be left
behind!

Rain falls. It STEAMS as it hits the ground.

A GUST rushes up around Kayla. The raindrops
freeze into weird blue hail in mid-air.

KAYLA
It's getting worse!

Copeland looks around. A dark, rain-swept clearing
transforms into a bleak alien desert right in front of
his eyes.

COPELAND
It sure is.

Billy, the pit bull, comes face to face with some kind
of giant desert insect. He GROWLS, refusing to back
down.

Suddenly the creature is gone and the desert replaced
by a forest of towering fungus. Billy is confused.

FIONA
It's OK. It's gone.

Ginoek takes a step and falls as the ground he walks
on becomes a mountain slope covered in thick, pale
orange snow. He slides down the incline, grabbing
helplessly at snowdrifts to try and save himself.

GINOEK
Help!

Mason leaps over the edge and skis downward on his
feet. He grabs hold of Ginoek just before they both
plummet over a drop. They stare down into a gully full
of razor-sharp ice crystals and frozen stalagmites.

GINOEK (CONT'D)
Thanks.

MASON
Don't mention it...whaaa!

They are pushed over the edge as the terrain D-shifts
again. Arms flailing, they are just about to impact the
ice shards when -

The snowy mountain becomes an unearthly bog.
They land in waist-deep, bright blue muck, bubbles

perforating the surface. A little swamp-dwelling lizard hops off a floating branch and swims away.

MASON (CONT'D)

Ah, it's in my shoes.

GINOEK

Mine too.

David, standing on firm ground, extends his hand.

DAVID

You guys done horsing around?

GINOEK

Thanks.

Mason splashes blue muck on David.

DAVID

Come on! Who knows what's in this stuff?

MASON

(still splashing)

Not me.

David helps him out too.

DAVID

Had enough?

MASON

I don't know. I wouldn't mind sliding down that hill again if that dimension comes back.

KAYLA

Come on.

They hurry into the woods. The trees' color and form SHIFTS constantly, making the entire forest seem to move. Strange colors and light from a dozen alien suns fills the branches.

Slowly the forest goes back to normal. The patterns of branches and tree bark SHIMMER and then stabilize.

DAVID

Is it over?

COPELAND

It's cooling down. We should still keep some distance between us and the ley

line for a while.

DAVID

I hear that.

They parallel the ley line and continue their march through the woods.

EXT. TOLKEEN RUINS – LEY LINE NEXUS – NIGHT

Abandoned, shot-up buildings surround a massive crater where the nexus complex used to stand. It once served as a power station and transportation grid for the city until the Coalition bombed it out of existence. Four LEY LINES meet at the center of the crater, illuminating the area with a haunting, pale BLUE LIGHT.

The team watches from the crater's edge as Ramsey and a trail of golems appear from within a building on the far side. They walk slowly and deliberately, the ritual already begun. Ramsey carries the Xiticix Queen's scent glands himself, still sealed inside their enchanted container.

Reaching the center, the procession stands before the nexus. The golems spread out and begin drawing large, complex runes in the dirt while Ramsey sets the scent glands aside.

With one hand, he beckons to a half-buried concrete slab. It PULLS ITSELF magically up out of the ground, FLOATING over to sit in front of him as an altar.

Ramsey takes the scent glands and dumps them out onto the slab. He removes a curved knife from his robe and slices open the glands. They instantly STEAM and BOIL with noxious pheromones.

MASON

What's he doing? There's no way the 'Ticks are gonna smell that from here.

Ramsey chants a few magic words and spreads his arms. WINDS puff up his robe, blowing the queen's pheromones high into the air.

MASON (CONT'D)

Oh.

FIONA

There's gonna be Xiticix all over this

place in no time.

DAVID

Then we gotta make our move now.

Nearby, a single XITICIX SCOUT alights upon a chimney sticking up out of the rubble of a house. Its silhouette stands out starkly against the moon in the background.

DAVID (CONT'D)

See? Let's go.

They move into the ruins surrounding the Rift and take up hiding positions.

Out in the open, Ramsey and his golems slowly spread out in a wide circle around the Rift.

CLOSE-UP ON RAMSEY: He CHANTS as the COLUMN OF PHEROMONES continues to rise.

The golems watch silently.

All four ley lines PULSE. The Rift RUMBLES and grows.

KAYLA

He's good.

COPELAND

Yes, he is.

DAVID

So how do we stop him?

KAYLA

We kill him.

DAVID

That's it?

COPELAND

If I had a spell to stop a madman, I'd use it. But I think we must do this the hard way.

DAVID

Isn't that always the way it is?

David turns to Kayla.

DAVID (CONT'D)

If I don't make it, you tell mom what happened. Tell her that her son grew up to be a man.

KAYLA

We'll make it through this. If we stick together.

DAVID

If we stick together.

They advance into the crater as more Xiticix land around the perimeter. David points to the left with two fingers and Fiona and the Dog Pack break off in that direction. He points to the right and Ginoek and Mason head that way.

A golem focuses in on the ritual. Hearing something, it turns around to see Fiona and the Dog Pack right on top of it.

FIONA

Get him boys!

The golem doesn't stand a chance.

Its fellows in the summoning circle break their focus.

Ramsey pauses, noticing the attackers closing in.

RAMSEY

You? You tracked me all this way? So determined. No wonder you escaped from that hive.

KAYLA

We trusted you and you left us to die!

RAMSEY

What do you want – an apology? I used you like any other tool.

(to golems)

Kill them. I shall finish this.

He turns back to the Rift and focuses, pouring his magic power into it.

The Rift GROWS larger still, BOLTS OF ENERGY emanating from it. Dozens of flying XITICIX are illuminated in the light, circling around the Rift like moths to a lamp.

The golems turn on the team, launching a barrage of

spells. FIREBALLS, ELECTRICITY, ICE.

Billy is hit by an ICE BOLT. He drops mid-stride, hip frozen, YELPING. Fiona drops to one knee to aid him.

FIONA
(to Spence and Wade)
Advance! Don't slow down the attack!

A golem shoots LIGHTNING BOLTS at Mason. Mason acrobatically leaps and dodges, bending and contorting.

Copeland squares off with the chief golem, its streetlight head reflecting the magic light around it.

It shoots a MAGIC BOLT – Copeland blocks it with a SHIELD of ley line energy. It waits a moment then FIRES another. Copeland blocks it too. They are at an impasse, like boxers looking for the first opening.

Kayla stops next to Fiona and Billy. She uses a brief flash of MAGIC FIRE to MELT the ice.

FIONA (CONT'D)
Thanks.

KAYLA
Glad to help.

Billy springs to his feet.

FIONA
Go get 'em.

He charges off.

KAYLA
Ready?

FIONA
Let's go.

They rush into combat. Fiona draws her pistol, marching off to the left, firing LASERS as she goes.

Ginoek charges at a golem preparing a spell. He cuts it down before the spell is complete, breaking apart the golem's body of animated bricks and pipes.

Copeland and the chief golem both fire BOLTS of magic. They collide in mid-air and NEGATE each other.

The combatants lock 'eyes.' They both begin channeling a spell at the same time, trying to beat the other to the punch. WISPS OF DARK POWER appear around the golem; LEY LINE ENERGY crackles around Copeland.

Copeland wins the quick draw. He unleashes a blinding EXPLOSION OF ENERGY. The chief golem's spell FIZZLES OUT and it is overcome.

Copeland stops to catch his breath, pulling his gas mask aside for a moment.

SURROUNDING RUINS

More and more Xiticix come to roost. They CHITTER back and forth, trying to reconcile the pheromonic distress call of their supposed Queen with the confusing scene before them.

AROUND RIFT

David drops to one knee and OPENS FIRE.

DAVID
We need to hurry up! The Xiticix aren't just gonna watch forever!

KAYLA
Alright.
(to everyone)
Let's kick it up a notch! Time's runnin' out!

Copeland nods. He DRAWS IN ley line energy and releases it in a massive THUNDERBOLT. It ELECTROCUTES a golem in a torrent of SPARKS.

CLOSE-UP ON COPELAND: He draws in more energy and releases another CHARGE, then ANOTHER.

David turns and sees a golem close by. He reaches out and takes hold of the two pieces of rubble floating within its eye sockets. Deprived of its 'eyes,' the golem flails about.

The surviving golems are pushed into a tight circle, back to back.

Suddenly they EXPLODE in all directions.

Ramsey appears from their midst, arms outstretched.

RAMSEY

Enough! I must finish the ritual!

He casts a VORTEX with one hand. Mason and Ginoek are THROWN into the air.

Kayla and Copeland move in and Ramsey blows them backward with a WALL OF MAGIC ENERGY.

Spence and Wade attack. Ramsey wraps his cloak around him and Spence bounces off as if it were solid steel.

Wade GROWLS and charges Ramsey. Ramsey sidesteps and ELECTROCUTES him with magic energy.

Wade drops down dead, fur SMOKING.

Spence is filled with rage and bursts at him, teeth gnashing, saliva flying.

Ramsey waves his hand flippantly and Spence is thrown tumbling through the air.

David, Fiona and Billy are next. Ramsey gestures towards them and the Xiticix pheromones WAFT in their direction.

DAVID

Uh oh...

A half-dozen curious XITICIX buzz in to investigate. David and Fiona scatter. Billy manages to tackle one out of the air and wrestle it to the ground.

David pushes Kayla out of the way as more Xiticix flit in.

The Xiticix now fill the air and cover the surrounding buildings, with more continuing to land. Ramsey begins to chant with renewed gusto and suddenly the ley line nexus GLOWS brightly.

David removes his helmet and ducks into the huddle.

KAYLA

We don't have much time. This is it. You guys just keep everything away from me and Copeland. We'll try to keep his spells in check.

DAVID

How?

KAYLA

We've got lots of tricks, David.

DAVID

Yeah, well I've got one too. We're not gonna be able to handle these bugs on our own.

David speaks into his radio headset.

DAVID (CONT'D)

This is Bravo lead calling Forward Base 21. Do you read?

KAYLA

What are you doing?!

DAVID

Trust me.

(back to radio)

Negative, the rest of the patrol is down! I need reinforcements right now at grid 47'91'37. This is a Charlie Foxtrot priority! You get me?! Send everything you got and tell 'em to be ready for Xiticix! Repeat. Charlie Foxtrot priority! X-Rays involved! Send EVERYTHING! I am not fucking around!

GINOEK

You're gonna get us killed!

DAVID

I just saved our lives. There's only one thing that's gonna be able to deal with that swarm, and that's full on Coalition firepower.

KAYLA

I hope you know what you're doing.

DAVID

Have I let you down yet?

KAYLA

This is a little different.

David slaps his helmet on.

DAVID

This? This is just another day at the

office for me.

The surviving members of the team regroup and close in on Ramsey, standing before the growing portal.

David fires a grenade directly at him. The EXPLOSION BENDS and wraps around his magical armor, which is momentarily made VISIBLE by the attack. Ramsey turns, unharmed.

RAMSEY

You won't stop me! I've come too far now!

KAYLA

It's not worth the price! You've sold your soul!

RAMSEY

(laughs coldly)

Maybe-I-have. Now excuse me, I must get back to my work.

Ramsey draws three vertical lines through the air with his open palm, and three PORTALS appear in a triangle pattern around him. Out of each one steps a towering DEMON, looking about for victims.

COPELAND

Oh no.

Ramsey turns his back and continues the ritual.

David and Mason start pumping laser beams into DEMON 1 while Ginoek activates his PSI-SWORD. Kayla blasts DEMON 2 with FIREBALLS as Copeland begins to LEVITATE into the air. Fiona and her remaining Dog Boys charge forward at DEMON 3.

Demon 1 fires ENERGY BURSTS from its palms, nailing David flatly on his armor. Mason leaps out of the way.

Demon 1 grabs David with one massive hand, lifting him up off the ground while he pounds helplessly on its armored skin. David goes for his sidearm, but Demon 1's grip is too tight. David compromises, snatching the 9mm pistol he keeps in a chest-holster instead. He FIRES OFF a full clip into Demon 1's face and eyes.

It blinks off the bullets, HOWLING with anger. It squeezes David harder and harder, LAUGHING evilly as he suffers. His armor makes a loud CRACK and he cries out in pain.

The demon holds David in front of it, their faces just inches apart. Saliva drips from the unholy monster's ragged jaws.

DAVID

Always knew it would come down to this...

Suddenly, Fiona appears, severing Demon 1's hand mightily with a large Vibro-Blade. Demon 1 ROARS, clutching its fresh stump.

FIONA

Let him go!

She rushes forward, slashing at the monster, pushing it back a few steps. Demon 1 recovers, smashing its remaining fist into Fiona from above. The blow is crippling and she tries to crawl desperately away.

David tries to help, prying the still twitching fingers of Demon 1's huge severed hand off of himself.

He's too late though, and Demon 1 kicks Fiona brutally aside. Her body rag-dolls through the air.

DAVID

Noooo!

He finally breaks free and advances on the demon, FIRING his rifle.

Mason sees Fiona hit the ground and runs to her side.

MASON

It's OK, just hang in there.

FIONA

John...John, come here.

He cradles her in his arms.

FIONA (CONT'D)

Don't give up, John. Live your life...live it for me.

Tears run down his cheeks.

MASON

Stay with me...stay with me.

She stops breathing. Mason hangs his head. He looks up to see Demon 1, LAUGHING evilly at David.

Mason bounds towards the demon, tackling it to the ground. It ROARS in protest, but Mason's brass-knuckled fists move in a blur like a hummingbird's wings, pummeling the demon with too many blows to count. Its teeth shatter and its face is obliterated by the superhuman beating.

He rises off it and they turn to see Copeland and Kayla still embroiled with Demon 2. It fires BLASTS of energy from its hands, pinning them down. David pulls the pin on a hand grenade and rolls it under the demon's feet just as Kayla launches a salvo of FIREBALLS. Demon 2 is crippled in the attack and collapses backward, SMOKE billowing up around it.

KAYLA

Where's Fiona?

DAVID

She didn't make it.

KAYLA

I'm sorry.

DAVID

Later.

They turn on Demon 3, still fighting with Spence and Billy.

Demon 3 looms over Billy and picks him up in its jaws.

Spence GROWLS and jumps on its face, pulling his pack-mate free, clawing at the demon's eyes.

It stumbles backwards. The demon finally bats him away. With its face clear, it looks for a new victim.

The rest of the team is standing right there. David and Mason OPEN FIRE with their guns; Kayla and Copeland use MAGIC. The demon is driven backward and finally brought down.

Mason, Ginoek, Copeland, Kayla and David, battered but alive, close in on Ramsey. Mason leaps ahead of them, sneaking up right behind him, drawing a pair of Vibro-Knives.

Ramsey spins around with unnatural speed, suddenly staring right at Mason.

RAMSEY

Be gone!

He unleashes a huge PULSE OF ENERGY, blowing Mason back.

Ramsey stands before them, his magical exertions beginning to take their toll.

RAMSEY (CONT'D)

You won't stand in my way! If this is what I must do for justice – then so be it!

He holds up the scent glands and wrings out the Queen's pheromones over his face and body. Ramsey laughs as the cold reptilian GLARE returns to his eyes.

XITICIX begin to land around him, taking up defensive positions around their "leader."

Copeland floats up into the air, firing magical BLASTS, conducting the power of the ley line. Suddenly, a pair of Xiticix flit down and attack him. He crashes to the ground, zapping the insects with ley line CHARGES from his hands.

David goes to his aid, batting one of the Xiticix aside with the butt of his rifle and shooting it full of LASER BEAMS.

Kayla and Mason are distracted by a few more Xiticix that sweep in close. Ginoek sees his chance and rushes at Ramsey, PSI-SWORD appearing in hand. He slices through two Xiticix Warriors that try to stop him from reaching his target.

Ramsey, still half-focused on the ritual, launches a BOLT OF MAGIC ENERGY at Ginoek. He blocks it with his Psi-Sword, not slowing down.

More Xiticix land around Ginoek, swiping at him. He holds them at bay, working his way back to Ramsey.

They grapple, Ramsey using his magic to hold Ginoek back. Their eyes are just inches apart.

GINOEK

I'll see you in hell, sorcerer!

RAMSEY

No – you won't.

Ramsey's eyes shoot BOLTS OF ENERGY into Ginoek's. Blinded, Ginoek cries out in pain and turns – as a Xiticix Warrior impales him from behind with a spear.

KAYLA

Ginoek!

Ramsey flees into the cover of the ruins as more Xiticix land to protect him.

David and Kayla run to Ginoek's body. He gasps for air, spitting up orange blood.

KAYLA (CONT'D)

Just hold on. You're gonna make it.

GINOEK

Finish it. Don't worry about me.

He looks up at David.

GINOEK (CONT'D)

I guess I'm not going home...after all.

His eyes glaze over.

DAVID

You're already there. You're already there.

COPELAND

He's getting away!

DAVID

Like hell he is...

More and more XITICIX land around Ramsey. Too many.

COPELAND

The Rift will open any second! This is our last chance!

Mason spits blood onto the ground.

MASON

You guys go after him. I'll take care of the bugs.

KAYLA

There's too many for just you.

MASON

It's OK. I brought friends.

Mason pulls back a flap to reveal a set of THROWING KNIVES. Their handles look an awful lot like frag grenades...

MASON (CONT'D)

Cover me.

David sets up with his rifle and OPENS FIRE.

Mason leaps into the fray. The first Xiticix Warrior that swipes at him gets a knife stuck square in its chest.

CLOSE-UP ON KNIFE HANDLE: A RED LIGHT BLINKS ON.

The grenade/handle EXPLODES, blowing the Warrior apart. The rest of the Xiticix focus on Mason.

MASON (CONT'D)

Go!

They run past the distracted insects into the ruins.

Ramsey stands in a clearing, still chanting, sending his MAGIC ENERGY up into the Rift.

Copeland is the first to face him. With a PULSE, he CUTS OFF the flow of energy from Ramsey to the Rift.

RAMSEY

Mr. Copeland. Ready for your last lesson?

COPELAND

We're not in school anymore, professor.

RAMSEY

Good. Because there are a few things they wouldn't let me teach in class.

Ramsey reaches back with his hand in a fist. A section of rubble behind him ASSEMBLES MAGICALLY into an arm, grabbing Copeland and tossing him like a baseball.

David's LASERS bounce off of Ramsey's MAGIC ARMOR. Ramsey swings the stone arm at David, smashing through the ruins. David dives for cover, losing his rifle.

Kayla steps up and blasts Ramsey with MAGIC FIRE. He loses concentration and the stone arm FALLS APART.

Without missing a beat, Ramsey retaliates with a MAGIC VORTEX, knocking Kayla back into the ruins.

Unopposed, Ramsey looks up into the sky.

SKIES ABOVE RIFT

The Xiticix have begun buzzing around the central nexus in a giant circle. The ley line nexus PULSES with uncontrollable amounts of power.

Ramsey says the final words of the incantation and spreads his arms wide.

RAMSEY (CONT'D)

Now open! Open upon them!

The Rift FLASHES and suddenly bursts OPEN. The swarm of Xiticix concentrates around it.

MISSILES streak out of the darkness, DETONATING amidst the swarm. A looming behemoth appears out of the clouds like a whale breaching the ocean's surface; a DEATH'S HEAD TRANSPORT outfitted as a gunship. Its top-mounted cannons OPEN FIRE as ports open to reveal crews of CS AIRMEN manning rail guns and artillery. 'BUG BOMBER' is painted across its side along with a cartoon of the grim reaper holding a giant flyswatter instead of a scythe.

DEATH'S HEAD GUNSHIP – GUNNERY BAY

CREWS feed ammunition into the giant rail guns and artillery. The interior is intolerably LOUD and FLASHES OF GUNFIRE reflect off the crew's armor.

SKIES ABOVE RIFT

SUPER SAMAS and SKY CYCLES strafe the immense swarm of insects, dogfighting viciously overhead.

ON RAMSEY

RAMSEY (CONT'D)

Nooo! Noooo! Go into the Rift! Just go into the Rift!

SKIES ABOVE

A SUPER SAMAS twists and dodges through the air, FIRING its plasma ejectors. A XITICIX WARRIOR that gets too close is clipped in half by the SAMAS' arm

blades.

Another XITICIX flits in and lands atop the flying power armor. The pilot paws at it with his hands but the Xiticix dodges aside and plunges a fist into the SAMAS' faceplate.

The Xiticix Warrior flies off and the SAMAS suit drops like a stone, TRAILING SMOKE. In the background, however, the swarm is beginning to lose cohesion.

ON RAMSEY

RAMSEY (CONT'D)

No...so much work lost.

(turns to David)

You...you...

Ramsey holds out a hand to MAGICALLY LIFT David and holds him floating helpless before him.

RAMSEY (CONT'D)

I can't have my revenge...but I can still kill you!

CLOSE ON DAVID'S HAND

The Vibro-Blade built into David's armor flicks out, HUMMING with power.

DAVID

You can try.

He gouges Ramsey, SHORTING OUT the sorcerer's magic armor and physically wounding him. David falls to the ground as Ramsey loses his MAGIC GRIP, but he gets right back to his feet.

RAMSEY

You Coalition pig! You can't stop this kind of power! Real power!

He blasts David back with a MAGIC BEAM and stalks forward.

KAYLA

But I can.

She nails Ramsey with a MAGIC NET, pinning him to a wall. Kayla extends her hand and begins CHARGING UP a spell as Ramsey furiously tears at the net.

KAYLA (CONT'D)

David! Help!

David picks himself up and draws his laser pistol. He EMPTIES an E-Clip harmlessly into Ramsey's flank. Ramsey rips the net and approaches Kayla menacingly. David tries to reload.

KAYLA (CONT'D)

Forget the gun!

She holds out her hand to him and he understands. David drops the pistol and dives for her.

Ramsey closes in. His eyes are mad with rage. He CHARGES a spell, just about to strike and—

David and Kayla lock hands and the magic circuit is COMPLETE. Their eyes GLOW WHITE. Using David's own inner energy, Kayla channels a MASSIVE BEAM OF LIGHT at Ramsey.

Ramsey SCREAMS as the energy TEARS HIM APART. He EVAPORATES, finally BLINKING OUT of existence with a wave of released MAGIC POWER.

David slumps to the ground.

KAYLA (CONT'D)

David? David!?

She props him up in her arms.

KAYLA (CONT'D)

I lost you once, I'm not gonna lose you again!

His eyes open weakly.

DAVID

What the...what the hell was that?

Kayla smiles and her eyes water. She holds him close.

DAVID (CONT'D)

It's OK. I made it.

In the air above, the swarm is beginning to break up. Formations of SUPER SAMAS sweep the area; a cluster of surviving Xiticix stream off over the horizon in escape.

The Death's Head gunship looms triumphantly overhead.

Mason approaches, battered and bruised.

MASON

Where's Copeland?

They find him nearby at the end of a long skid trail. Mason and Kayla help him to his feet.

MASON (CONT'D)

You still with us?

COPELAND

I think so.

Coalition forces begin to secure the area as the gunship chases the remains of the Xiticix swarm off. SUPER SAMAS land and HELICOPTERS release TROOPS on drop lines.

DAVID

You guys better disappear. I'm gonna have a lot of explaining to do.

KAYLA

You can't just go back. You have to come with us. Don't you want to meet mom?

COPELAND

You have the gift, David. Such a thing is not given lightly. Your training in the mystic arts has only begun.

KAYLA

The Coalition will know you've been using magic. You won't be safe.

MASON

Don't go, man.

DAVID

I get it, I get it. But right now, I have to take care of this.

(turns to Kayla)

I'll contact you; I'll find some way to get a message to Lazlo. Now go, please. Before they see you. Go!

He gently pushes Kayla away into the shadows of a building, then turns and walks out into the open.

David looks back toward the group one last time before a SUPER SAMAS trains its lights – and its guns – towards him.

SUPER SAMAS
(loudspeaker)
Get your hands up! No sudden moves!

DAVID
It's OK! I'm CS!

He walks towards the Coalition troops, hands above his head.

Kayla looks back, forlorn, before finally turning and vanishing into the ruins with the rest of the team.

ZOOM OUT. In the background David casually approaches a tense group of grunts, letting them scan his ID number. They march him off towards the waiting helicopters.

FADE OUT

FADE IN

INT. CS MILITARY BASE – PRIVATE OFFICE – DAY

David, in dress uniform, sits with his feet up on the desk, talking into a phone.

DAVID
Things just can't go back to the way they were. I have commitments.
(pauses)
I'm sorry. I can't expect you to understand. This is my life, and I just have to do what I think is right. I'll be in touch, OK?

Hanging up, he hefts a pair of overloaded duffle bags and heads out into the hallway. Walking past busy CS SOLDIERS, David bumps into a DESK SERGEANT.

DESK SERGEANT
Oh, sergeant, your transport to Chi-Town should be along any minute.

DAVID
Thanks. I'm heading down to the vehicle depot right now.

DESK SERGEANT
Have fun with intel, Sgt. Lange. I

wouldn't want to be in your shoes right now.

DAVID
(yawns)
Why's that?

DESK SERGEANT
You tell me. You go off the grid for a week and pop up in the middle of a Xiticix swarm intentionally caused by a sorcerer who just so happens to be on our most wanted list. AND you're working with a bunch of magic users and D-Bees? I don't think they're gonna go easy on you.

David is unconcerned, not even listening.

DAVID
I'll be alright.

DESK SERGEANT
(shaking his hand)
Well, you're either gonna get a medal or a prison term, that's for sure. Good luck, sergeant.

DAVID
Thanks.

Continuing on his way, David comes to a door marked "Vehicle Depot." He smiles as he enters. Inside the hangar, he walks by an impressive array of Coalition TANKS, ROBOTS and POWER ARMOR. Up ahead, a VEHICLE stops and a DRIVER and two GUARDS get out. The driver asks for David.

He turns quickly and heads up a ramp to the nearest GIANT ROBOT, an IAR-4 HELLRAISER. A CREW CHIEF is wiping down the side with a rag.

DAVID (CONT'D)
How you doin' chief? I'll be taking this unit out for maneuvers.

CHIEF
You got great timing sergeant; just got done washin' 'er down. If I could just see your patrol orders...

DAVID
Of course.

He sets down his duffle bags, unzipping one to produce a set of printed graphical orders. He hands them over, then quickly places his palm against the chief's forehead.

DAVID (CONT'D)

Sleep.

The chief slumps down, instantly unconscious. David has apparently learned a few new tricks.

He takes the two duffle bags and tosses them into the small cargo area behind the pilot's seat. The unzipped bag lands in front and for the first time we can see that the bags are stuffed with E-CLIPS, WEAPONS and other high-tech Coalition EQUIPMENT. David slides behind the controls.

CS BASE – MAIN GATE

The fearsome Hellraiser robot SMASHES through the gates as the GUARDS on duty go nuts.

INSIDE COCKPIT

CLOSE-UP ON David.

DAVID

I'm comin' home.

ON ROBOT

The Hellraiser sprints away from the base, disappearing over the horizon.

THE END

Path of the Storm Cast

Game stats for use in the **Rifts®** RPG

Art by Charles Walton



David – CS Special Forces

Coalition Special Forces Sergeant First Class David Lange had a rough youth, growing up in an orphanage in Chi-Town. He always felt inferior and out of place as a child and has worked hard to make himself a life and career that he can call his own. As part of the elite Special Forces, the kid who no one wanted is now a member of an exclusive club and bears plenty of authority as a high-ranking Coalition soldier.

David is currently invested in advancing his military career. The Tolkeen conflict has given him plenty of opportunities to prove himself, and David is searching for a new position that doesn't involve working in the occupation zone. He takes good care of the soldiers under his command and carries out orders with a level of free thinking that made his officers worry back in the normal army but is seen as a bonus in the Special Forces.

In the back of David's mind there are still hazy memories of growing up outside the Coalition, of using magic and being sur-

rounded by it. These memories are faint, but enough to make David curious about the mystic arts. A handful of missions outside the CS have also led David to secretly question some of the things he has been taught.

David Lange Stats

Real Name: David Lange.

Race: Human.

Alignment: Unprincipled.

Attributes: I.Q. 16, M.E. 24, M.A. 20, P.S. 18, P.P. 18, P.E. 20, P.B. 16, Spd 21.

Height: 6 feet, 2 inches (1.88 m). **Weight:** 214 lbs (96.3 kg).

Hit Points: 45. **S.D.C.:** 42.

Age: 25. **P.P.E.:** 80 (latent Mystic). **I.S.P.:** 54 (Latent Mystic).

Experience: 4th level CS Special Forces.

Description: David is athletic and clean-cut, a poster boy for the Coalition military. He has light brown hair and dark eyes that suggest an intellect beyond that of the normal Special Forces trooper.

Disposition: Promoted to Sergeant First Class well ahead of schedule, David is a rising star amongst the Coalition Special Forces Division. His quick thinking and unquestionable fighting ability make him a natural leader in a combat situation. Just like any Coalition soldier, he is immersed in propaganda. Unlike most, he still has a curious and open mind. David wonders about some of the strange things he saw during the occupation of Tolkeen and what else might be out there in the world of Rifts Earth.

O.C.C. Skills (CS Special Forces): Speaks American at 98% and French at 82%, Boxing, Camouflage 55%, Climbing 75%, Detect Ambush 65%, Electronic Countermeasures 60%, First Aid 75%, Intelligence 58%, Land Navigation 62%, Lore: Demons & Monsters 65%, Math: Basic 85%, Military Etiquette 70%, Parachuting 75%, Pilot: Hovercycles 92%, Pilot: Robots & Power Armor 78%, Pilot: Robot Combat Elite: Hellraiser, Prowl 70%, Radio: Basic 80%, Running, Streetwise 52%, Wilderness Survival 65%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Handguns, W.P. Heavy M.D. Weapons, W.P. Knife, W.P. Paired Weapons.

Special Abilities: None.

Psionics: None.

Magic Knowledge: None.

Combat Training: Hand to Hand: Commando.

Attacks per Melee: 5

Bonuses: +2 on initiative, +2 to Perception Rolls, +1 to strike, +2 to dodge or parry, +3 to roll with punch/impact, +3 to pull punch, +3 to disarm and +4 to save vs Horror Factor.

Weapons of Note: David's primary weapon is a Dragonfire laser rifle/grenade launcher. He also carries a C-20 laser pistol as his standard sidearm and has a 9mm S.D.C. pistol he keeps in a chest holster. David typically goes into battle with 1D4 plasma grenades, an S.D.C. survival knife and a laser torch (1D4 M.D., 1 foot/0.3 m range) that he uses to cut through locks and fences.

Body Armor: CA-7 Special Forces armor. 100 M.D.C., -5% to Climb and -20% to Prowl and perform other Physical skills. Has a retractable Vibro-Blade in each arm (1D6 M.D.) and a garrote cord for strangling S.D.C. targets. Armor also includes a Mag-5 jet pack: 60 mph/96 km max speed, 1,200 feet/365 m

max altitude. Powered by 4 E-Clips, each of which provides 20 minutes of flight time.

Other Equipment: David has been trained in the use of virtually all Coalition field equipment, from radios to Geiger counters to laser targeting devices. Almost any special equipment could be assigned for a particular mission.

Vehicles: David is familiar with most types of Coalition vehicles, particularly the Special Forces Striker SAMAS and the Hell-raiser robot, his favorite unit of all. As he is currently deployed to Tolkeen he does not have a personal vehicle at the moment.

Cybernetics: Clock calendar and gyro-compass. David has repeatedly dodged commanders' suggestions that he receive the full Special Forces bionics suite due to an almost phobia-like aversion to bionics.

Kayla – Mystic

Kayla Lange is a perfect example of a well-adjusted magic user. Despite her amazing powers, she is remarkably down to earth and pragmatic, and always considerate of those around her. Kayla is a born leader, and instinctively takes charge in group situations.

Growing up in Lazlo, Kayla had the benefit of a top-notch education in the mystic arts. And while other places like the Federation of Magic may focus on magic as a tool of power, Kayla strongly believes in the Lazlo philosophy: using magic for knowledge, helping others and self-defense. It is this mindset that has motivated her to linger behind in Tolkeen after the war's official conclusion. There are thousands of innocents left in the city just trying to escape, and Kayla sees helping them as part of her duty. And if she can recover a few precious artifacts while she is at it, all the better.

Kayla realizes that she is the only thing holding her little group together. Without her, Mason would wander off to have adventures of his own and Copeland would probably vanish into the depths of one of Lazlo's many libraries. Kayla views her personal quest as a form of repayment to a world that has given her such magical powers, and always seeks to embody the best in magic users.

Kayla Lange Stats

Real Name: Katherine Lange.

Race: Human.

Alignment: Scrupulous.

Attributes: I.Q. 17, M.E. 23, M.A. 20, P.S. 13, P.P. 19, P.E. 16, P.B. 17, Spd 15.

Height: 5 feet, 6 inches (1.68 m). **Weight:** 110 lbs (50 kg).

Hit Points: 39. **S.D.C.:** 18.

Age: 27. **P.P.E.:** 132. **I.S.P.:** 87.

Experience: 5th level Mystic.

Description: Kayla is very much a magic user and dresses the part. She is attractive in an almost accidental way and likes to keep her hair and attire practical for journeys into the ruins of Tolkeen. She is of medium height and build with brown hair and a handful of tattoos depicting various supernatural creatures.

Disposition: Since a young age, Kayla has been a free spirit and wanderer. It is pure curiosity and childlike wonder that drives her to explore the realm of magic, not lust for power or fame.



Kayla is an adventurer with no long-term goals other than to live a rich and fulfilling existence.

O.C.C. Skills (Mystic): Speaks American at 97%, French, Dragonese/Elven and Faerie Speak at 80%, Dance 70%, Horsemanship: General 70%/50%, Land Navigation 66%, Lore: D-Bees 65%, Lore: Demons & Monsters 65%, Lore: Faerie 65%, Lore: Magic 65%, Philosophy 75%, Play Musical Instrument: Guitar and Piano 70% and Wilderness Survival 70%.

Special Abilities: See Magic Knowledge and Psionics.

Psionics: Clairvoyance (4), Commune with Spirits (6), Exorcism (10), Healing Touch (6), Mind Block (4), Psychic Purification

(8), See the Invisible (4), Sixth Sense (2), Suppress Fear (8) and Telekinetic Force Field (30).

Magic Knowledge: Blinding Flash (1), Circle of Flame (10), Chameleon (6), Climb (3), Cloud of Smoke (2), Detect Concealment (6), Energy Field (10), Extinguish Fire (4), Fire Bolt (7), Fuel Flame (5), Ignite Fire (6), Impervious to Fire (5; self), Magic Net (7), Negate Poison/Toxin (5), Resist Fire (6; others), Sense Evil (2), See the Invisible (4), Sleep (10), Swim as a Fish (6).

Combat Training: Hand to Hand: Basic.

Attacks per Melee: 5

Bonuses: +2 to Spell Strength, +2 on Perception Rolls, +2 to save vs psionics, +2 to save vs magic, +4 to save vs mind control and possession, +2 to pull punch, +2 to roll with impact, +2 to parry, +2 to dodge, +1 to strike and +1 to disarm.

Weapons of Note: Kayla typically sticks to her magic, but she does carry an NG-33 Northern Gun laser pistol at times (though usually it stays in the glove box of the Mountaineer).

Body Armor: Modified Urban Warrior partial armor, 50 M.D.C., -5% to Prowl and perform other Physical skills.

Other Equipment: Kayla usually has a few magic amulets and talismans on her to provide additional P.P.E. and broaden her capabilities.

Vehicles: Kayla's primary method of travel is her Mountaineer ATV. Technically, the vehicle belongs to her, Mason and Copeland, but Mason never remembers to maintain it and Copeland is too distracted by his studies and meditations to worry about material possessions.

Cybernetics: None.

Mason – Juicer

One could argue that John Mason got “juiced” out of a desire for revenge, or to make up for feelings of inadequacy. It could be just as easily said that he was simply bored, however, somehow unable to go out and see the world for himself without a reason. Well, he has that reason now, and the quick-burning fuse that has become Mason’s life drives him to do and experience as much as possible before death comes. The war in Tolkeen was just a thrill-ride, a chance to meet interesting people and fight for the side of good.

Less than two years into his chemical conversion, Mason still has a good amount of time before the symptoms of Last Call catch up with him. For now, he is reckless and carefree, leaping into situations where the odds are against him and trusting that fate and his superhuman reflexes will see him through.

John Mason Stats

Real Name: John Mason.

Race: Human.

Alignment: Unprincipled.

Attributes: I.Q. 11, M.E. 16, M.A. 10, P.S. 27, P.P. 24, P.E. 24, P.B. 15, Spd 42.

Height: 6 feet (1.83 m). **Weight:** 238 lbs (108 kg).

Hit Points: 84. **S.D.C.:** 318.

Age: 24. **P.P.E.:** 8.

Experience: 4th level Juicer.

Description: Long-haired, muscular and tattooed, Mason likes to play up his Juicer image and dresses like a dirt-biker or extreme athlete as much as he does a soldier. He often wears dark glasses or goggles and has a preference for military combat boots and web-gear.

Disposition: Mason is the classic adrenaline junkie. He underwent Juicer augmentation at a young age, before he was mature enough to fully appreciate the consequences. His only goal now is to stay one step ahead of death and squeeze every ounce of living he can out of his last few years. Mason has a dark sense of humor and takes nothing too seriously, even his own impending demise.

O.C.C. Skills (Juicer): Speaks American at 92%, Spanish and Euro at 72%, Acrobatics, Climbing 80%, Land Navigation 57%, Pilot: Automobile 78%, Pilot: Hovercycle 92%, Radio: Basic 75%, Recognize Weapon Quality 55%, Running, Swimming 80%, Wilderness Survival 55%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Heavy M.D. Weapons, W.P. Knife and W.P. Targeting.

Special Abilities: Juicer auto-dodge and heals four times faster than normal. See **Rifts® Ultimate Edition** for more information on being a Juicer.

Psionics: None.

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 7

Bonuses: +4 on initiative, +2 on Perception Rolls, +4 to disarm, +5 to pull punch, +5 to roll with impact, +2 to strike, +3 to parry, +3 to dodge, +2 to Juicer auto-dodge, +4 to save vs psionics, +6 to save vs mind control, +8 to save vs toxic gases, poisons and other drugs, +20% to save vs coma and death.

Weapons of Note: Usually armed with an NG Super Laser Pistol and Grenade Launcher, along with four or five Vibro-Blades



of different sizes. Also carries 6 NG grenade knives on him most of the time; Vibro-Blade versions. Mason prefers to fight face to face and rarely uses rifles and long-range weapons, though he does keep a JA-11 energy rifle at Kayla's place in Lazlo.

Body Armor: Juicer Assassin plate armor: 60 M.D.C., -5% to Climb, Prowl or use other Physical skills. Non-environmental.

Other Equipment: Mason usually has some rope with him as well as a canteen, flashlight and various other pieces of survival equipment.

Vehicles: Mason appreciates anything with high speed but also enjoys driving the group's Mountaineer off-road. He has a Firefly hovercycle at Kayla's home in Lazlo that he uses for solo trips.

Cybernetics: None.



Ginoek – Cyber-Knight

Ginoek is a Zalazirdi, a race of D-Bees whose home is far from Rifts Earth. A few dozen of his kind were somehow Rifted to Earth over the course of the Tolkeen conflict, a possible side-effect of the defenders' expenditure of vast amounts of magic

energy to protect their city. Whatever the cause, the small groups of Zalazirdi who have found themselves stranded on Earth have each encountered a different reception. Those like Ginoek who were lucky enough to come through a Rift inside Tolkeen were

welcomed with open arms and encouraged to join the defenders. Those who Rifted into areas occupied by the Coalition have all been gunned down on the spot or herded into POW camps.

Ginoek has been on Earth for two years now and questions if he will ever be able to find a way home. His association with the Cyber-Knights gives him some remote connection to Rifts Earth, and most fellow Knights he encounters believe that the mysterious figure who introduced knighthood to his planet centuries ago may well have been Lord Coake. He has taken a mate, a fellow Zalazirdi refugee named Syrta, and plans to get on with his life however he can. Unfortunately, credits are hard to come by for an alien and foreigner, and both Ginoek and Syrta have taken work assisting Edward Ramsey with his plans in order to pay for their resettlement whenever they do manage to find a new home.

Ginoek Stats

Real Name: Ginoek Heithe.

Race: Zalazirdi.

Alignment: Scrupulous.

Attributes: (Racial averages in parentheses.) I.Q. 14 (3D6), M.E. 14 (3D6), M.A. 16 (3D6), P.S. 23 (4D6), P.P. 13 (3D6), P.E. 22 (4D6), P.B. 10 (2D6+2), Spd 19 (3D6).

Height: 6 feet, 7 inches (2 m). **Weight:** 268 lbs (121 kg).

Hit Points: 48. **S.D.C.:** 72 (3D6+12 racial average).

Age: 33. **P.P.E.:** 26 (4D6+6 racial average). **I.S.P.:** 51 (Minor Psychic).

Experience: 5th level Cyber-Knight.

Description: Tall and solidly built, Ginoek is a purple-skinned D-Bee with a slightly scaly exterior and a short, reptilian tail.

Disposition: Ginoek is serious and straightforward, a no-nonsense type character who doesn't have time to laugh or joke. He truly hates the Coalition for making a bad experience even worse, as he and his people never asked to come to Earth and are victims of the random wiles of the Rifts. He has no particular love for magic, though, and judges magic users on a case-by-case basis.

O.C.C. Skills (Cyber-Knight): Speaks American at 94%, Dragonese/Elven at 96%, Gobblely at 95% and Zalazirdi at 98%, Anthropology 60%, Body Building, Climbing 75%, Gymnastics, Horsemanship: Cyber-Knight 85%/65%, Land Navigation 68%, Lore: Demons & Monsters 70%, Paramedic 75%, Swimming 85%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Shield and W.P. Sword.

Special Abilities: As a Zalazirdi, Ginoek has excellent Night-vision up to 1,000 feet (305 m). Like all Cyber-Knights, he has the powers of Create Psi-Sword (2D6 M.D.), Create Psi-Shield and Meditation. Zen Combat makes enemies equipped with tech -3 to dodge and -2 on melee attacks. Ginoek is +3 on initiative against tech and +6 against artificial intelligence. See Psionics for other abilities.

Psionics: Resist Fatigue (4), Sense Evil (2) and Summon Inner Strength (4).

Magic Knowledge: None.

Combat Training: Hand to Hand: Martial Arts.

Attacks per Melee: 6

Bonuses: +4 to initiative, +3 on Perception Rolls, +5 to pull punch, +2 to disarm, +4 to dodge against tech weapons, +8 to parry, +5 to strike, +1 to strike with shield, +3 to roll with impact, +2 to save vs Horror Factor.

Weapons of Note: Psi-Sword and Psi-Shield. Sometimes carries a Northern Gun NG-57 ion blaster. Ginoek prefers to use his Psi-Sword and Psi-Shield in combat.

Body Armor: Cyber-Armor: A.R. 16, M.D.C. 54. Regenerates 1D6 M.D.C. per hour. Wears a custom-made suit of partial M.D.C. armor over it: 40 M.D.C., -5% to Climb, Prowl or perform other Physical skills.

Other Equipment: Ginoek has learned how to use many Earth devices and gadgets. He usually has a first-aid kit on him with various emergency medical supplies.

Vehicles: None. Ginoek is unfamiliar with most Earth vehicles and is only really confident driving the Mountaineer.

Cybernetics: None.

Copeland – Ley Line Walker

Copeland is a skilled Ley Line Walker and devoted student of the mystic arts. Much more so than Kayla, he is the one who dedicates many long hours to study and ritual, meditation and contemplation. For him, magic is a science as much as an art form, a mystery to be picked apart and unraveled. New experiments and tests have to be combined with ancient scrolls and forgotten wisdom. Copeland is most at home buried in books and parchments, adding to his vast knowledge and mystic acumen.

Born in the Federation of Magic, Copeland emigrated to Lazlo to escape the Fed's atmosphere of ambition at all costs. For him, there is a right way and a wrong way to cast any spell, and relying on evil supernatural creatures and pacts with demons is definitely the wrong way.

Copeland Stats

Real Name: Ewan Copeland.

Race: Human.

Alignment: Principled.

Attributes: I.Q. 21, M.E. 24, M.A. 14, P.S. 12, P.P. 11, P.E. 14, P.B. 12, Spd 12.

Height: 5 feet, 10 inches (1.78 m). **Weight:** 173 lbs (78 kg).

Hit Points: 34. **S.D.C.:** 19.

Age: 28. **P.P.E.:** 234.

Experience: 5th level Ley Line Walker.

Description: Hiding under his gas mask and mystic wrappings, Copeland's physical appearance is not his first priority. He dresses for the field and for practicing magic, and is typically adorned with amulets and talismans. His hair is somewhat long and rarely trimmed, but is normally kept carefully out of the way under a hood or headwrap.

Disposition: Deep and contemplative, Copeland is a student of magic first and a warrior and adventurer second. His mastery of the ley lines and the mystic arts make him quite formidable, but Copeland finds no joy in the thrill of battle and is not a born fighter. He is more comfortable buried in ancient spell books than socializing with others, and pursues magic as a scholar and academic.

O.C.C. Skills (Ley Line Walker): Speaks American at 98%, Dragonese/Elven and Demongogian at 85%, Literacy: American 65%, Literacy: Dragonese/Elven 65%, Climbing 70%, Horsemanship: Exotic Animals 60%/50%, Land Navigation 60%, Lore: D-Bees 60%, Lore: Demons & Monsters 65%,



Lore: Faerie 60%, Lore: Magic 60%, Lore: Psychics & Psionics 60% and Math: Basic 80%.

Special Abilities: Sense Ley Lines and Magic Energy, Read Ley Lines, Ley Line Transmission, Ley Line Phasing, Ley Line Walking, Ley Line Rejuvenation, Ley Line Observation Ball, Affinity with Rift & Ley Line Magic and Ley Line Force Field. See **Rifts® Ultimate Edition** for more information on Ley Line Walkers. Also see Magic Knowledge.

Psionics: None.

Magic Knowledge: Armor of Ithan (10), Blind (6), Befuddle (6), Carpet of Adhesion (10), Cleanse (6), Concealment (6), Death Trance (1), Energy Bolt (5), Eyes of Thoth (8), Fear (5), Globe of Daylight (2), Impervious to Poison (5), Light Healing (6), Rift Teleportation (200), Repel Animals (7), Sense Magic (4), Trance (10).

Combat Training: Hand to Hand: Basic.

Attacks per Melee: 5

Bonuses: +4 to save vs Horror Factor, +2 to save vs possession and mind control, +3 to save vs curses, +2 to save vs magic, +2 to Spell Strength. +3 on Perception Rolls; double when on a ley line. +2 to pull punch, +2 to roll with impact, +2 to parry, +2 to dodge, +1 to strike and +1 to disarm.

Weapons of Note: Normally Copeland relies on his magic powers for defense, but he often carries a TW Firebolt pistol with him as well.

Body Armor: Light concealed Ley Line Walker armor, 42 M.D.C., -5% to Prowl and perform other Physical skills.

Other Equipment: A handful of Techno-Wizard devices are kept in Copeland's inventory, including a TW Language Translator and a Shadow Cloak.

Vehicles: Copeland relies on the others for normal transportation, and has his designated seat in the back of the Mountaineer. As a Ley Line Walker, however, he can use ley lines and magic spells to get around. He also has a Glittermount magical horse that he uses in Lazlo for his personal travels and errands.

Cybernetics: None.

Fiona – CS Psi-Stalker

Like David, Fiona's youth began in a Chi-Town orphanage. Whether her parents were Wild Psi-Stalkers who abandoned their child to the care of civilization or Coalition Psi-Stalkers unable to raise her is unknown. However it happened, Fiona grew up with only one "family member": David Lange. David watched out for her in the orphanage and she considers him her unofficial brother.

Fiona was just old enough for the military when the Tolkeen campaign went into high gear. She volunteered for service to follow in David's footsteps, but as a Psi-Stalker, her role in the army is very different. Fiona enjoys being in command of her Dog Pack, and her three Dog Boys are close friends as well as subordinates. They all saw heavy fighting towards the end of the campaign, but she still can't believe some of the stories David tells about the final collapse of the city itself.

As a Psi-Stalker, her duty now is to patrol and guard the occupation zone around Tolkeen. Virtually every day Fiona loads her Dog Boys up in a jeep or helicopter and heads out to one sector of the city or another. Fiona's senses are highly refined, even for one of her kind, and her superiors have learned to rely on her expert work and her ruthless pursuit of supernatural beings.

Fiona Renner Stats

Real Name: Jennifer Renner.

Race: Psi-Stalker.

Alignment: Unprincipled.

Attributes: I.Q. 12, M.E. 14, M.A. 17, P.S. 15, P.P. 20, P.E. 15, P.B. 21, Spd 17.

Height: 5 feet, 3 inches (1.6 m). **Weight:** 108 lbs (49 kg).

Hit Points: 27. **S.D.C.:** 30.

Age: 24. **P.P.E.:** 10. **I.S.P.:** 94.

Experience: 3rd level CS Psi-Stalker.

Description: Fiona's most noticeable feature is her Psi-Stalker lack of hair or eyebrows. She is short and fit, lean-bodied from CS boot camp and from feeding off of psychic energy more than real food. Her bright eyes reflect boundless energy and a mischievous sense of fun.

Disposition: Fiona is all spark and fire. She was always the underdog growing up as an orphan in the CS, and viewed as an outsider due to her status as a Psi-Stalker. She has become tough and self-reliant as a result, and David Lange and the Dog Boys in her pack are the only people she really trusts.

O.C.C. Skills (CS Psi-Stalker): Speaks American at 98% and Spanish at 79%, Body Building, Climbing 60%, Pilot: Hovercraft 75%, Pilot: Hovercycles 94%, Prowl 50%, Radio: Basic 70%, Read Sensory Equipment 55%, Running, Weapon



Systems 65%, W.P. Blunt, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Knife, W.P. Paired Weapons.

Special Abilities: Sense Psychic and Magic Energy 35%/75%, Sense Supernatural Beings 45%. As a Psi-Stalker, Fiona needs to feed on 50-100 P.P.E. per week, but has little need for normal food and water. See Psionics for other powers.

Psionics: Mask I.S.P. and Psionics (7), Mind Block (4), Read Dimensional Portal (6), See Aura (6), Sense Dimensional Anomaly (4), Sense Magic (3), Telepathy (4).

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 5

Bonuses: +3 to save vs magic, +5 to save vs mind control and mind altering drugs, +3 to save vs possession and +6 to save vs Horror Factor. +4 on Perception Rolls, +3 to pull punch, +2 to roll with impact, +3 to parry, +3 to dodge, +2 to strike, +2 to disarm.

Weapons of Note: Usually carries a CP-30 laser pulse pistol as her primary weapon, a large, Bowie-knife style Vibro-Blade, a normal Vibro-Knife, Neural Mace and 1D4 frag grenades.

Body Armor: CA-3 light armor. 80 M.D.C., -5% to Climb and -10% to Prowl and perform other Physical skills.

Other Equipment: Any Coalition military equipment may be assigned for field duty or used as needed on the spot. In addition, ISS equipment like handcuffs, restraints, net guns, rubber bullets and other non-lethal devices may be necessary for certain missions.

Vehicles: Fiona typically goes out on patrol in her jeep, just large enough to carry her Dog Pack comfortably. She has access to a variety of different CS vehicles, however.

Cybernetics: None.

Ayzim – Simvan Chieftain

The Simvan of northwestern Minnesota are a fairly stable group, for nomads, many of them having lived in the area since the Simvan first emerged from the Calgary Rift. Ayzim's tribe of Simvan are not locals, however. They have spent many years in Texas as part of the Pecos Empire. Power shifts, including the prevalence of the successful Pervic Simvan tribe, have forced them to relocate. The journey has led from Oklahoma north to Minnesota, and the tribe of Ayzim has fought through all who stood in their way, even if it has cost them many warriors.

Real Name: Ayzim.

Race: Simvan.

Alignment: Anarchist.

Attributes: I.Q. 11, M.E. 18, M.A. 10, P.S. 16, P.P. 14, P.E. 24, P.B. 9, Spd 17.

Height: 5 feet, 9 inches (1.75 m). **Weight:** 178 lbs (80 kg).

Hit Points: 40. **S.D.C.:** 90.

Age: 47. **P.P.E.:** 15. **I.S.P.:** 88.

Experience: 6th level Simvan Monster Rider.

Description: Ayzim is a graying, older Simvan with a shock of white hair and a mouthful of gold and ivory replacement teeth. He is slightly hunched and not quite as quick on his feet as he used to be, thanks to a collection of sprains and fractured bones from his youth. He dresses for his station, preferring robes and cloaks to the attire of the younger hunters.

Disposition: Ayzim is a mystical traditionalist. He worships the Simvan people's connection to animals and living things and

believes in the power of ancient practices like ritual cannibalism. Ayzim has lived amongst his nomadic species for his entire life and has seen little of the cities or the human part of the world.

R.C.C. Skills (Simvan Monster Rider): Boat Building 75%, Body Building, Carpentry 75%, Climbing 70%/60%, Dance 60%, Dowsing 70%, Fasting 78%, Forced March, General Athletics, Horsemanship: Exotic Animals 80%/70%, Hunting, Identify Plants & Fruit 75%, Land Navigation 80%, Outdoorsmanship, Preserve Food 80%, Prowl 55%, Running, Sing 65%, Skin & Prepare Animal Hides 80%, Spelunking 80%, Tracking (people) 75%, Track & Trap Animals 65%/75%, Wilderness Survival 90%, W.P. Archery, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Knife, W.P. Paired Weapons, W.P. Staff and W.P. Targeting.

Special Abilities: Nightvision 120 feet (36.5 m). Also see Psionics.

Psionics: Empathy (4), Mind Block (4), Mind Bond (10), Sixth Sense (2) and Telepathy (4) as well as psychic affinity with animals.

Magic Knowledge: None.

Combat Training: Hand to Hand: Assassin.

Attacks per Melee: 6

Bonuses: +2 to strike, +2 on initiative, +3 to pull punch, +2 to roll with punch/impact/fall, +4 S.D.C. damage on all physical attacks, +1 to strike with a thrown weapon, +3 to parry/dodge and +2 to entangle.

Weapons of Note: Typically carries a ceremonial blade (1D6 S.D.C.), as well as an enchanted staff that fires energy beams (2D6 M.D.) at a range of 12 feet/3.6 m.

Body Armor: Typically wears partial Simvan armor as a part of his chieftain's regalia. 25 M.D.C.

Other Equipment: Normally lets his subordinates worry about such things. Has access to everything in the tribe's possession.

Vehicles: None. As the chieftain, Ayzim is entitled to a comfortable seat aboard one of the large animals when traveling, or a privileged position mounted on one of the tribe's finest Ostrosaur.

Cybernetics: None.

Holt

– Full Conversion Cyborg

Holt is somewhat of a mystery. A Full Conversion Cyborg, he was living in Tolkeen as the Coalition began to tighten its grip on the city and decided to join with the resistance rather than flee to save himself. A fierce and powerful warrior, Holt spent many years on the road from Juarez to the Colorado Baronies to the Chi-Town 'Burbs before ending up in the doomed city of magic.

Once he arrived in Tolkeen, Holt finally decided to settle down. He became enraptured with the city and its mystical qualities and for the first time in his life questioned his decision to be rebuilt as a cyborg. For Holt, however, it is far too late to become a magic user, so he has chosen to support his spell casting brothers and sisters in their quest to understand the realm of magic.

When the Coalition's threats turned into an actual invasion, Holt joined the front ranks, glad to serve his city. His experience, his ferocity and his array of mechanical upgrades kept him alive during those years of bitter fighting, and Holt is continually



amazed that he survived all the action he saw. He is now committed to revenge and willing to join up with any group seeking to strike at the Coalition occupiers. Holt's heart lies in Tolkeen, and he intends to die there still.

Holt Stats

Real Name: Jason Holt.

Race: Human.

Alignment: Anarchist.

Attributes: I.Q. 12, M.E. 14, M.A. 9, P.S. 32, P.P. 12, P.E. 22, P.B. 8, Spd 132 (90 mph/144 km).

Height: 8 feet (2.44 m). **Weight:** 1,156 lbs (524 kg).

M.D.C. by Location:

Feet (2) – 20 each	
Hands (2) – 40 each	Legs (2) – 145 each
Forearms (2) – 45 each	Head – 110
Upper Arms (2) – 98 each	Main Body – 280

Cybernetic Medium Infantry Armor – 230

Age: 39. **P.P.E.:** 2.

Experience: 8th level Combat Cyborg.

Description: Holt is a Full Conversion 'Borg wrapped in heavy armor and loaded with weapons and accessories. His scowling faceplate is custom-made, along with a few other stylistic additions to his armor.

Disposition: Without much self-conviction, Holt has always been subject to the designs of others and a slave to his own im-

petuous nature. After five years fighting alongside the Tolkeen resistance, he has learned to hate the Coalition and sees magic as the salvation of humanity; ironic for a Full Conversion Cyborg with no mystic abilities of his own. Holt has jumped at the chance to help a notorious spell caster like Ramsey, especially if it means he gets to strike back at the Dead Boys that defeated him and his adopted homeland.

O.C.C. Skills (Combat Cyborg): Speaks American at 98% and Spanish at 90%, Basic Mechanics 80%, Climbing 85%, General Repair and Maintenance 90%, Land Navigation 83%, Pilot: Tanks & APCs 73%, Pilot: Truck 82%, Radio: Basic 95%, Read Sensory Equipment 80%, Weapon Systems 85%, W.P. Blunt, W.P. Energy Rifle, W.P. Heavy M.D. Weapons, W.P. Heavy Weapons and W.P. Paired Weapons.

Special Abilities: See Cybernetics.

Psionics: None.

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 5

Bonuses: +5 to save vs possession, +3 to save vs magic and impervious to psionic Bio-Manipulation, Telemechanics (all), See Aura and any attacks or weapons that do damage directly to Hit Points. +3 to pull punch, +2 to roll with impact, +3 to parry, +3 to dodge, +2 to strike, +2 to disarm.

Weapons of Note: Holt's primary weapon is a TX-500 Triax Borg Rail Gun. He typically uses 390 round belts for ease of carriage and generally has one in the gun and another two or three on him. Also frequently carries a C-27 Plasma Cannon as a backup weapon. See Cybernetics for more weapons and defensive features.

Body Armor: See M.D.C. by Location.

Other Equipment: Holt has most of what he needs already installed. He will use anything it takes to get the job done, however.

Vehicles: None. Holt relies on his cybernetic enhancements for transportation and steals or buys vehicles as necessary.

Cybernetics:

- Defensive Charges (new!): 3D6 M.D. to a 6 foot (1.8 m) area around the front of the cyborg and those hit are -3 on initiative and -1 to dodge or parry for the rest of the melee round. Single use weapon.
- Concealed Forearm Ion Blaster: 3D6 M.D., 1,200 foot (365 m) range, unlimited ammo supply.
- Plasma Torch: 1D6x10 S.D.C., 1D6 M.D., 2D6 M.D. or 4D6 M.D. settings. 3 foot (0.9 m) range.
- Backup Hand: Holt keeps a spare hand that he uses when the mining drill is detached.
- Mechanical Eyes with Polarized Filters
- Clock Calendar
- Multi-Optic Eye
- Built-In Radio Receiver & Transmitter Headjack
- Optic Nerve Video Implant
- Heavy Mining Drill
- Knuckle Spikes (right hand)
- Shooting Knuckle Spikes (left hand)
- Garrote Wrist Wire
- Wrist Needle & Drug Dispenser
- Radar Sensor
- Grapnel & Launcher
- Secret Compartment (chest)



Ramsey – Shifter

Before the war in Tolkeen broke out, Edward Ramsey was just one of a vast number of powerful magic users in the city. He spent years accumulating his abilities and studying the mystic arts and was on the verge of many exciting discoveries when artillery and air strikes began to pound the outskirts of Tolkeen. With his family at risk and his homeland under attack, Ramsey vowed to join the defenders and put his incredible power to use.

But even as a Shifter, Ramsey was not ready for the horrors of war. His shifting and consorting with the supernatural were always done with an academic perspective; Ramsey kept himself intellectually separated from his work, and thus mostly avoided becoming corrupted by the forces with which he associated. On the battlefield, this kind of professional distance is not possible, and Ramsey found himself making deals with creatures he never would have considered before. The Coalition blood he spilled and the innocents he watched die around him left Ramsey shaken and mentally disturbed, but determined to fight on.

In the last few weeks of the war, however, Ramsey's wife and two daughters were killed during a Coalition bombing attack. Ramsey felt numb and disconnected even as he watched the city burn around him, feelings that eventually gave way to a white-hot hatred for the Coalition and everything they represent. Ramsey's mind has become frayed and wounded, and now the only thing that drives him is his overriding need for revenge.

Edward Ramsey Stats

Real Name: Edward Ramsey.

Race: Human.

Alignment: Aberrant.

Attributes: I.Q. 25, M.E. 16, M.A. 27, P.S. 9, P.P. 11, P.E. 10, P.B. 12, Spd 10.

Height: 5 feet, 11 inches (1.8 m). **Weight:** 167 lbs (75 kg).

Hit Points: 68. **S.D.C.:** 61 (pact).

Age: 61. **P.P.E.:** 740 (pact).

Experience: 12th level Shifter, dark god pact.

Description: Ramsey's hair is stark white and his gaze seems to convey the weight of a lifetime's worth of consorting with the supernatural. His physique is nothing but an afterthought next to the power that his mind has accumulated.

Disposition: The connection to life and the rest of humanity has dissolved for Ramsey. He is a man obsessed with revenge, and his calculating intellect and phenomenal magic power are just tools to that end. Whatever self-doubt or restraint he once had is gone, lost the moment the Coalition took his family from him. His wife and daughters were the only thing grounding him in the real world, and without them Ramsey is just a shadow of a man, willing to bargain with evil powers and vile demons to have his vengeance.

O.C.C. Skills (Shifter): Speaks American, Dragonese/Elven, Gobblely and Demongogian at 98%, Literacy: American 98%, Literacy: Dragonese/Elven 98%, Astronomy 98%, Land Navigation 89%, Lore: Demons & Monsters 98%, Lore: Dimensions 95%, Lore: Faerie 98%, Lore: Magic 98%, Math: Basic 98% and Wilderness Survival 95%.

Special Abilities: Dimensional Sense, Dimensional Travel, Dimensional Teleport Home, Sense Rifts and all other standard Shifter abilities. See **Rifts® Ultimate Edition** for full details on Shifters. Also see Magic Knowledge.

Psionics: None.

Magic Knowledge: Agony (20), Amulet (290+), Armor of Ithan (10), Animate and Control Dead (20), Calling (8), Call Lightning (15), Create Mummy (160), Create Rubble Golem (50; see stats below), Compulsion (20), Constrain Being (20), Control and Enslave Entity (80), Dimensional Portal (1,000), Domination (10), Energy Bolt (5), Energy Field (10), Exorcism (30), Expel Demons (35), Fear (5), Greater Healing (30), Impervious to Energy (20), Invisibility: Superior (20), Multiple Image (7), Power Bolt (20), Protection Circle: Simple (45), Protection Circle: Superior (300), Reality Flux (75), Repel Animals (7), Re-Open Gateway (180), Rift Teleportation (200), Rift to Limbo (160), Sense Evil (2), Sense Magic (4), Shadow Meld (10), Summon and Control Canines (50), Summon and Control Rodents (70), Super-Healing (70), Sustain (12), Teleport: Lesser (15), Teleport: Superior (600), Thunderclap (4), Time Slip (20), Trance (10), Turn Dead (6), Tongues (10) and Wall of Defense (55).

Combat Training: Hand to Hand: Basic.

Attacks per Melee: 6

Bonuses: +10 to save vs Horror Factor (pact), +5 to save vs magic (pact), +3 to Spell Strength and +5 to save vs possession and mind control. +4 to pull punch, +4 to roll with impact, +3 to parry, +3 to dodge, +2 to strike, +1 to disarm and +2 damage.

Weapons of Note: None, magic is Ramsey's weapon.

Body Armor: None, relies on magic for protection.

Other Equipment: Ramsey is willing to use almost anything to achieve his revenge, but greatly prefers Techno-Wizard devices to normal gadgets.

Vehicles: None. Ramsey uses magic and his mastery of the Rifts and dimensional travel to get around.

Cybernetics: None.

Supporting Cast from *Path of the Storm*

Fiona's Dog Pack

The three members of Fiona's Dog Pack are all experienced Dog Boys, tempered by the running battles that marked the end of the Tolkeen conflict. They are skilled trackers as well, expert Psi-Hounds. Each has received more training and seen more field time than the average Dog Boy of their series, a generation who was bred as little more than expendable infantry for the siege on Tolkeen.

Billy – Pit Bull

Real Name: GEC-11-2798463-43.

Race: Dog Boy – Pit Bull gene base.

Alignment: Unscrupulous.

Attributes: I.Q. 12, M.E. 11, M.A. 14, P.S. 26, P.P. 17, P.E. 24, P.B. 9, Spd 26.

Height: 5 feet (1.52 m). **Weight:** 182 lbs (82 kg).

Hit Points: 34. **S.D.C.:** 60.

Age: 8. **P.P.E.:** 13. **I.S.P.:** 81.

Experience: 3rd level Dog Boy.

Description: A white pit bull, Billy is a short, compact mass of muscle with a snarling maw that belies his greater intelligence and leadership skills.

Disposition: Billy is the de facto second in command of Fiona's Dog Pack, a bit more authoritative and confident than the others. He is fiercely loyal to his pack and to the Coalition as a whole.

O.C.C. Skills (Dog Boy): Speaks American at 88% and Dragonese at 61%, Climbing 60%/50%, Intelligence 46%, Land Navigation 54%, Pilot: Hovercraft 70%, Radio: Basic 65%, Read Sensory Equipment 50%, Running, Wilderness Survival 50%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Blunt.

Special Abilities: Superior sense of smell, track by smell, keen sense of hearing, good sight. Sense Psychic and Magic Energy 50%, Recognize Psychic Scent 16%/12% and Sense Supernatural Beings 66%/45%.

Psionics: Empathy, Sense Evil, Sense Magic, Sixth Sense.

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 4

Bonuses: +2 on initiative, +3 to strike, +2 to disarm, +4 to parry and dodge, +2 to save vs disease, +2 to save vs possession, +3 to pull punch, +2 to roll with punch/fall/impact.

Weapons of Note: C-20 Laser Pistol, Vibro-Claws, Neural Mace and riot baton.

Body Armor: Dog Pack DPM Light Riot Armor: 50 M.D.C., no movement penalties.

Other Equipment: Field radio, spikes, survival knife, binoculars.

Vehicles: None. Occasionally the pack is deployed on hovercycles or other light vehicles.

Cybernetics: None.

Spence – Doberman

Real Name: GEC-11-9037261-31.

Race: Dog Boy – Doberman gene base.

Alignment: Scrupulous.

Attributes: I.Q. 9, M.E. 14, M.A. 11, P.S. 17, P.P. 21, P.E. 17, P.B. 16, Spd 29.

Height: 5 feet, 9 inches (1.75 m). **Weight:** 163 lbs (73 kg).

Hit Points: 21. **S.D.C.:** 20.

Age: 8. **P.P.E.:** 17. **I.S.P.:** 64.

Experience: 2nd level Dog Boy.

Description: A bit taller and sleeker than Billy, Spence has the short, black hair and brown trim of most Dobermans.

Disposition: Spence is the team's designated scout and tracker. He is more "by the book" than any of the other pack members, even Fiona, and becomes nervous when they sidestep regulations.

O.C.C. Skills (Dog Boy): Speaks American at 88% and Demon-gogian at 58%, Climbing 55%/45%, Intelligence 42%, Land Navigation 50%, Pilot: Hovercraft 65%, Radio: Basic 60%, Read Sensory Equipment 45%, Running, Wilderness Survival 45%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Sword.

Special Abilities: Superior sense of smell, track by smell, keen sense of hearing, good sight. Sense Psychic and Magic Energy 45%, Recognize Psychic Scent 14%/10% and Sense Supernatural Beings 64%/40%.

Psionics: Empathy, Sense Evil, Sense Magic, Sixth Sense.

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 4

Bonuses: +2 on initiative, +1 to strike, +4 to parry and dodge, +2 to save vs disease, +2 to save vs possession, +3 to pull punch, +2 to roll with punch/fall/impact.

Weapons of Note: C-18 Laser Pistol, Frag Grenades, Vibro-Claws, Vibro-Saber and Neural Mace.

Body Armor: Dog Pack DPM Light Riot Armor: 50 M.D.C., no movement penalties.

Other Equipment: Field radio, spikes, survival knife, nightvision goggles, binoculars.

Vehicles: None. Occasionally the pack is deployed on hovercycles or other light vehicles.

Cybernetics: None.

Wade – Chow

Real Name: GEC-12-7756291-52.

Race: Dog Boy – Chow gene base.

Alignment: Principled.

Attributes: I.Q. 8, M.E. 10, M.A. 9, P.S. 30, P.P. 12, P.E. 28, P.B. 14, Spd 17.

Height: 6 feet, 8 inches (2.03 m). **Weight:** 320 lbs (144 kg).

Hit Points: 31. **S.D.C.:** 60.

Age: 7. **P.P.E.:** 9. **I.S.P.:** 50.

Experience: 2nd level Dog Boy.

Description: Wade is a giant mass of thick, golden fur. He is about as large as Dog Boys come and spends a lot of time in the gym to emphasize his hulking appearance.

Disposition: Laid back and unworried, Wade is both casual about his duties and unquestioning in his commitment to the Coalition. He follows Billy and Spence's lead and carries out his orders without hesitation. Wade is also known to fall asleep on guard duty or take a few extra minutes getting ready for a patrol, however.

O.C.C. Skills (Dog Boy): Speaks American at 88% and Dragonese at 58%, Climbing 55%/45%, Intelligence 42%, Land Navigation 50%, Pilot: Hovercraft 65%, Radio: Basic 60%, Read Sensory Equipment 45%, Running, Wilderness Survival 45%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Knife.

Special Abilities: Superior sense of smell, track by smell, keen sense of hearing, good sight. Sense Psychic and Magic Energy 45%, Recognize Psychic Scent 14%/10% and Sense Supernatural Beings 64%/40%.

Psionics: Empathy, Sense Evil, Sense Magic, Sixth Sense.

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 4

Bonuses: +2 on initiative, +1 to strike, +4 to parry and dodge, +2 to save vs disease, +2 to save vs possession, +3 to pull punch, +2 to roll with punch/fall/impact.

Weapons of Note: C-12 Laser Rifle, Vibro-Blade and Neural Mace.

Body Armor: Dog Pack DPM Light Riot Armor: 50 M.D.C., no movement penalties.

Other Equipment: Spikes, survival knife, backpack with tent and other spare gear.

Vehicles: None. Occasionally the pack is deployed on hovercycles or other light vehicles.

Cybernetics: None.

Ramsey's Demons

Wary of aligning himself with powerful factions from Hades or Dyval, Ramsey has sought out independent demons that claim neither side in the overall Minion War. He has also reached out to a mysterious and evil Alien Intelligence, all in the hopes of attaining his revenge. For more information on demons and Deevils see **Hades: Pits of Hell™** and **Dyval™: Hell Unleashed™**.



Ernosan – Demon

The Ernosan are unusual amongst the world of demons. Most supernatural creatures have bodies that reject bionics as part of their magical healing process. The Ernosan are no different – when it comes to normal bionics. Techno-Wizard devices, on the other hand, are compatible with the Ernosan's mystical physiology, and most of the race of demons undergoes partial reconstruction as a kind of initiation process.

Their use of TW bionics and implants also makes the Ernosan beholden to whichever demon or dark god is in power at the time. They require a suitable magic infrastructure to create their enhancements, and whoever controls the Techno-Wizards, the slaves and the necessary spell ingredients, also controls the Er-

nosan. As a result, there are rogue Ernosan throughout the Megaverse: evil beings, to be sure, but opposed to the route that the rest of their species is taking.

The Ernosan are thinkers and plotters, equipped with insidious patience and intellect. And while they do certainly feed off the P.P.E., the suffering and the blood of mortals, they are not merely carnivorous predators and generally maintain control over their baser instincts.

Alignment: Diabolic (20%), Miscreant (30%), Aberrant (30%) or Anarchist (20%).

Attributes: I.Q. 2D6, M.A. 2D6, M.E. 3D6, P.S. 2D6+16 (Supernatural), P.P. 2D6+12, P.E. 1D6+16 (Supernatural), P.B. 1D6+4, Spd 3D6+12.

Height: 12 feet (3.6 m). **Weight:** 900 lbs (405 kg).

M.D.C.: 2D4x10+40 + P.E. attribute number.

Horror Factor: 12

P.P.E.: 3D4x10+10 + M.A. attribute number.

Description: Ernosan are tall, bulky humanoids with dark gray and black skin. Their faces are usually covered in magical gas masks and breathing apparatuses, and their bodies are adorned with plates and tubes that connect to their Techno-Wizard bionics. It can be difficult to tell where the devices end and the armored hide of the creature begins.

Disposition: The Ernosan are sophisticated and well-spoken for demons. They educate themselves and rely on skills and Techno-Wizard devices to go beyond their natural instincts and abilities. They build impressive mystical towers and enchanted fortresses and dungeons in the worlds and realms they inhabit.

Life Span: Effectively immortal.

Natural Abilities: Supernatural P.S. and P.E., see the invisible, Dimensional Teleport 20% +1% per level of experience, Bio-Regenerates 2D6 M.D.C. once per melee round, immune to noxious gas and requires no air to breathe (see Magic Respirator, below), impervious to fire, heat, ice and cold (magic fire or ice attacks inflict normal damage). All Ernosan have the Energy Bolt, Sense Magic and Negate Magic abilities and can use them at no P.P.E. cost.

Create Techno-Wizard Devices (special): All Ernosan are familiar with the creation and use of Techno-Wizard weapons and magic devices, equivalent to a Techno-Wizard O.C.C. of equal level.

Sense Precious Stones (special): Gems and precious stones are an essential part of creating Techno-Wizard devices, and the Ernosan have learned to key in on their mystical energy. A successful use of the ability will tell roughly what kind and what quantity of precious stones are located within a 1,000 foot (305 m) radius. **Base Skill:** 35% +5% per level of experience.

Equivalent O.C.C.: Techno-Wizard or Headhunter.

Level of Experience: 1D6 on average or as set by the Game Master for NPCs.

Attacks per Melee: Four attacks to start, +1 at levels 3, 5, 7, 9 and 13.

Mega-Damage: As per Supernatural P.S.

Bonuses: +3 to save vs magic, +3 to save vs psionics, +2 on initiative, +1 to strike, +2 on all saving throws, +2 to roll with punch/fall/impact, +10 to save vs Horror Factor.

Vulnerabilities: Magic attacks are +3 to strike the magically-charged Ernosan. Having one of their spells fail or being

targeted by Negate Magic or a similar spell actually causes a feedback reaction, dealing 2D6 M.D. to the Ernosan. They also rely heavily on their Techno-Wizard devices and implants. Destroying the TW air filter that most Ernosan use will force them to breathe normal, unenchanted air, making them -2 to strike, -3 to parry or dodge and -3 on initiative.

Magic: The Ernosan are natural spell casters. They may select up to 8 spells from levels 1-4 in addition to their natural magic abilities. Select one spell from levels 1-5 at level 2, one from 1-6 at level 3 and so on.

Techno-Wizard Cybernetics: Ernosan are intentionally modified from their natural form early in their existence. Most Ernosan have the following standard TW bionics and cybernetics:

Magic Respirator: A Magic Respirator and Air Filter is built into the demon's face. Provides breathable air in any environment (space, vacuum chambers, underwater, etc.) and makes the Ernosan immune to gas, airborne poisons, toxins, diseases and magical smoke, fumes and clouds. Activation Cost: 5 P.P.E. or 10 I.S.P. for 15 minutes.

Eyes of Thoth: Eye of Thoth lenses are added to the demon's bionic helmet, allowing it to read in any language. Activation Cost: 10 P.P.E. or 20 I.S.P. for 10 minutes.

TW Weapons: The average Ernosan will also have one or two TW weapons installed onto its body. The weapons feed off the creature's own P.P.E. reserve.

Other TW Cybernetics: Throughout their existence, Ernosan seek out rare and exotic Techno-Wizard devices to incorporate into themselves. Sometimes they also use Splugorth symbiotes and parasites or strange magical artifacts.

Psionics: Machine Ghost (12), Object Read (6), Speed Reading (2) and Telemechanics (10). **I.S.P.:** 4D6+20.

Habitat: Sources of magic energy attract the Ernosan. They steer well clear of Hades and Dyval, but can be found on Rifts Earth (especially Atlantis) and in many other dimensions.

Allies & Alliances: The Ernosan are out for themselves, and, unlike many demons, still maintain a racial identity and collective sense of self. They work together with other Ernosan to further their plots and machinations and often conspire with other demons who they win over to their cause.

Rivals & Enemies: Both Hades and Dyval are potential enemies as the Ernosan took no side in the Minion War. They are opposed to mortal technophiles (like the Coalition), seeing technology as simply incomplete Techno-Wizardry.

Note: The Ernosan are very familiar with Techo-Wizard devices, and, through them, have learned to use normal guns and weapons. They may be disgusted by technology, but they will use tech that they find laying around, usually discarding it after.

Hindra – Demon

The story of the Hindra is a sad journey. They used to be mortal beings, similar to any normal life form. A thousand years ago, however, the Hindra fell into a magical civil war. They used their mystical powers to unleash terrible spells upon each other and their home world. In their bid for dominance, each faction called upon dark powers, desperate for any advantage they could find.

The cycle of death and destruction came to an end when one group of Hindra sold themselves out to a malevolent Alien Intelligence. They had no idea of the dark forces they were bringing



into their world. The faction that summoned the Intelligence won the war, all right. They lorded over the rest of the Hindra as conquerors, a new breed, the chosen minions of their new evil lord.

Within a generation, however, the victorious Hindra were hopelessly lost and corrupt. The Alien Intelligence demanded greater and greater sacrifices and acts of violence from them. The war that the Hindra were trying to bring to an end instead reignited and dragged on for decades as the remaining good Hindra resisted their fallen brothers and sisters. They were hunted down to the last, however, and the fading light of morality was extinguished from the species.

The surviving Hindra clung ever closer to their alien overlord. Each generation undertook more and more dramatic pacts and shows of allegiance until the Hindra were indistinguishable from other supernatural evils that stalk the various planes of the Megaverse. Soon their very mortality was cast aside and they became true demons, bound eternally to their master and unable to exist without its power. They exist now as a kind of Witch-race, born into their demonic pact and mostly helpless to change their fate.

Alignment: Diabolic (10%), Miscreant (20%), Aberrant (40%) or Anarchist (30%).

Attributes: I.Q. 3D6, M.A. 3D6, M.E. 2D6+2, P.S. 2D6+12 (Supernatural), P.P. 3D6, P.E. 1D6+12 (Supernatural), P.B. 2D6+2, Spd 3D6+6.

Height: 10 feet (3 m). **Weight:** 850 lbs (382 kg).

M.D.C.: 1D6x10+30+P.E. attribute number.

Horror Factor: 12

P.P.E.: 1D4x10+10

Description: The Hindra were once D-Bees quite similar to humans. Their pact has made them taller and stronger, and turned their blue-black skin into natural armor. Their bodies are studded with small, thorny spikes, clustered like hair along the head and eyebrows. Black and gray stripes cover their backs and exposed surfaces, and some also come speckled with red dots.

Disposition: For demons, the Hindra are hesitant about their nature. They still have remnants of decency in their psychological makeup, and sometimes let victims live or escape without thinking about it. Their mood only ranges from confused to homicidal, however; there is no positive end of the spectrum left for the Hindra.

Life Span: Immortal until slain.

Natural Abilities: Supernatural P.S. and P.E., see the invisible, Bio-Regenerates 1D6 M.D.C. once per melee round, and impervious to cold (magic ice attacks do half-damage), deep ocean water pressure and the vacuum of space.

Activate Pact: While Hindra do retain some of the frailties of mortal form, they can call upon their master in times of need for additional power. It takes 1D4 melee rounds to activate the pact, during which time the Hindra cannot attack or defend itself. If uninterrupted by attacks or magic spells, the Hindra will gain an additional 100 M.D.C., receives +5 to P.S. and P.E. and +2 on initiative and Perception Rolls.

Assume Humanoid Form: Hindra are also able to change their form to imitate that of local mortal humanoids. They can change form at will and maintain their new form indefinitely at no P.P.E. cost. Counts as one melee attack/action.

Supernatural Flight: As part of their pact, all Hindra are granted the ability to fly magically without the need for wings. Maximum speed is about 80 mph (128 km). No limitations on altitude and can even be used in outer space.

Equivalent O.C.C.: Mercenary Soldier or City Rat.

Level of Experience: 1D6 on average or as set by the Game Master for NPCs.

Attacks per Melee: Three attacks to start, +1 at levels 2, 4, 6, 8 and 12.

Mega-Damage: As per Supernatural P.S.

Bonuses: +2 to strike, +2 on all saving throws, +10 to save vs Horror Factor and +2 to save vs exorcism.

Vulnerabilities: While immune to cold, Hindra take damage from heat like mortal beings. They are also susceptible to bone weapons, which inflict Mega-Damage when used against them. Weapons made from the bones of a Hindra inflict double damage to their own kind.

Magic: 30% of the Hindra have some additional spell casting ability. Select 6 spells from levels 1-4.

Psionics: None.

Habitat: Hindra can be found working as slaves in both Hades and Dyval and are sometimes mistaken for mortal beings on

certain other worlds. They are less common throughout the Three Galaxies and Rifts Earth.

Allies & Alliances: Hindra are extremely reliant upon the Alien Intelligence that has cursed their species. They are no longer independent enough to make important decisions or choose any kind of direction for themselves.

Rivals & Enemies: Hadean and Dyvalian demons and Deevils, as well as most evil supernatural creatures. The Hindra prey upon mortals and are certainly evil beings, but still reject most other demons.

Note: Hindra that are removed from the same dimension as their parent Alien Intelligence for more than one month begin to lose their connection. They will become somewhat disoriented (-3 on initiative and Perception Rolls), but will see their Alignment shift an entire category upwards towards good as the pervasive voice of the Alien Intelligence leaves their mind. Penalties will wear off in 1D4 weeks, leaving a somewhat confused supernatural creature no longer beholden to its pact.

Nohn – Demon

Brutish warriors, Nohn are summoned into existence through a series of rituals that draws their essence out of a distant plane of existence. They are monstrous manifestations of dark energy, typically taking form with long arms and legs and gaping maws full of asymmetrical teeth. Each Nohn is slightly different, though they seem to follow a similar overall body plan – tall and spindly, with bodies that trail a mist of darkness in their wake.

Nohn are not the most sophisticated of demons, but they are not mindless animals, either. They are simply motivated more by the need to hunt, kill and torture than any kind of civilizing impulse. While other demons build halls and castles with armies of mortal slaves, Nohn are perfectly happy to live in caves and burrows.

With their mysterious connection to different planes of reality, Nohn are particularly sensitive to the call of Shifters, Witches and others who seek to collaborate with demonic forces. They can use their ability to move between dimensions and planes to hide out or to tirelessly pursue enemies and victims.

Alignment: Diabolic (10%), Miscreant (25%), Aberrant (25%) or Anarchist (40%).

Attributes: I.Q. 2D6, M.A. 2D6, M.E. 3D6, P.S. 2D6+16 (Supernatural), P.P. 2D6+12, P.E. 2D6+16 (Supernatural), P.B. 1D6+4, Spd 3D6+18.

Height: 15 feet (4.6 m). **Weight:** 1,250 lbs (567 kg).

M.D.C.: 3D4x10+60. Nohn do not wear body armor.

Horror Factor: 13

P.P.E.: 6D6+20

Description: The Nohn's bodies are tall and lanky with oversized hands and long arms. Their mouths are full of sharp, protruding teeth that they do not hesitate to use in combat, and that stick out at strange angles. Their physical form is loosely anchored to reality, too, sometimes appearing to phase in and out like a flip book or the beam from a strobe light. A mist of black energy follows in the wake of the Nohn, streaming behind them.

Disposition: Nohn live predatory lifestyles, staking out dens and burrows and patrolling a home territory for prey. They can socialize with other demons or their own kind, but are solitary creatures for the most part.



Life Span: Immortal. Their essence returns to their home plane when their physical body is killed. The essence could be lost amongst the dimensions, possibly even for thousands of years, but is not destroyed.

Natural Abilities: Supernatural P.S. and P.E., Nightvision 150 feet (45.7 m), exceptional hearing, see the invisible, Dimensional Teleport 25%+1% per level of experience, Bio-Regenerates 2D6 M.D.C. once per melee round, impervious to fire and heat.

Plane Dodge (special): By shifting their body in and out of the dimension, Nohn can break physical bonds that are restraining them. Plane Dodge can be used to end a grapple or entanglement attack, free the demon from chains or bonds or to step right through a net or wire. Counts as one melee attack/action. Does not work on magical restraints.

Plane Step (special): Nohn can use their ability to dimension shift in order to pass through physical obstructions. Plane Step allows the Nohn to walk through doors, walls or even solid rock and earth. The spell will not overpower enchanted walls, magically sealed doors, psionic boundaries or magic, but permits passage only through normal materials. Can only cross through 10 feet (3 m) of solid matter before being forced to stop. Counts as one melee attack/action.

Equivalent O.C.C.: Wild Psi-Stalker or Mind Melter.

Level of Experience: 1D6 on average or as set by the Game Master for NPCs.

Attacks per Melee: Four attacks to start, +1 at levels 3, 5, 7, 9 and 13.

Mega-Damage: As per Supernatural P.S.; a claw strike does 2D4 M.D. plus Supernatural P.S. damage. Bites inflict 3D6 M.D.

Bonuses: +2 on initiative, +1 to strike, +2 to parry, +10 to save vs Horror Factor. Impervious to normal heat, fire and lava, but magic versions do full damage.

Vulnerabilities: Silver weapons deal Mega-Damage when used against the Nohn. Magic attacks do double damage while the demon is Plane Stepping or Plane Dodging.

Magic: Dispel Magic Barriers (20), Mystic Portal (60), Plane Skip (65), Rift Teleportation (200) and may select four other spells from levels 1-10.

Psionics: Nohn are considered Master Psychics and have the abilities of Mask I.S.P. and Psionics (7), Read Dimensional Portal (6), Sense Dimensional Anomaly (4) and Sense Magic (3). Also select 4 psionic powers from the Healing, Sensitive and Physical categories and 2 powers from the Super-Psionics category. **I.S.P.:** 3D6x10.

Habitat: A few Nohn live between the cracks in Hades and Dyval. All of the traffic to and from Rifts Earth means they are often drawn to it, as well as other dimensional travel hubs like Phase World.

Allies & Alliances: Nohn have few allies and tend to be hostile towards any other being they come across, even members of their own kind. They are easily lulled by Shifters and Witches, however, and are much more trusting of them than normal humans.

Rivals & Enemies: The denizens of both Hades and Dyval are not kind to the Nohn when they encounter them. Neither side has made an entreaty to this peculiar race of demons.

Note: Nohn almost never use weapons or technology, seeing them as hindrances when traveling and taking up new physical forms.

Other Supporting Cast & Equipment of Note

Average Coalition Special Forces

Alignment: Any. The worst lean towards Aberrant and Miscreant.

Average Attributes: I.Q. 12, M.E. 12, M.A. 11, P.S. 18, P.P. 14, P.E. 14, P.B. 10, Spd 20.

Hit Points: 36-44. **S.D.C.:** 40-50.

Height: Six feet, three inches (1.9 m). **Weight:** 185 lbs (83 kg).

Age: 19-25

P.P.E.: 9

Disposition: Calm, cool and collected, these professional killers represent the cream of the Coalition infantry. They are reliable in combat and do not flinch before potentially repugnant tasks such as firing upon unarmed women or children, or poisoning

an entire town's water supply. Tend to be fiercely dedicated to their country, army and cause.

Experience Level: 4th level Special Forces Commando.

Skills of Note: Boxing, Climbing 70%/60%, Electronic Countermeasures 60%, Intelligence 54%, Land Navigation 58%, Lore: Demons & Monsters 55%, Math: Basic 80%, Pilot: Jet Pack 64%, Pilot: Robots & Power Armor 88%, Pilot: Robot Combat Elite: Special Forces SAMAS, Prowl 55%, Radio: Basic 75%, Running, Streetwise 48%, Wilderness Survival 53%, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Heavy M.D. Weapons.

Combat Training: Hand to Hand: Commando.

Attacks per Melee: 7

Combat Bonuses: +1 to initiative, +3 to strike, +6 to parry and dodge, +5 to damage, +10% vs coma/death, +3 to save vs poison and magic, +5 to roll with punch/fall/impact, +2 vs Horror Factor, plus any likely bonuses from attributes.

Other Combat Info: Knockout/stun on a Natural 20, body flip/throw (+1), Paired Weapons, body block/tackle, backward sweep kick, disarm, automatic body flip (+1), kick: 2D6, jump kick, death blow 18-20.

Common Weapons:

CP-50 Dragonfire: Mega-Damage: 2D6 per single blast or 6D6 per triple-pulse burst. Micro-fusion grenades, fired from the under-barrel grenade launcher, do 6D6 M.D. to a 12 foot/3.6 m diameter blast area. Rate of Fire: Laser fires single shots or triple pulses equal to hand to hand attacks per melee round. Grenade launcher fires single shots or bursts of four. Range: 2,000 feet (610 m) for laser, 1,200 feet (365 m) for grenade launcher. Payload: 30 laser shots per long E-Clip and 12 grenades in the grenade launcher.

CP-30 Laser Pulse Pistol: Mega-Damage: 2D4 per single blast or 4D6 per triple-pulse burst. Rate of Fire: Each blast or triple pulse counts as one melee attack/action. Range: 600 feet (183 m). Payload: 30 laser shots per long E-Clip.

Fragmentation Grenades (4): Mega-Damage: 2D6 M.D. Blast Radius: 20 feet (6 m). Throwing Range: 40 yards/meters.

Heavy High Explosive Grenade (4): Mega-Damage: 4D6 M.D. Blast Radius: 6 feet (1.8 m). Throwing Range: 40 yards/meters.

Plasma Grenade (4): Mega-Damage: 5D6 M.D. Blast Radius: 12 feet (3.6 m). Throwing Range: 40 yards/meters.

Vibro-Sword: Mega-Damage: 2D6.

Extra Ammo: 16 long E-Clips, 24 micro-fusion grenades in a crossover bandoleer.

Other Equipment: Four signal flares, binoculars, Robot Medical Kit, pocket computer, utility belt, air filter & gas mask, short range radio (5 mile/8 km range), canteen, food rations bag, 30 feet (9.1 m) of climbing cord, fire starter kit, S.D.C. saw-wires (3), hunting/fishing kit, compass/inertial mapper, flashlight. Additional items may be made available upon assignment.

Body Armor:

CA-7 Special Forces Heavy "Dead Boy" Armor: Head/Helmet: 75 M.D.C., Arms: 60 M.D.C. each, Legs: 80 M.D.C. each, Main Body: 100 M.D.C. Weapons: Retractable forearm Vibro-Blades (2; 1D6 M.D.), Garrote cord in left wrist to strangle S.D.C. opponents. Mag-5 Jet Pack: Maximum Speed: 60 mph (96 km), Maximum Altitude: 1,200 feet (365 m); Power Supply: Four E-Clips for 80 minutes of total flight time.

Bionics: Typically a clock calendar, gyro-compass, basic ear implant with universal headjack, radar detector and oxygen storage cell. Half will have a multi-optic eye, an AA-1 type cyber-disguise and 1-3 additional cybernetics.

Note: For more information on the Coalition military, including full details on the Special Forces, see **Rifts® world Book 11: Coalition War Campaign™**.

Average Xiticix Warrior

Alignment: Considered Anarchist or evil. Hates other intelligent life.

Average Attributes: I.Q. 10, M.E. 20, M.A. 4, P.S. 30, P.P. 20, P.E. 16, P.B. 4, Spd 22 running and 120 flying (82 mph/131 km) with a possible maximum speed of 160 (105 mph/168 km).

Height: 7 feet (2.1 m). **Weight:** 500 lbs (227 kg).

M.D.C. by Location:

Main Body – 75

Eyes, Large (2) – 10 each

Eyes, Small (5) – 10 each

Antennae (2) – 20 each

Arms (4) – 45 each

Legs (2) – 65 each

Wings (2) – 60 each

Age: Average is 2-4 years.

P.P.E.: 50

Horror Factor: 10. 13 for a squad of ten or more.

Disposition: Xiticix Warriors are drones and have little or no personality and sense of self. They will follow the commands of higher castes of Xiticix without hesitation and are unafraid of death or pain. They are also simple-minded creatures and may totally ignore objects or even people that do not seem to be immediate threats.

Experience Level: 1-3

R.C.C. Skills: Detect Ambush 40%, Detect Concealment 30%, Land Navigation 66%, Math: Basic 65%, Navigation: Air 65%, Wilderness Survival 60%, W.P. Blunt, W.P. Energy Weapons (Xiticix TK weapons), W.P. Knife, W.P. Paired Weapons, W.P. Spear, W.P. Sword and W.P. Whip.

Special Abilities: Chemical Excretions: Colony Identification, Chemical Alarm, Death Scent, Spit Acid and poison (see below).

S.D.C. Poison: Bite inflicts 4D6 S.D.C. The poison causes immediate nausea, vomiting and convulsions unless a successful save vs lethal poison is made. Poison damage is 6D6 S.D.C. per each bite/hit, plus bite damage, along with the following penalties: attacks per melee round and combat bonuses are reduced by half for one melee round (15 seconds). Thankfully, the pain and nausea passes soon after (15 seconds). A successful save vs poison means the character takes only 1D4 S.D.C. poison damage, in addition to the 4D6 S.D.C. from the bite itself. Xiticix are known to coat their close combat weapons in this poison.

Combat Training: Instinctive.

Attacks per Melee: 5

Combat Bonuses: +1 on initiative, +2 to strike, +4 to parry, +1 to dodge, +2 to disarm, +4 to pull punch, +4 to roll with impact, can perform kick attack and receives an additional +4 to save vs poison and disease.

Other Combat Info: Grapple/Wrestle & Hit: The Warrior can opt to hold or grapple with two arms and strike with the other two.

Two-Handed Paired Weapon Attack: The Warrior can attack with two close combat weapons at once, counting as a single attack. Both attacks either strike or miss together and are blocked, parried or dodged as one.

Common Weapons:

Hooked Short Sword: Mega-Damage: 1D6 M.D. + Supernatural P.S. punching damage. Bonuses: +1 to strike, +2 to parry, +3 to disarm.

Spear: Mega-Damage: 1D6+3 M.D. + Supernatural P.S. punching damage. 1D4 M.D. + P.S. punch damage as a blunt weapon.

Resin Spike Gun: Mega-Damage: 1D6 M.D. per three spike burst, 2 M.D. per single shot. Range: 400 feet (122 m). Rate of Fire: Each three-spike burst counts as one melee action/attack. Payload: 60 rounds or 20 bursts. Recharging requires 24 P.P.E. or 48 I.S.P.

TK-Rifle: Mega-Damage: 4D6 M.D. Range: 4,000 feet (1,220 m). Rate of Fire: Each three-blast burst counts as one melee action/attack. Payload: 40 blasts. Recharging requires 20 P.P.E. or 40 I.S.P.

Other Equipment: None, the Xiticix rely on their natural abilities and teamwork to accomplish tasks.

Body Armor: None, though some Xiticix reinforce their exoskeleton with resin, adding an additional 10-40% to the overall M.D.C. Normally extra resin is reserved for higher-level Warriors.

Bionics: None.

Note: For more information on the Xiticix threat, different species of Xiticix and Wild Psi-Stalkers, see **Rifts® World Book 23: Xiticix Invasion™**.

Average Simvan Monster Rider

Alignment: Any, but the majority are Anarchist (30%), Aberrant (30%) and Miscreant (20%).

Average Attributes: I.Q. 12, M.E. 18, M.A. 8, P.S. 18, P.P. 18, P.E. 24, P.B. 8, Spd 18.

Hit Points: 20-30. **S.D.C.:** 80-100.

Height: 5 feet, 10 inches (1.78 m). **Weight:** 180 lbs (81 kg).

Age: 16-30

P.P.E.: Males: 12. Females: 20.

Disposition: The Simvan are nomadic hunters, herders and warriors. They live in close-knit tribes and outsiders must earn their trust to be accepted. They are known as Monster Riders due to their natural ability to tame and befriend dangerous creatures and their affinity with all animals.

Experience Level: 2nd

Skills of Note: Boat Building 50%, Body Building, Carpentry 50%, Climbing 45%/35%, Dance 45%, Dowsing 45%, Fasting 63%, Forced March, General Athletics, Horsemanship: Cowboy 79%/63%, Horsemanship: Exotic Animals 65%/55%, Hunting, Identify Plants & Fruit 50%, Land Navigation 60%, Outdoorsmanship, Preserve Food 55%, Prowl 30%, Recognize Weapon Quality 40%, Running, Sing 50%, Skin & Prepare Animal Hides 55%, Spelunking 60%, Tracking (people)

50%, Track & Trap Animals 45%/55%, Wilderness Survival 65%, W.P. Archery, W.P. Energy Pistol, W.P. Energy Rifle, W.P. Knife, W.P. Targeting.

Special Abilities: Nightvision 120 feet (36.5 m). Also see Psionics.

Psionics: Empathy (4), Mind Block (4), Mind Bond (10), Sixth Sense (2), Telepathy (4) as well as psychic affinity with animals.

I.S.P.: 70

Magic Knowledge: None.

Combat Training: Hand to Hand: Expert.

Attacks per Melee: 4

Combat Bonuses: +1 on initiative, +1 on Perception Rolls, +1 to strike, +4 to parry and dodge, +5 to pull punch, +3 to roll with impact, +2 to save vs Horror Factor and +2 to save vs spoiled meat/food.

Other Combat Info: Kick attack 1D8 damage.

Common Weapons:

NG-L5 Laser Rifle: Mega-Damage: 3D6 M.D. Rate of Fire: Each blast counts as one melee attack/action. Range: 1,600 feet (488 m). Payload: 10 shots standard E-Clip or 20 for long E-Clips.

M.D. Bow or Crossbow: Mega-Damage: 3D6 M.D. High Explosive, 2D6 M.D. for M.D.C.-tipped arrows. Rate of Fire: 2 to 8 per melee round. See the W.P. Archery skill. Range: 1,500 feet (457 m). Payload: 6 arrows clipped to the bow, up to 24 in a quiver.

Vibro-Blade: Mega-Damage: 1D6 M.D.

Extra Ammo: 4 spare E-Clips and 20 additional M.D. arrows.

Other Equipment: Simvan Monster Riders typically carry one or more good hunting knives, a backpack, saddlebag, utility belt, binoculars, a few large sacks, gas mask/air filter and an Ostrosaurus, Silonar or horse as a riding animal.

Body Armor:

Patchwork Armor: 35 M.D.C. Non-environmental. -5% to Prowl or perform other Physical skills.

Bionics: None.

Note: For more information on the Simvan, see **Rifts® World Book 13: Lone Star** and **Rifts® D-Bees™ of North America**.

Spells and Technology from *Path of the Storm*

Create Rubble Golem

Range: 10 feet (3 m) per level of experience of the caster.

Duration: 72 hours (3 days).

Saving Throw: None.

P.P.E.: 50 per golem.

Rubble Golems or “dirty golems” are magically-empowered automatons made out of improvised materials. They may not have all of the same powers as traditional Golems, but are quick to make and do not require precious stones or clay figures for their construction.

These simple Golems can be used as assistants or pressed into service as soldiers and defenders. They follow orders and have a rudimentary intelligence, and their enchanted construct bodies

are tough and resilient. Powerful magic users can even impart some of their own abilities on the Golems, allowing them to fire energy beams, use fire, ice or other simple spells.

Requirements: A substantial amount of some kind of base material like stone, rock or concrete rubble. Unlike other Golems, Rubble Golems do not magically grow out of a much smaller figure, and the creation process uses up an amount of rock/substrate equal to the Golem's total weight (200-300 lbs/90-135 kg).

Rubble Golem Statistics: I.Q. 8, M.E. 6, M.A. 6, P.S. 18, P.P. 8, P.E. 24, P.B. 6, Spd 14.

Attacks per Melee: 2

M.D.C. by Location:

Head – 40

Arms (2) – 30 each

Legs (2) – 40 each

Main Body – 60

Spells of the Master: Each Rubble Golem may be imbued with the ability to cast a single type of spell known to its creator. Limited to levels 1-3.

Golem Base P.P.E.: 35

Northern Gun Grenade Knives

Grenade knives are a simple and clever weapon that have become popular with Juicers, Crazies and others who tend to fight in close combat. Grenade knives are just what they sound like, knives with fragmentation grenades for handles. Once the target has been stabbed, the grenade is activated and detonates, all while held closely against the intended victim by the blade itself. There are both normal and Vibro-Blade versions available, insuring the weapons can be used against supernatural creatures and armored targets. **Note:** W.P. Targeting is necessary to have any hope of hitting a target at range. Unskilled users may be able to hit a target within 10 feet (3 m), but are -3 to strike.

Weight: About 1 lb (0.5 kg).

Range: Grenade knives are much heavier than normal throwing knives and have a limited range of about 30 feet (9 m).

Mega-Damage: Normal: 1D6 S.D.C. on impact. Vibro-Blade: 1D6 M.D. on impact. The secondary explosion deals 4D6 M.D. to the target and 3D6 M.D. to those within a 12 foot (3.6 m) radius. Only individuals on the same side of the target where the knife struck are affected; those on the opposite side are protected from the blast by the main target's body. Note that S.D.C. blades will bounce harmlessly off of Mega-Damage armor and the skin of most supernatural creatures.

Cost: Normal: 1,000 credits each. Vibro-Blade: 5,000 credits each.

Cyborg Defensive Charges

Defensive Charges are small explosives shaped to direct their blast outward. They are attached to the user and mounted on small armor plates that protect the cyborg from damage. Inflicts 3D6 M.D. to a 6 foot (1.8 m) area around the front of the cyborg, and those hit are -3 on initiative and -1 to dodge or parry for the rest of the melee round. Single use weapon. Cost: 12,000 credits for the system, charges cost 2,000 credits each.

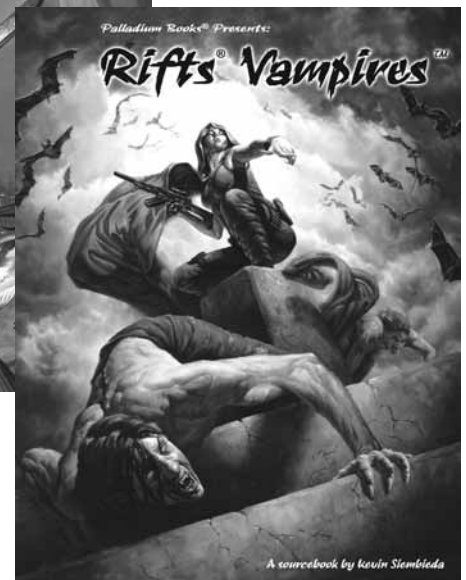
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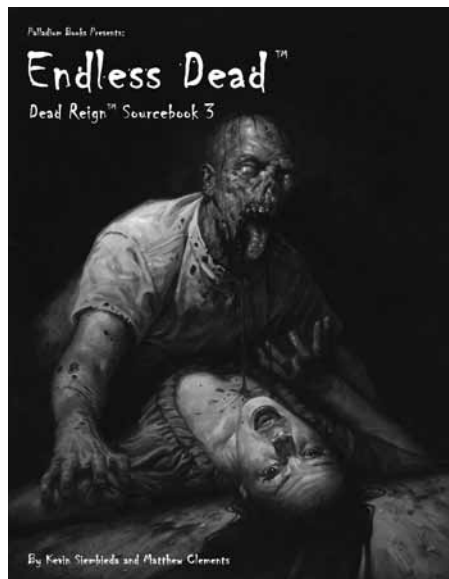


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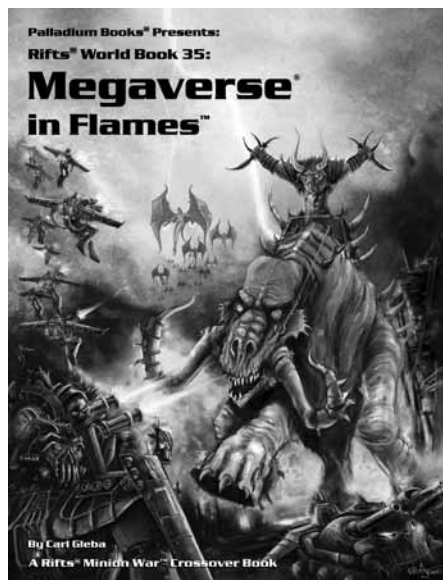
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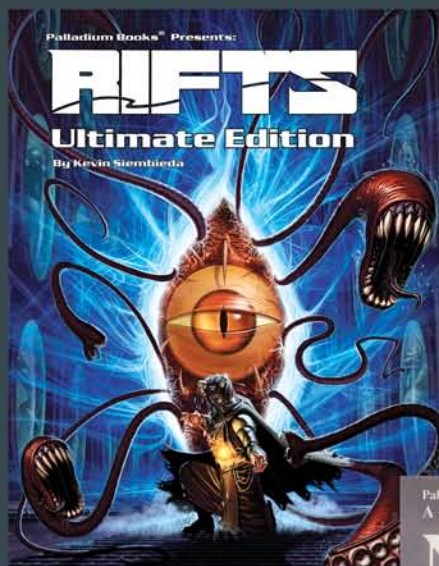
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