MUTANTS & MASTERMINDS
- THIRD EDITION -

BASIC HERO'S HANDBOOK

GREEN RONIN PUBLISHING

AN ESSENTIAL INTRODUCTION TO THE WORLD'S GREATEST SUPERHERO ROLEPLAYING GAME!

Welcome to a World of Heroes and Villains!

What is Mutants & Masterminds?

Mutants & Masterminds is a game of superhero action and drama, just like you'd find in your favorite television shows, movies, or comic books. With the rules in this book, you can create endless adventures as heroes and villains with larger-than-life powers. You may take on the mantle of iconic superheroes protecting the world from villainy, scared teenagers on the run from a villainous conspiracy, or powered youngsters fighting to protect a world that hates and fears them.

In *Mutants & Masterminds*, each player takes on the role of a superhero they create themselves—called a **Character**. All the players take turns describing what their characters do, and one player takes on a special role as the **Gamemaster** or **GM** to direct the action. Much of the fun of *M&M* lies in playing out your character's actions and dialogue and describing how they charm others, solve puzzles, or react to events, but sometimes you'll encounter situations where a character might succeed or fail. For these uncertain times, *M&M* uses dice and rules to keep the story fun and challenging. For most challenges and battles, you only need to remember one basic system:

- Roll a twenty-sided die (called a **d20**).

- Add any **Modifiers**, like **Abilities** (page 37), **Skills** (page 38), **Effects** (page 48), or special **Circumstances** (page 89).

- Compare your total to the number that determines the difficulty of the challenge, called the **Difficulty Class** (or **DC**).

How to Use This Book

Most of the rules in this book help you describe your character, figure out what modifiers to add, and determine the difficulty class for different tasks.

If you're a **Player**, controlling only a single hero in their bold battle against evil, you only need to learn the basic rules, and create your own character, and what the various numbers mean. You might want to learn the rules for combat and conflicts, too.

If you're a **Gamemaster**, you need to learn the rules, but you also need to learn how to run a fun adventure. We've included a few pre-made adventures and villains to help you along with that.

Basic Hero's Handbook

Mutants & Masterminds - Third Edition -

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TABLE OF CONTENTS

POWERS QUICK-REFERENCE

HOW TO PLAY

You're a brooding vigilante, perched atop a a gothic building and dedicated to saving the world from the same horrors and injustice you endured. You're a scared kid with strange powers, fighting to save a world that hates and fears you. You're the lone survivor of a doomed planet, using your alien powers to protect your home from a similar fate. You're a geek granted incredible powers by a freak accident, but keenly aware that with great power, comes great responsibility.

Superheroes wield larger-than-life powers and struggle to protect others who lack such incredible abilities, creating larger-than life stories while grappling with the same responsibilities and anxieties we all cope with.

Mutants & Masterminds is a game of action, adventure, and drama, where players step into the exciting lives of those superheroes who face down evil and protect the weak. You can recreate your favorite heroes, villains, and storylines from existing comics, or create your own characters and worlds. All you need are pencils and paper, a few friends, and an active imagination!

THE BASICS

Mutants & Masterminds is a **Roleplaying Game**, or **RPG**—equal parts board game and group storytelling. Each **player** makes their own character, describing what they look like, how they think and feel, and how they interact with the world. Most of the rules in this book will help you describe your character and define what they do very well (and what they do very badly), and what they can do when they run into other people with strange powers.

The **Gamemaster** creates the rest of the story, including friends, allies, villains, and any others characters not played by the players, called **Non-Player Characters** or just **NPC**s. Most of the time the GM creates the plots, adventures, and challenges. But other times you may be more active as a player, describing what your superhero might want to do, or creating new problems for yourself and other players.

Like a board game or card game, a roleplaying game has rules to help you know what you can and can't do. But unlike a board game, the rules are just guidelines to help you tell a story. Everyone in a roleplaying game works together to tell fun and exciting stories and solve challenges. There is no real "end" to a roleplaying game, and the only way to "win" is to have fun. Sometimes it's fun to win, but the great thing about roleplaying games is that sometimes it can be even more fun to lose—losing a fight with a villain ratchets up the stakes for your next encounter!

RULE #1

The most important rule in *Mutants & Masterminds* is to have fun, and only rely on the rules so long as they help everyone do just that. If a particular rule is ruining your game and slowing things down, talk to the rest of your group about changing it or tossing it out altogether.

RULE #2

Half of your job when playing an RPG is to have a good time, but the other half is to make sure others have fun as well. There can be some feeling of competition at the table—you might have a rivalry with another player, and sometimes it may feel like the GM is the "villain" you all work together to stop—and that competition can add to the fun for many people, but in the end roleplaying games are about having fun as a group. Every player, including the GM, should have fun with the challenges and stories being told. Good communication at the game table and away from it can help ensure everyone has a good time, and make sure you know about small problems before they grow into larger ones.

WHAT DO YOU NEED?

Besides this book, there are a few basic supplies you'll want for running a *Mutants & Masterminds* game:

CHARACTER SHEET

A **character sheet** records all the numbers and details of your character. You can use the one on page 134 of this book, jot down your own on paper, or download a PDF character sheet from **mutantsandmasterminds.com**.

DICE

Like many roleplaying games, *Mutants & Masterminds* uses special dice to settle questions in play and add some dramatic randomness to the stories you tell. *Mutants & Masterminds* uses a single twenty-sided die—usually referred to as just "a die" or a **d20**—with numbers listed from 1 to 20. You only need a single die for any roll, so the whole table can share one, but M&M plays a little faster if everyone has their own d20. You can buy twenty-sided dice at most hobby or game stores, or online, or use a dice-rolling website or app.

NOTES

You'll need some way of keeping track of notes, clues, and other characters during the game. You might prefer paper and a pen or pencil, but a laptop, smartphone, or tablet work just as well.

PEOPLE

Roleplaying games are group activities, so you'll want a group to play one, either in person or online. You can gather friends, co-workers, or other members of your superhero team.

CHECKS

Superheroes can do many amazing things, and the risk of failing important or dangerous tasks adds drama and suspense.

When you're not sure if your character will succeed or fail at something, or you're facing off against another character or NPC, or whenever the GM asks for one, you roll a **Check** to figure out what happens. A check is simply:

CHECK RESULT = D20 + MODIFIER

Add the result of your die roll to the appropriate **modifier** and compare the result to the **Difficulty Class** your Gamemaster sets for the task. If your check equals this DC, you succeed. The higher your check result, the better you do at the task.

For most of your character's ordinary activities—driving to the scene of a crime, talking to a reporter, using their powers to create some impressive special effects—just describing what you want to do is enough.

DIFFICULTY CLASSES

Different challenges will have different **Difficulty Classes**, or **DC**s, with easy tasks having a very low number, and difficult tasks having a very high number. In some cases, your character sheet or a villain's character sheet will tell you exactly what the DC of a check will be. If you want to punch a villain, then the DC is almost always equal to the villain's **Parry** defense (see page 72) plus 10. For other checks, the GM must decide how challenging the task is. Hacking into the public library's records might not be very challenging at all, while hacking into a top secret military database might be almost impossible!

The **Running the Game** chapter includes additional advice for setting DCs on page 88.

OPPOSED CHECKS

For checks that test your skills directly against someone else, there is no DC. Instead you and your opponent both roll a check, and whoever rolls highest succeeds or beats the other. This is an **Opposed Check**. Sometimes both characters roll the same check: two characters arm wrestling both roll Strength checks. Other times, each character rolls a different check as they try to do different things: if a criminal is trying to cheat you at the card table, she rolls a Sleight of Hand skill check to be sneaky, while you roll a Perception skill check to notice her subtle moves.

If an opposed check result is a tie, whoever has the highest bonus to their check wins. If both bonuses are the same, determine who wins randomly; flip a coin or roll a die.

DEGREES OF SUCCESS

Sometimes how well you succeed (or how badly you fail) is as important as whether you succeed or fail. *Mutants & Masterminds* tracks how well you do on a check with **Degrees of Success**. Succeeding on a check is one degree of success automatically. Failing a check is one degree of failure. Any time you succeed on a check by 5 or more, you gain one additional degree of success, and for every 5 additional points your check result beats the Difficulty Class, you gain one more degree of success. Likewise, if you fail by 5 or more, you gain an extra degree of failure.

For example, If your DC is 10, you gain one degree of success if your check result is 10–14, two degrees of success if your check result is 15–19, three degrees of success if your check result is 20–24, and so on. But you gain one degree of failure if your check result is 5–9, and two degrees of failure if your check result is 1–4.

For some checks, how many degrees of success or failure you gain helps you or the GM describe how well you succeeded, or how bad the consequences for failure are. Succeeding by one degree might mean you pick the lock or successfully negotiate with the police to let your team help out with an investigation, while gaining two or three degrees of success might mean you pick the lock much faster, or leave a lasting good impression with the detective, making them more likely to help you out or provide information in the future.

Many skills have specific benefits based on how many degrees of success you gain. See the **Skills** section on page 38.

Combat especially tracks how well or how badly you do based on degrees of success and failure. See the **Defense and Damage** section on page 72 for details.

ATTACK CHECKS

Superheroes spend a lot of time fighting, so one of the most common checks in *Mutants & Masterminds* is the **Attack Check**. If your Attack Check equals or exceeds the check DC, your attack hits the target. If it doesn't, you miss.

If you attack someone in **Close Combat**, with your fist, a sword, or other melee weapons, your Attack Check adds your **Fighting** Ability Rank (see page 37), and the DC is equal to your target's **Parry** Defense plus 10 (see page 72).

If you attack at **Range**, using guns, energy blasts, bows, or thrown weapons, your Attack Check adds your **Dexterity** Ability Rank (see page 37), and the DC is equal to your target's **Dodge** Defense plus 10 (see page 72). Some Advantages and Skills will add a bonus to your Attack Checks in specific circumstances; the Close Combat (staves) skill gives you a bonus on your Close Attack Checks when your character is trying to strike with a staff or similar weapon, but doesn't help if you're attacking with kicks and punches, or throwing your staff at an enemy across the room.

If the d20 for your Attack Check is a 1, then your attack is a **Critical Miss**; a clumsy or unlucky break that *always* misses, even if your attack modifiers + 1 would normally hit the target.

If the d20 for your Attack Check is a 20, then your attack is a **Critical Hit**; a lucky shot that hits your opponent somewhere vulnerable. Critical Hits *always* hit, even if your modifiers + 20 wouldn't normally hit the target, and may have other effects. See the **Playing the Game** chapter for details on Critical Hits (page 78).

RESISTANCE CHECKS

The other side of a superhero's life of constant danger is being pummeled and exposed to hazards. When your character is exposed to danger, they can resist some or all of it with a **Resistance Check**, allowing them to dodge out of the way, tough it out, or block it through sheer stubbornness. If your Resistance Check succeeds, you ignore some or all of the effect, but if it fails you suffer consequences from the effect or hazard.

Your Resistance check adds one of your four **Defenses** as the modifier: **Fortitude** for effects that would leave you sickened, poisoned, tired, or physically changed, **Reflex** for effects you can leap out of the way off, **Will** for effects that influence your mind or emotions, and **Toughness** for effects that cause direct damage. The DC for a Resistance check is equal to the **Effect Rank** of the hazard + 10, or the **Damage Rank** + 15 for **Toughness** checks.

Most Resistance Checks use degrees of success to figure out exactly how well or how badly you are affected. For example, if you succeed at a Toughness Resistance check against damage, you are unharmed. If you only fail by a little, you're a little bruised and take a penalty against future Toughness Resistance Checks. If you fail by a lot, you might be knocked silly for a few seconds, or even left unconscious for the rest of the fight!

TEAM CHECKS

Teamwork is important to heroes, and characters can help one another out on important tasks by combining their efforts on a check, called a **Team Check**. One character is the **leader**, while anyone else assisting becomes a **helper**. Each helper makes a check of their own against DC 10, and all the helpers add up their degrees of success. If the helpers accumulate two degrees of success, the leader makes their check with a +2 bonus. If the helpers accumulate a total of three or more degrees of success between them, the leader gets a +5 bonus instead.

Usually the helpers make the same type of check as the leader, but clever plans may hinge of mixing and combining heroes' talents. One hero might use the Persuasion skill to distract a guard, granting a Team Check bonus to another hero sneaking in using the Stealth skill. A common Team Check in comics, the "fastball special" has a strong helper make a Ranged Attack Check to throw a smaller leader, possibly granting them a bonus to their Close Attack Check. Your GM is the final arbiter of what checks can combine and help, and how many characters can help on any given check.

ROUTINE CHECKS

If you aren't under pressure and aren't trying to do your best, you can play it safe and make a **Routine Check**. A Routine Check works just like a normal check, except instead of rolling a d20, you just assume you rolled a 10 (ensuring you always succeed at Average tasks, so long as you don't have a penalty). You'll never achieve an incredible success, like if you rolled a 20, but you'll also never screw up fairly ordinary tasks you should be great at by rolling a 1.

The Game Master decides when things are quiet enough for you to use a Routine Check. If your Routine Check result isn't good enough to succeed, you can still choose to roll the die.

RANKS AND MEASURES

Mutants & Masterminds measures almost everything in numerical **Ranks**, and assumes that a rank is about twice as powerful as the rank below it, or half as powerful as the rank above it. So a hero with a Strength Rank of 8 is about twice as strong as a hero with a Strength Rank of 7, and Blast 12 hits about four times as hard as a Blast 10. If a measure falls between two ranks, round up.

The **Measurements Table** translates mass, time, distance, or size into ranks, and helps you understand how the Ranks in your Abilities and Effects translate into descriptions. A hero with a Strength Rank of 5 can lift about 1,600 pounds (Mass Rank 5) without a problem. A Hero with 5 Ranks in the Speed Effect can move about 900 feet (Distance Rank 5) in one round (Time Rank 0).

You can also use the Measurements Table and some basic addition and subtraction to estimate other useful measures.

• **Distance = Time Rank + Speed Rank:** To figure out how far a character can travel in a certain amount of time, simply add their Speed Rank to the Time Rank. Most characters have a Speed Rank of 0, so they can move about 30 feet (Distance Rank 0) in one round (Speed Rank 0 + Time Rank 0 = Distance Rank 0, or 30 feet), or about two miles an hour (Speed Rank 0 + Time Rank 9 = Distance Rank 9), while a zippy hero with Speed rank 10 could travel at 2,000 miles per hour (Speed Rank 10 + Time Rank 9 = Distance Rank 19).

• **Time = Distance Rank – Speed Rank:** To figure out how long it takes to reach a destination, subtract the Distance Rank from the Speed Rank of the hero or vehicle. If the heroes' jet has Flight Rank 9 and they want to reach a hidden location 4,000 miles away, it takes them about 4 hours (Distance Rank 20 – Speed Rank 9 = Time Rank 11).

• **Throwing Distance = Strength Rank – Mass Rank:** To figure out how far a character can throw an object—or person!—subtract the object's Mass Rank from their Strength Rank to get a Distance Rank. So a hero with Strength Rank 12 could hurl a car about 1,800 feet (Strength Rank 12 – Mass Rank 6 = Distance Rank 6).

RANK	MASS	TIME	DISTANCE	VOLUME
−5	1.5 lb.	1/8 second	6 inches	1/32 cft.
−4	3 lbs.	1/4 second	1 foot	1/16 cft.
−3	6 lbs.	1/2 second	3 feet	1/8 cft.
−2	12 lbs.	1 second	6 feet	1/4 cft.
−1	25 lbs.	3 seconds	15 feet	1/2 cft.
0	50 lbs.	6 seconds	30 feet	1 cubic ft. (cft.)
1	100 lbs.	12 seconds	60 feet	2 cft.
2	200 lbs.	30 seconds	120 feet	4 cft.
3	400 lbs.	1 minute	250 feet	8 cft.
4	800 lbs.	2 minutes	500 feet	15 cft.
5	1,600 lbs.	4 minutes	900 feet	30 cft.
6	3,200 lbs.	8 minutes	1,800 feet	60 cft.
7	3 tons	15 minutes	1/2 mile	125 cft.
8	6 tons	30 minutes	1 mile	250 cft.
9	12 tons	1 hour	2 miles	500 cft.
10	25 tons	2 hours	4 miles	1,000 cft.
11	50 tons	4 hours	8 miles	2,000 cft.
12	100 tons	8 hours	16 miles	4,000 cft.
13	200 tons	16 hours	30 miles	8,000 cft.
14	400 tons	1 day	60 miles	15,000 cft.
15	800 tons	2 days	120 miles	32,000 cft.
16	1,600 tons	4 days	250 miles	65,000 cft.
17	3.2 ktons	1 week	500 miles	125,000 cft.
18	6 ktons	2 weeks	1,000 miles	250,000 cft.
19	12 ktons	1 month	2,000 miles	500,000 cft.
20	25 ktons	2 months	4,000 miles	1 million cft.
+1	x2	x2	x2	x2

AN EXAMPLE OF PLAY

In this example of a *Mutants & Masterminds* session, three new players to the game are making their debut on the city. **Emma** is playing the crimefighter Anasi. **Ray** is playing the energy controller Solar Ray. And **Jacob** is playing Ultra, a paragon. **Christie** is the Gamemaster, controlling allies and villains, and describing the scenario to her players. The team met investigating the theft of some high-tech equipment, and have now agreed to team up and stop the crime spree.

Christie: It's a hot, sticky summer night in the big city, but as you arrive at the address you see several human-oid figures in black scrambling around through the heat haze, milling around an unmarked white van. The building they're watching has a sign out front that reads "Simonson Technologies." You're far enough away on the opposite rooftop that they haven't noticed you yet.

Emma: (*as Anansi*) "Looks like my contact was right about their next target!" (*to Christie*) Do they look like they're part of a local syndicate?

Christie: Roll an Expertise (streetwise) skill check.

Emma: I rolled a 9, plus my 4 skill ranks and Intellect of 5 means an 18.

Christie: You recognize the patch on their uniforms. They look like members of Acid Burn, a gang that focuses on stealing technology and working as muscle for mad science types.

Emma: Do I have any idea who they'd be working for?

Christie: Maybe if you'd gotten a 20 or better.

Jacob: Who care about their life stories? They have any guns?

Christie: Make a Perception skill check.

Jacob: 25! And don't forget my X-ray vision!

Christie: There are a dozen Acid Burn goons. It looks like ten of them have pistols on their belts, while two of them have weird, high-tech rifles. With your X-ray vision, you can also see inside the van: they have two security guards tied up in back. (*Christie knows Ultra isn't familiar with technology, so she decides not to tell him what the rifles are*)

Emma: "They've got hostages. We'll have to play this smart. You guys distract them while I–"

Ray: "One distraction, coming up!" I fly down there!

Emma: "Not yet!"

Christie: (*Christie decides Solar Ray flying off half-cocked fits the character's description, so she makes a quick judgment call on this disagreement to keep the scene moving*) He's already gone. Anyone want to do anything as the Acid Burn members notice the glowing, flying man descending from the sky?

Jacob: I'll go back him up.

Emma: (*as Anansi*) "Keep him out of trouble. I'll sneak to the van and rescue the guards." (*to Christie*) I'll pull out my grapple gun and swing down to the alley, but I don't want to be noticed. Do I need to roll a Stealth skill check?

Christie: (*Not every action needs a dice roll, so Christie makes a judgment call*) No, you're far enough away and overhead. You can drop into the alley without being seen.

Ray: (*as Solar Ray*) "You folks all forget your key cards? So embarrassing." (*to Christie*) What to I roll to distract them?

Christie: (*Christie decides to make this a basic skill challenge and makes some rules off-the-cuff; because Anansi will have to sneak across an open street with no cover, she decides to make that a basic skill challenge. She decides to have Ray use Deception, since that's the skill for taunting people*) Roll a DC 15 Deception check for Anansi to even have a chance at sneaking to the van with a –5 penalty. If you get two degrees of success then it's only a –2, and no penalty with three degrees of success.

Jacob: Can I back him up without sounding like a clown?

Ray: Hey!

Christie: Yeah. What are you doing?

Jacob: I float down behind him with my arms crossed. "You're caught in the act, criminals. Surrender peacefully!"

Christie: Yeah. I'll let you use Persuasion to help Ray with a Team Check.

Jacob: A 12, so a total of 21.

Christie: That's three degrees of success, so Ray, you'll get a +5 bonus on your Deception check.

Ray: Time to rock and Ray! I rolled a 12! With my skill and Ultra's help means 27!

Christie: Wow! You two seem to have hit a nerve with the Acid Burn members, who of course would never forget their key cards. (*to Emma*) You don't have a penalty for your Stealth check.

Emma: Ouch. I only got an 11, plus my skills and the bonus from the guys means a 19 altogether.

Christie: It's an Opposed Roll, so you only need to be better than my roll. (*Christie doesn't want to slow the game down by rolling twelve Perception checks, so she just rolls the best Perception skill out of all the gang members: a +4 from one of the leaders*) I rolled an 8, with a total of 12. You sneak to the van without being spotted. There are indeed two men in security uniformed tied up inside. Meanwhile outside, Ultra and Solar Ray have gotten the goons' attention and they start drawing their weapons. Everyone make Initiative checks as the fight starts! They don't know Anansi is there, so they're just going to focus on the boys.

Jacob: "You suddenly really glad we're bulletproof, Ray?"

Ray: "Oh yeah."

CREATING CHARACTERS
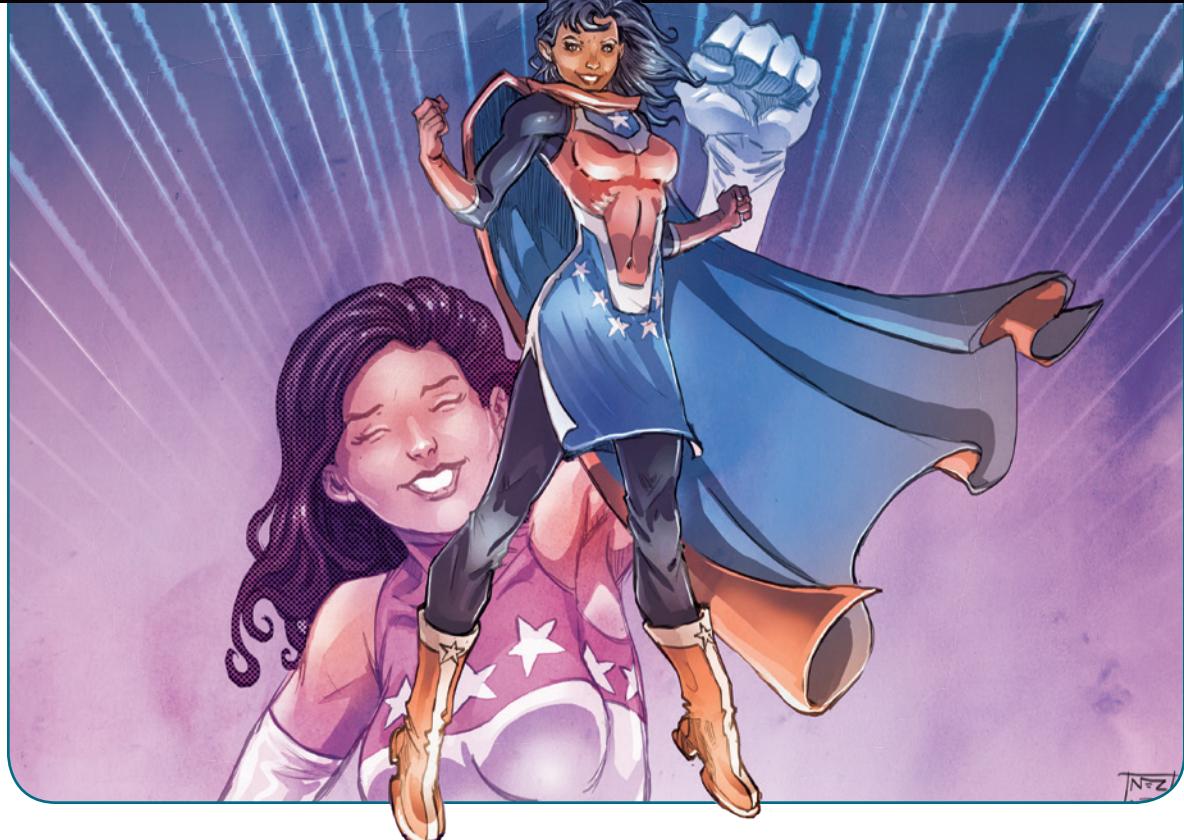
It's a sunny afternoon. You're enjoying your lunch downtown, when suddenly a nearby bank explodes and three figures in high-tech armor blast off through the air, escaping the scene!

Do you rush after the villains and stop their rampage? Do you investigate the explosion to rescue people in danger? What you decide helps define who your character is. Every story needs characters, and the stories you tell with the *Mutants & Masterminds* Roleplaying Game are no different.

HOW TO MAKE A CHARACTER

Just like a TV show or a comic book, a **character** is how you move through the story. But unlike a TV show or comic book, you decide who your character is and how they act. You decide what their powers are like, what their priorities are, what motivates them to fight for what's right, and how they define what exactly right is.

Every character is made up of a balance of **descriptions** and **rules**.

Your character's description is limited mostly by your own imagination: What they like or dislike, what they value, how they dress, who their friends and family—and enemies—are. These are all parts of your character's description, as if you were writing them into a story. You can make your character's description as simple or as complex as you like—some players like to play detailed characters, with lots of friends and drama in their lives even when they hang up their tights. Others like to come up with a simple origin and motivation and then get right into fight-

ing crime. Like any game or group activity, having a good time means finding a role in it you enjoy. You can always adjust or add to your character's description later on, and some of the character creation rules might inspire you or change what you initially imagined, so don't worry about coming up with the perfect idea right away.

Your character is also built out of some simple rules and numbers. While you decide on their personality, just how strong or how fast they are depends on the game rules. These rules define **Traits**: how smart or tough or suave your character is, if they studied kung fu or journalism, and exactly how their powers work. Most of these rules define what **Modifiers** you use when you roll dice, but a few help to round out your descriptions. If a character can do something cool that helps the group solve mysteries and fight crimes—like superhuman hearing or glowing to light up the night—there's usually a small rule built into them to remind you, even if you'll never roll dice to use it.

There are eight steps to making your own character:

1. IMAGINE A CHARACTER CONCEPT

Are you a masked avenger who fights crime with only her wits and amazing archery skills? Are you a powerful psychic reads her enemies' thoughts? Are you a wisecracking thrill-junkie who turns into living flame? Think about what kind of superhero seems fun and interesting to play. Where do their powers come from? Why did they decide to fight crime? You may want to flip through the archetypes on pages 14–29 if you have trouble coming up with ideas, or check out your favorite comic book, movie, or animated series and see if anything jumps out at you.

2. CHOOSE AN ARCHETYPE

Choose one of the eight hero **archetypes** listed to the right (or check out the details on the appropriate page). These archetypes describe your character's rules in broad strokes and give you additional choices to make.

3. CHOOSE ABILITIES

Abilities describe the most essential traits of your character. Every hero archetype gives you some base **Abilities**, as well as three choices of bonuses that refine your character. Learn more about **Abilities** on page 37.

4. CHOOSE SKILLS

Skills represent specific things your character has learned and can still improve. Every hero archetype gives you choices of areas your character might have studied, which tells you what **Skills** they add **Skill Ranks** to. Learn more about **Skills** and **Skill Ranks** on page 38.

5. CHOOSE ADVANTAGES

Advantages represent specific tricks your character knows or edges they have over average people. Every hero archetype gives you several descriptive words about your character and provides **Advantages** based on the ones you choose. Learn more about **Advantages** on page 42.

6. CHOOSE A POWER SUITE

A **Power Suite** represents the super powers, special gadgets, and extraordinary training your character has. Every hero archetype gives you the choice of one of three Power Suites, which provide you with several game-defined **Effects** that make up your super powers. Learn more about **Effects** and **Powers** on page 48.

7. ADD DEFENSES

Every hero archetype lists some specific bonuses your hero adds to their **Defenses**. Learn more about **Defenses** on page 72.

8. CHOOSE COMPLICATIONS

Every character has motivations, weaknesses, enemies, and friends that make their life interesting, called **Complications**. Learn more about **Complications** on page 30

CRIMEFIGHTER — PAGE 14

Crimefighters rely on their wits and training to battle villains, solve crimes, and rescue people. You might use a bow and trick arrows, or smoke grenades, but the skills are all you!

ENERGY CONTROLLER — PAGE 16

Energy Controllers wield primal, universal energy, like fire, cold, electricity, or light, controlling it, unleashing powerful blasts, and even transforming their bodies into energy.

GADGETEER — PAGE 18

Gadgeteers rely on some impossible device powered by sorcery or super-science. With a super-suit, raygun, or magic ring, you're extraordinarily powerful, but without it are you still a hero?

MYSTIC — PAGE 20

Mystics master magic or psychic energy, gaining a wide array of powers from their discipline and study! You may be weird, or just aloof, but your powers set you apart even among superheroes.

PARAGON — PAGE 22

Paragons are extraordinary heroes who help push others to be just as extraordinary! You hope your morality sets a good example, and your powers let you shoulder the lion's share of the burden.

POWERHOUSE — PAGE 24

Powerhouses are strong and very little else, but when you're the biggest and the strongest, what more do you need? Your powers are straightforward, letting you take hits meant for others.

PRIMAL — PAGE 26

Primals have powers themed after impressive animals, like bears, falcons, wolves, or spiders. They can fly, run, or spin sticky webs depending on the animal you choose.

SPEEDSTER — PAGE 28

Speedsters are all about movement: being in the right place at the right time or moving aside fast enough to let trouble pass you by. You may run, teleport, or stop time itself to win a fight.

CRIMEFIGHTER

While some heroes seek out justice only after their flesh hardens into steel or their bodies transform into fonts of energy, you discovered a thirst for justice long before strange powers ever found you. Instead, you wield the human mind, the human body, and your own unwavering sense of righteousness against the shadows. What you lack in might, you make up for in versatility and skill. The world is a dangerous place, but you are living proof that anyone can make a difference, with or without powers.
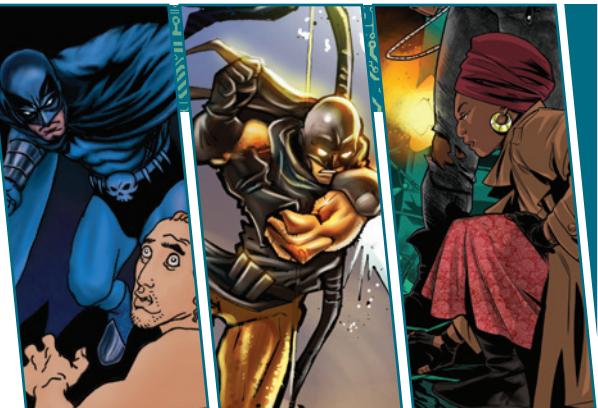
ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
3	3	4	4	8	4	2	1

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

BROODING
Str +1, Agi +1, Dex +1, Pre +2

You are tough, strong-willed, and focused, a well-rounded vigilante whose reputation strikes fear into criminals.

CLEVER
Agi +1, Dex +1, Int +3

A quick study with a steady-hand, you trust your reflexes and analytical mind to save you from danger.

OBSERVANT
Str +1, Int +1, Awe +2, Pre +1

You are a hard-nosed detective and a student of the human condition. Few details escape your keen eyes.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+7	+5	+4	+8

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.
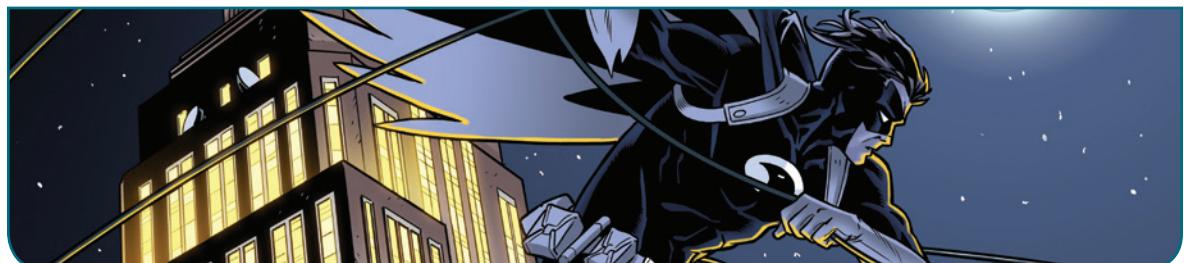
SKILLS

You automatically gain the following **Skill Ranks**:

Close Combat (Unarmed or Weapon) 6, Stealth 4

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

ACADEMICS
Perception 8, Technology 8, Treatment 4

You've cultivated your mind, studying the sciences and learning to watch for lessons every`where.

ATHLETICS
Acrobatics 8, Athletics 6, Intimidation 6

You took naturally to sports or bodybuilding. Your physique and you confidence are both overwhelming.

HARD KNOCKS
Expertise (Streetwise) 6, Intimidation 8, Vehicles 6

You picked up your most valuable lessons in the school of hard knocks, learning how the underworld works.

INVESTIGATION
Expertise (Streetwise) 4, Insight 5, Investigation 6, Perception 5

You honed your powers of observation and understanding of the human mind.

LARCENY
Deception 6, Sleight of Hand 6, Stealth 8

Sometimes the greater good means remaining out of sight or breaking smaller laws.

ADVANTAGES

You automatically gain the following Advantages:

Defensive Roll 4, Improved Initiative, Jack-of-All-Trades, Power Attack, Ranged Attack 7, Well-Informed

Select **three** words that describe your character from the list below. Record the two **Advantages** each provides:

CONFIDENT	Daze (Intimidation), Startle
DEFENSIVE	Defensive Attack, Uncanny Dodge
FORTUNATE	Connected, Luck
INDOMINABLE	Luck, Ultimate Effort (toughness checks)
FOCUSED	Accurate Attack, Leadership
RELENTLESS	Favored Foe (human minions), Takedown
SCIENTIST	Fascinate, Skill Mastery (Technology)
SHADOW	Hide in Plain Sight, Skill Mastery (Stealth)
SQUIRRELY	Evasion, Instant Up
TRICKSTER	Agile Feint, Set-Up

POWER SUITE

Select **one** of the following **Power Suites**:

ARCHER

You trust your aim and steady arm to deliver justice. Despite the power's name, you may select any ranged weapon, from a gas gun to trick boomerangs, not just a bow or crossbow.

Skills: Add Ranged Combat (Bow) 4.

Bow & Trick Arrows (Array, Removable)

- **Arrow**: Blast 5
- **Bolo Arrow:** Snare 3
- **Exploding Arrow:** Blast 3 (burst area)
- **Flash Arrow:** Dazzle 3 (burst area; Resisted by Fortitude)
- **Rope Arrow:** Movement 2 (safe fall, swinging)

DETECTIVE

Your intellect is your weapon of choice, honing your skills and providing you a few fancy gadgets.

Skills: Add Investigation 4, Insight 4, and Stealth 4.

Utility Belt (Array, Removable)

- **Fighting Staff**: Damage 2 (Strength-Based)
- **Grappling Gun:** Movement 2 (safe fall, swinging)
- **Smoke Bombs:** Concealment 2 (visual, Attack, burst area)
- **Throwing Stars:** Blast 1 (Strength-Based)

MARTIAL ARTIST

You have no need for gadgets or weapons, instead mastering the ultimate weapon: Your body.

You may exchange your **Fist of Iron** power for a weapon, such as a sword or nunchaku, that deal the same amount of damage, but adds the Removable extra.

> **Advantages**: Select **three** additional words that describe your character from the Advantages list. Record the two **Advantages** each provides

Fist of Iron: Damage 2 (Strength-Based)

Physical Perfection: Leaping 2 (30 feet), Speed 1

Unbreakable Will: Enhanced Will Defense 2

ENERGY CONTROLLER

Strange energies course through you like a river of power! Your gifts allow you to stay back from harm's way, pouring out punishment for evildoers or using your command of the elements to protect others. Whether for conscience or glory, you've decided this power must be used for good.

Decide what kind of energy you project. Possibilities include cold, darkness, electricity, fire, force, gravity, light, or sound. This energy type defines your **Blast** and **Immunity** powers.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
0	2	4	3	3	0	2	2

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

CONFIDENT — Pre +2

Your powers aren't the only thing about you that smolders, and your confidence wins you friends and allies.

DISCIPLINED — Awe +2

You possess an incredible potential to hurt others—maybe you already have—and you must control yourself.

HOT-HEADED — Str +1, Pre +1

Who needs patience when you can blast your way out of any problem the world throws at you?

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+4	+3	+5	+6

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

RANGED COMBAT (energy blast) 5,
Choose One: **Deception 7** *or* **Intimidate 7**

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same area twice, but if both of your choices provide ranks in the same skill, add them together

ATHLETICS — Acrobatics 4, Athletics 4

You've trained your body, gaining the extraordinary fitness and control needed for action-packed adventure.

CHARM — Insight 4, Persuasion 4

You know what others need, and how to make them want what you want.

OBSERVATION — Expertise (current events) 4, Perception 4

You are a student of the world, always absorbing information and analyzing details.

PILOTING — Technology 4, Vehicles 4

You are a bit of a thrillseeker, with a love of fast cars and fancy planes.

SUBTERFUGE — Sleight of Hand 4, Stealth 4

You get by with the odd bit of misdirection, or by slipping through danger unnoticed.

ADVANTAGES

Select **two** words that describe your character from the list below. Record the two **Advantages** each provides:

AGGRESSIVE	ALL-OUT ATTACK, POWER ATTACK
COMMANDING	INSPIRE, LEADERSHIP
COOPERATIVE	SET-UP, TEAMWORK
INTIMIDATING	DAZE, STARTLE
MOBILE	DEFENSIVE ATTACK, MOVE-BY ATTACK
PRECISE	ACCURATE ATTACK, PRECISE ATTACK (RANGED, COVER)
WISECRACKER	BENEFIT (FEARLESS), TAUNT

POWER SUITE

You automatically gain the following **Power**:

IMMUNITY 10 (ONE ENERGY TYPE)

Select one of the following **Power Suites**:

AVATAR

You don't simply project power, you *are* power, able to transform into a living battery. This form makes you tougher and too dangerous to touch, and allows you to fire bolts or blinding flashes, or even detonate yourself!

ENERGY FORM: AURA 2, FLIGHT 9, IMMUNITY 5 (DISEASE, ENVIRONMENTAL CONDITIONALS), PROTECTION 10

ENERGY BLAST (ARRAY)

- **Energy Blast:** Blast 12
- **Energy Flash:** Dazzle 12 (resisted by Fortitude)
- **Explosion:** Damage 10 (burst area)

BLASTER

You are able to project beams of energy, and have mastered this single tool, and trained yourself in additional areas.

Defenses: Add **DODGE +2**, **PARRY +3**, and **WILL +5**.

Skills: Add **RANGED COMBAT (ENERGY BLAST) 2**. Increase the ranks from the areas of study you selected from 4 ranks to 8 ranks. Select one additional area of study and record the package of **Skill Ranks** it provides (do not increase these ranks).

Advantages: Add **DEFENSIVE ROLL 4**. Select two additional words that describe your character from the **Advantages** list. Record the two Advantages each provides

ARMORED COSTUME: PROTECTION 4 (REMOVABLE)

BEAM MASTERY (ARRAY)

- **Energy Blast:** Blast 10 (Penetrating, Richochet 3)
- **Energy Cone**: Damage 10 (Cone Area)
- **Energy Lance:** Damage 10 (line area)

ELEMENTALIST

Your powers are vast and refined, not mearly blasting away, but allowing you to lift and manipulate objects or create structures from pure energy, including a formidable force field.

ENERGY CONTROL (ARRAY)

- **Energy Blast:** Blast 12 (Indirect 3)
- **Energy Bomb:** Burst 8
- **Energy Control:** Move Object 12
- **Energy Forms:** Create 8 (Movable)

ENERGY MOVEMENT: *CHOOSE ONE:* FLIGHT 7 *OR* TELEPORT 7

ENERGY SENSE: SENSES 4 (ACCURATE ANALYTICAL ENERGY AWARENESS)

ENERGY SHIELD: FORCE FIELD 10 (IMPERVIOUS)

GADGETEER

While most heroes rely on inborn power or years of training, you just have all the best toys. You've invented, borrowed, stolen, or otherwise come into possession of some incredible piece of advanced technology or mystic artifact that empowers you in the struggle against evil. But are you yourself safe from those who covet your gadget? Powers are hard to take from a hero, after all, but any bully can steal toys.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
1	2	2	2	3	4	3	1

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

AGENT
Str +1, Fgt +1, Awe +2, Pre +1

You are a chosen enforcer, deputized by the true creator—be they be military, secret agency, or alien peacekeepers.

GENIUS
Int +5

Invention comes easy to you, and adventure provides plenty of opportunity to test your newest creations.

THRILLSEEKER
Str +1, Int +1, Fgt +1, Awe +1, Pre +1

With great power comes a wicked adrenaline rush, and now you've got the gear for unlimited thrills.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+6	+4	+7	+5

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

Close Combat (unarmed or gadget) 6, Ranged Combat (gadget) 6, Technology 4

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

BUSINESS
Expertise (business) 8, Persuasion 8,

You've developed some business acumen to take advantage of your genius or strange technologies.

INVESTIGATION
Insight 6, Investigation 6, Perception 4

Naturally curious, you apply yourself to any new puzzles or challenges, especially those of the past.

MYSTICISM
Expertise (magic) 10, Insight 6

There is far more to the world than anyone can see with their eyes, and you will master its lore.

MECHANICS
Technology 6, Vehicles 10

You've grown skilled at understanding, building, and improving machines.

SCIENCE
Expertise (science) 10, Technology 6

The mysteries of the universe have a reasonable explanation, and who better to uncover them than you?

SPORTS
Athletics 6, Intimidate 4, Perception 6

The mind may be a muscle, but so are muscles, and you'd rather use it than lose it.

ADVANTAGES

Select **three** words that describe your character from the list below. Record the three **Advantages** each provides:

AGGRESSIVE	ALL-OUT ATTACK, IMPROVED INITIATIVE, POWER ATTACK
LOYAL	DEFENSIVE ATTACK, IMPROVED DEFENSE, INTERPOSE
INSPIRING	CONNECTED, LUCK, TEAMWORK
INVENTIVE	EIDETIC MEMORY, SKILL MASTERY (TECHNOLOGY), ULTIMATE EFFORT (TECHNOLOGY)
NIMBLE	EVASION, IMPROVED INITIATIVE, UNCANNY DODGE
RESOURCEFUL	BEGINNER'S LUCK, BENEFIT (IMPROVISED TOOLS), JACK OF ALL TRADES
TACTICAL	ACCURATE ATTACK, FASCINATE, SET-UP

POWER SUITE

Select **one** of the following **Power Suites**:

ARTIFACT-BEARER

You wield a single powerful device, granting to flight and the ability to project and control strange energy. It may be a magical weapon that grants you sorcery, or an alien gauntlet that can form weapons, beams, and forcefields.

> **Defenses**: Add **WILL +3**.

> **ARTIFACT AUGMENTATIONS** (REMOVABLE): FLIGHT 9, FORCE FIELD 10, IMMUNITY 10 (LIFE SUPPORT), MOVEMENT 2 (SPACE TRAVEL)

> **ARTIFACT OFFENSES** (ARRAY, REMOVABLE)
> - **Energy Beam**: Blast 12
> - **Energy Shapes**: Create 12
> - **Energy Grapple**: Move Object 12
> - **Energy Weapon**: Damage 12

GIMMICKS

You've invented or inherited a collection of useful gadgets you now apply to crimefighting. They may be random, high-tech gizmos, or they might share a common theme.

> **Skills**: Add **RANGED COMBAT (GADGET) 2**. Select one additional area of study and record the package of **Skill Ranks** it provides.

> **ARMORED COSTUME (REMOVABLE):** PROTECTION 6 (IMPERVIOUS)

> **GIMMICK BOOTS (REMOVABLE):** Choose one: FLIGHT 6 *OR* LEAPING 6, SPEED 6

> **GIMMICK GUN (REMOVABLE):** Choose one: BLAST 10 *or* SNARE 10 *or* STUN 10

> **GIMMICK MASK (REMOVABLE):** ENHANCED DODGE 4, ENHANCED PARRY 4, IMMUNITY 2 (SUFFOCATION), SENSES 5 (DARKVISION, DISTANCE SENSE, RADIO, ULTRAVISION)

POWERSUIT

You pilot a high-tech mecha, powered battlesuit, or enchanted armor that grants you phenomenal strength and durability. These improvements, along with onboard weapons systems, transform you into a walking tank.

> **POWERSUIT** (REMOVABLE): FEATURE 1 (LIGHTS), FLIGHT 8, IMMUNITY 10 (LIFE SUPPORT), PROTECTION 10, SENSES 2 (LOW-LIGHT VISION, RADIO)

> **POWERSUIT WEAPONS** (ARRAY, REMOVABLE)
> - **Arm Accuators:** Enhanced Strength 8
> - **Blasters**: Blast 10
> - **Mini-Missiles:** Burst 6

MYSTIC

Strange worlds lurk beyond our earthly realm, and far greater dangers loom than even most superheroes know. You have dedicated yourself to studying ancient arts and lost knowledge, wielding strange powers of the universe or brought forth from your own mind and spirit to protect the world from cosmic dangers and all-too-mortal predators. While most heroes concern themselves with a single city, you must maintain a vigil over unseen worlds, lest magical threats devour the world itself!

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
0	3	2	4	3	4	6	4

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

LATE-BLOOMER
AGL +1, AWE +1, PRE +1

You came into your mystical abilities late and by accident, rather than studying for years. They may even be a curse.

PRODIGY
INT +2, AWE +1

You are a "chosen one," born under the right circumstances to wield incredible magical power.

WORLDLY
STR +1, AGL +1, FGT +1

You practice to maintain your body as well as your mind, the better to face all the dangers of the world.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+6	+4	+4	+7

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

EXPERTISE (MAGIC OR HISTORY) 10, INSIGHT 4

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

BRAWLING
CLOSE ATTACK (UNARMED) 6, INTIMIDATE 2

Your research lead you through a rough life.

INFLUENCE
DECEPTION 4, PERSUASION 4

An easy smile and kind words open as many doors for you as your powers, and attract less attention.

INVESTIGATION
INVESTIGATION 4, INSIGHT 4

The knowledge you truly treasure is all too often hidden away, and you are practiced in uncovering it.

STAGECRAFT
PERSUASION 4, SLEIGHT OF HAND 4

How better to hide true magic than behind card tricks?

MEDICINE
EXPERTISE (MEDICINE) 4, TREATMENT 4

You came to the mystic arts after years of studying mundane science and the healing arts.

SUBTERFUGE
DECEPTION 2, STEALTH 6

You have found many problems are better avoided or out-witted than confronted directly.

ADVANTAGES

Select **two** words that describe your character from the list below. Record the two **Advantages** each provides:

BOLD	BENEFIT (FEARLESS), ULTIMATE EFFORT (WILL)
CHARMING	CONNECTED, FASCINATE
CONTROLLED	ACCURATE ATTACK, POWER ATTACK
SCHOLARLY	EIDETIC MEMORY, WELL-INFORMED
TACTICAL	INSPIRE, LEADERSHIP

POWER SUITE

Select **one** of the following **Power Suites**:

PSYCHIC

Whether by study or accident of birth, you possess incredible mental abilities that allow you to read minds, levitate objects, re-write others' memories, and see the future just enough to dodge incoming attacks more easily.

LEVITATION: FLIGHT 4

PRECOGNITION: ENHANCED DODGE 4, ENHANCED PARRY 4, ENHANCED ADVANTAGE (DEFENSIVE ROLL 5)

PSYCHIC POWERS (ARRAY)

- **Memory Wipe:** Affliction 10 (Dazed, Stunned, Mentally Transformed; resisted by Will)
- **Psychic Blast:** Mental Blast 8
- **Telekinesis:** Move Object 10 (Perception)
- **Telepathy:** Mind Reading 10 (Sensory Link)

SIXTH SENSE: SENSES 2 (DANGER SENSE, PSYCHIC AWARENESS)

SORCERER

Through study and focus, you have mastered arcane magic, and now wield this power against the darkness. Your magic requires strange invocations and hand gestures, and you may wish t consider taking a Complication (see page 30) that prevents you from using your powers when you can't speak

Advantages: Add RANGED ATTACK 5.

LEVITATION: FLIGHT 5

MAGIC SCAN: SENSES 4 (ACUTE, ANALYTICAL, RANGED DETECT MAGIC)

PROTECTION MAGIC: FORCE FIELD 9

SPELLS (ARRAY)

- **Conjuring:** Create 7 (Moveable)
- **Invisibility**: Concealment 2 (Sight)
- **Mystic Bindings:** Snare 11
- **Mystic Blast:** Blast 11
- **Mystic Gate:** Teleport 5 (Extended, Portal)
- **Phantasms:** Illusion 4 (All Senses)

VESSEL

Your power comes from a supernatural creature sharing your body. While it grants you a few spells, it also allows you to transform into a fearsome champion, gifted with strength, resiliency, and a mystical weapon or claws.

BEAST FORM (SUSTAINED): DAMAGE 4 (STRENGTH BASED), ENHANCED ADVANTAGE (CLOSE ATTACK 7), ENHANCED STRENGTH 4, LEAPING 4, PROTECTION 9 (IMPERVIOUS)

SPELLS (ARRAY)

- **Apportation**: Teleport 6
- **Veil of Night:** Darkness 3
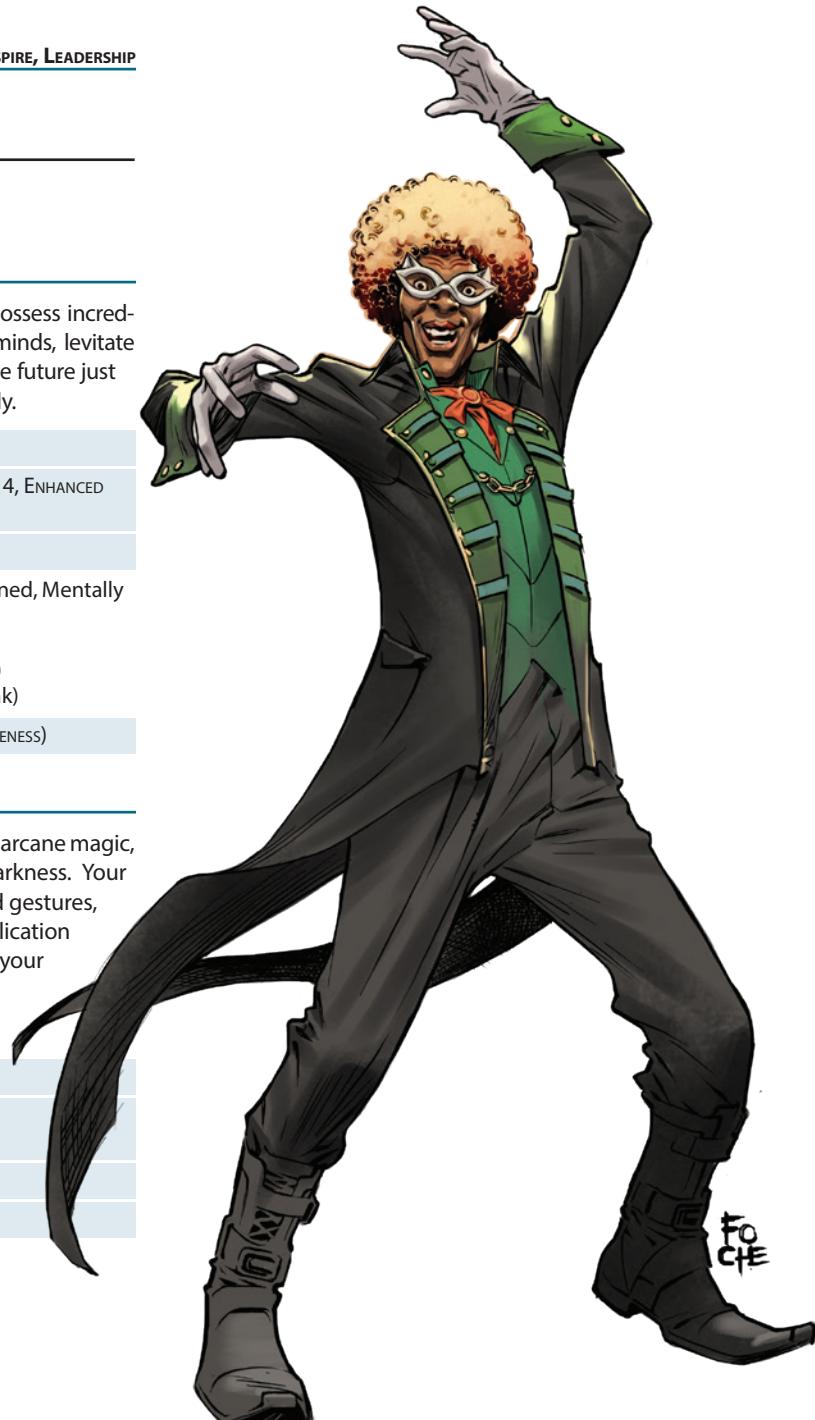
PARAGON

You stand up because a hero who doesn't stand for something ultimately stands for nothing. Powers and fancy weapons help, but ultimately this battle is one fought between good and evil—in the human heart—and your role isn't to stand as a champion for the common citizen. Your role is to make every single person realize they're their own champion. Your powers are iconic—perhaps even stereotypical—but your truest strength is the heart that chooses how to wield them.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
4	4	1	0	6	0	2	3

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

INSPIRING
Sta +1, Pre +1

You fight because someone has to prove to the world that no opponent is so strong they cannot be opposed.

OBSERVANT
Agl +1, Awe +1

You act as a guide and teacher to a world that needs only the slightest nudge to realize its true potential.

STEADY
Sta +1, Awe +1

When all the injustice of the world pours down against you, you will not be moved.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+6	+1	+5	+7

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

CLOSE COMBAT (UNARMED OR WEAPON) 2

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

ATHLETICS
ACROBATICS 4, ATHLETICS 4, PERCEPTION 4

Your body is a precision machine you carefully maintain.

COMMAND
PERSUASION 6, INSIGHT 6

Spotting the needs and strengths in others and coaxing it out comes naturally to you.

CRISIS RESPONSE
PERSUASION 6, TREATMENT 6

Your first priority in a crisis is to keep everyone is safe.

INVESTIGATION
INSIGHT 6, INVESTIGATION 6

Your strength and power are only of so much use if you don't know where to strike or how to inform others.

SCHOLAR
EXPERTISE (CHOOSE ONE) 6, PERCEPTION 4, TECHNOLOGY 2

You find inspiration in the small wonders of the world, and study your interests with a passion.

TACTICS
EXPERTISE (TACTICS) 6, INTIMIDATION 6

Power requires control, and victory requires understanding the forces you face.

ADVANTAGES

You automatically gain the following **Advantages**:

INSPIRE 2, POWER ATTACK

Select **two** words that describe your character from the list below. Record the **Advantage** each provides:

COMPASSIONATE	**INTERPOSE**
CONTROLLED	**ACCURATE ATTACK**
ENCOURAGING	**TEAMWORK**
FAIR-MINDED	**IMPROVED DISARM**
IMPATIENT	**IMPROVED SMASH**
INDOMINABLE	**ULTIMATE EFFORT (TOUGHNESS CHECKS)**
QUICK	**IMPROVED INITIATIVE**

POWER SUITE

Select **one** of the following **Power Suites**:

CHAMPION

You are no mere mortal, but a demi-god or other ancient being of glorious purpose, or else you play host to a ancient and righteous force. Your power is augmented by a divine weapon, forged from magical materials and capable of unleashing bolts of lightning or gouts of flame.

DIVINE WEAPON (REMOVABLE): Blast 10, Damage 4 (Strength Based), Flight 6

GODLY MIGHT: Enhanced Presence 1, Enhanced Strength 4, Immunity 11 (Aging, Life Support), Protection 7 (Impervious), Regeneration 5

PATRIOT

You embody the greatest traits of your homeland and encouraging its citizens to be better, while working tirelessly to correct its worst aspects. Your biology has been chemically-augmented, and you bear a shield to protect yourself that can be hurled as a dangerous weapon.

Advantages: Add **Close Attack 2, Defensive Roll, Improved Defense, Leadership, Luck, Set-Up,** and **Takedown.**

Skills: Add **Insight 6**, **Perception 6**, **Persuasion 6** and **Ranged Combat (Shield Throw) 6.**

ENHANCED BIOLOGY: Enhanced Agility 3, Enhanced Dexterity 5, Enhanced Fighting 3, Enhanced Strength 2, Immunity 3 (Aging, Disease, Poison), Leaping 2, Protection 2, Speed 2

PATRIOTIC SHIELD (REMOVABLE): Blast 2 (Ricochet 2, Strength Based), Damage 2 (Strength Based), Enhanced Dodge 2, Enhanced Parry 1, Feature 2 (Indestructible, Returns when Thrown)

STRANGE VISITOR

You hail from another world—perhaps a more advanced one than Earth, or one destroyed by its own hubris. Your alien physiology grants you incredible strength, invulnerability, and keen senses, and you wish to use your gifts to protect and guide your adopted home.

Skills: Add **Perception 4** and **Ranged Combat (throwing) 4.**

ALIEN INVULNERABILITY: Enhanced Strength 8, Flight 8, Immunity 10 (Life Support), Protection 8 (Impervious)

SUPER SENSES: Senses 7 (Extended Vision, Microscopic Vision, Ultra-Hearing, Vision Penetrates Concealment)
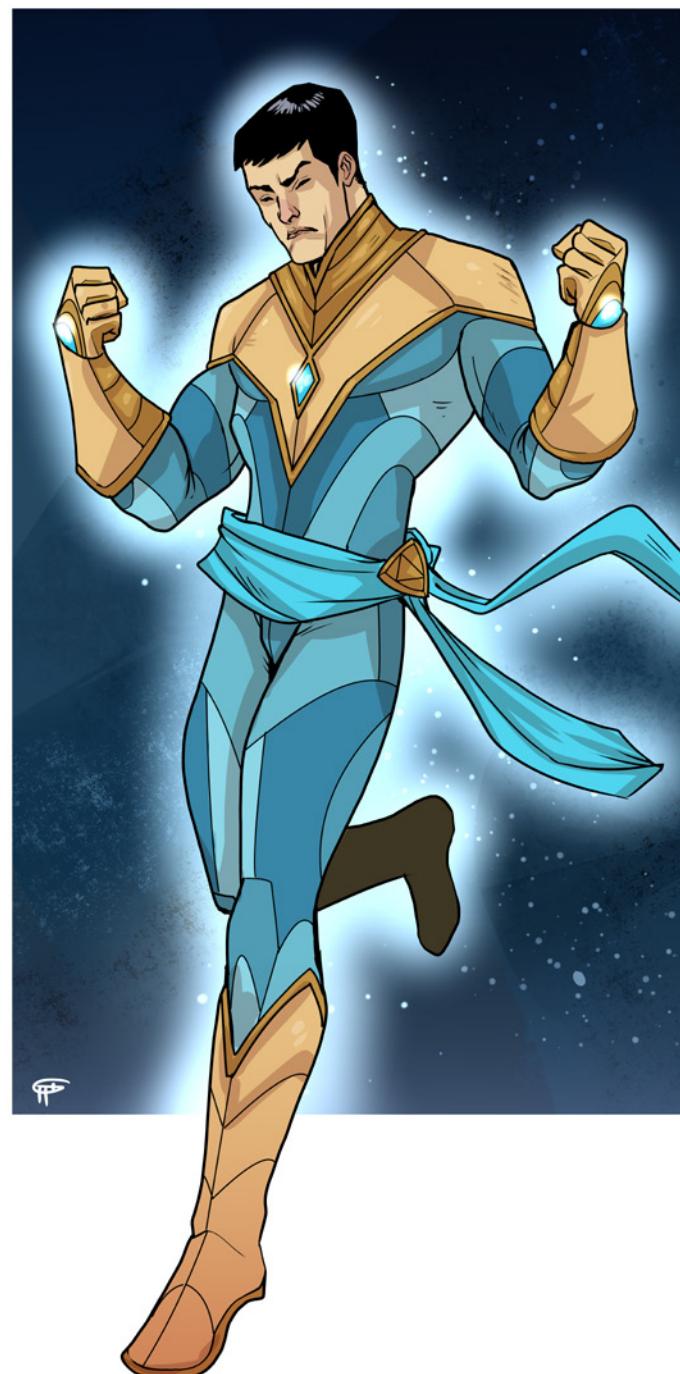
POWERHOUSE

When push comes to shove, you can push and shove better than just about anyone. Your powers aren't flashy or creative, just effective; You're bigger, stronger, and tougher than everyone else, and while some people would use that as an excuse to take what they want, you know it means you have a responsibility to watch your step and stand up for others. More than most, you appreciate the fragile beauty of the world, and how easily it can be destroyed, even by accident.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
4	4	0	1	6	-1	1	1

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

BIG	
	STR +1, INT +1 PRE +1

You are the biggest and the strongest, and you don't even exercise.

CAUTIOUS	
	FGT +1, INT +1, AWE +1

You could easily crush anything important to you in the world, and take great care to control your might.

GENTLE	
	AWE +1, PRE +2

You rarely needed to apply your full strength to overcome problems, and prefer a patient and kind resolution.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+8	+2	+0	+5

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

CLOSE COMBAT (UNARMED) 2

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

ACADEMICS	
	EXPERTISE (CHOOSE TWO) 4, PERCEPTION 4

You're an avid reader with a wide variety of interests.

GAMES	
	PERCEPTION 4, TECHNOLOGY 4, VEHICLES 4

Your time spent gaming and designing the best gaming setup has yielded some practical skills.

INTERROGATION	
	INSIGHT 4, INTIMIDATION 8

You can apply force of personality as well as physical force.

OBSERVATION	
	INSIGHT 4, PERCEPTION 8

Keen senses and being a good judge of character help you understand who to hit and why.

PILOTING	
	PERCEPTION 4, VEHICLES 8

You have some interest in aircraft, either as a day job or because you lack the high-flying powers of some heroes.

SPORTS	
	ATHLETICS 6, RANGED COMBAT (THROWING) 6

Keeping your body in good shape was important to you even before you developed powers.

ADVANTAGES

You automatically gain the following **Advantages**:

POWER ATTACK

Select **two** words that describe your character from the list below. Record the two **Advantages** each provides:

DRIVEN	IMPROVED INITIATIVE, ULTIMATE EFFORT (TOUGHNESS CHECKS)
LUCKY	BEGINNER'S LUCK, LUCK
OVERBEARING	SEIZE INITIATIVE, STARTLE
PROTECTIVE	INTERPOSE, TEAMWORK
PRECISE	ACCURATE ATTACK, IMPROVED GRAB
UNSTOPPABLE	IMPROVED SMASH, TAKEDOWN

POWER SUITE

Select **one** of the following **Power Suites**:

BRICK

Your body is incredible: packed with muscle and able to soak up punishment. You've learned several new applications of your superstrength, such as creating a bone-shattering thunderclap, or stomping the ground to knock everyone nearby off their feet.

INVULNERABILITY: ENHANCED STAMINA 8, IMMUNITY 15 (COLD DAMAGE, HEAT DAMAGE, FATIGUE), TOUGHNESS 12 (IMPERVIOUS), REGENERATION 5

LEAPING: LEAPING 9

STRENGTH POWERS (ARRAY)

- **Extraordinary Strength**: Enhanced Strength 7, Enhanced Strength 6 (Limited to Lifting)
- **Groundquake:** Affliction 10 (Vulnerable, Prone, Resisted by Fortitude; Burst Area, Limited Degree)
- **Thunderclap:** Damage 10 (Cone Area)

CONSTRUCT

Your body is artificial—it may be a cyborg, a robot, or a magical golem. Though your body grants you invulnerability, super-senses, and deadly integrated weapons, it also isolates you from humanity

Constructs lack a **STAMINA** Ability rank. Cross this ability off your character sheet. Your Toughness and Fortitude defenses are determined solely by your powers.

Skills: Add **RANGED COMBAT (WEAPON SYSTEM) 9**. Choose one: **EXPERTISE (MAGIC) 5** or **TECHNOLOGY 5**.

ARTIFICIAL BODY: ENHANCED STRENGTH 6, IMMUNITY 30 (FORTITUDE EFFECTS), PROTECTION 12 (IMPERVIOUS), SENSES 4 (LOW-LIGHT VISION, RADIO, TIME SENSE, ULTRAVISION)

WEAPON SYSTEM: BLAST 10

METAMORPH

You can transform from a fit human being into an incredibly powerful alternate form—perhaps a titan of living stone or metal, a vicious monster, or a giant version of yourself. Without constant strength to rely on, you've learned a few extra tricks to deal with problems.

Abilities: Add **INT +2, AWE +2,** and **PRE +2**.

Skills: Select one additional area you have studied and record the package of Skill Ranks it provides.

Advantages: Select one additional word that describes your character from the Advantages list. Record the two Advantages it provides.

ALTERNATE FORM (SUSTAINED): ENHANCED STAMINA 8, ENHANCED STRENGTH 7, IMMUNITY 10 (LIFE SUPPORT), IMPERVIOUS TOUGHNESS 12 *CHOOSE ONE:* LEAPING 4 *OR* SPEED 4

PRIMAL

You aren't the fastest, the strongest, or the toughest. What you are is a perfect combination of all those traits, refined by millions of years of evolution. Your powers invoke those of a dangerous predator—a tricky arachnid, a swift bird of prey, or a vicious carnivore—but you prey on your fellow hunters, targeting criminals and troublemakers. You may be an eco-warrior, a barely-controlled beast, or a friendly neighborhood vigilante; whatever the case, your bestial abilities grant you a broad range of tools in your quest.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
3	4	5	2	6	0	2	0

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

GALLANT
Sta +1, Awe +1, Pre +1

You embody the majesty of the animal kingdom—sometimes quiet, sometimes brutal, but always surviving.

HYPER
Agl +1, Int +1, Pre +1

The infusion of inhuman power grants to endless energy and a certain animal magnetism.

TESTED
Fgt +1, Awe +2

You've endured harsh trials and learned how to tame the beast within.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+5	+4	+5	+5

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

CLOSE COMBAT (UNARMED) 6, PERCEPTION 6

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together

ACADEMICS
EXPERTISE (CHOOSE ONE) 10, TECHNOLOGY 6

You persue a specific field of study and the tools it requires.

GYMNASTICS
ACROBATICS 8, ATHLETICS 4, PERCEPTION 4

Your body is your greatest asset, and learning to fine-tune it is only natural.

INVESTIGATOR
INVESTIGATION 6, PERCEPTION 4, STEALTH 6

You're a truth-seeker, whether a detective, an investigative reporter, or simply an investigator for hire.

MANIPULATION
DECEPTION 8, PERSUASION 8

You understand what makes others tick, and how to raise their sympathy or their rage.

MYSTICISM
EXPERTISE (MAGIC) 8, INSIGHT 8

You study the esoteric arts, and may even have used them to channel a nature spirit and manifest your powers.

TRACKING
ATHLETICS 4, PERCEPTION 4, STEALTH 8

Beast or no, you know how to find your prey.

ADVANTAGES

Select **three** words that describe your character from the list below. Record the two **Advantages** each provides:

ALERT	IMPROVED INITIATIVE, UNCANNY DODGE
BRUTAL	POWER ATTACK, TAKEDOWN
DEFENSIVE	DEFENSIVE ATTACK, INSTANT UP
FEARSOME	DAZE (INTIMIDATION), STARTLE
SHADOW	HIDE IN PLAIN SIGHT, SKILL MASTERY (STEALTH)
SQUIRRELY	EVASION, MOVE-BY ATTACK
TRICKY	REDIRECT, TAUNT
URBAN	FAVORED ENVIRONMENT (CITY STREETS), WELL-INFORMED

POWER SUITE

Select **one** of the following **Power Suites**:

ARACHNID

You possess the strength, speed, and senses of an arachnid. Select either sticky spider-like webbing or a scorpion tail.

Skills: Add **RANGED COMBAT (ACID SPRAY OR WEB SHOOTNG) 8**.

ARACHNID PHYSIQUE: ENHANCED AGILITY 2, ENHANCED STAMINA 3, ENHANCED STRENGTH 4, LEAPING 6, MOVEMENT 1 (WALL-CRAWLING), SENSES 3 (DANGER SENSE, DARKVISION)

SPIDER WEBBING (ARRAY)

- **Web Shooting**: Snare 10 (Split)
- **Web Slinging:** Movement 2 (Safe Fall, Swinging), Speed 6

OR **SCORPION TAIL** (ARRAY)

- **Acid Spray**: Ranged Damage 10
- **Barbed Sting:** Damage 3 (Accurate, Penetrating 10, Strength Based)

CARNIVORE

The fury of a great hunter—a cat, wolf, bear, or similar—beats in your heart, granting you incredible strength, keen senses, and the ability to heal from even deadly injuries.

Skills: Select one additional area you have studied and record the package of Skill Ranks it provides.

CARNIVORE PHYSIQUE: ENHANCED STAMINA 3, ENHANCED STRENGTH 4, LEAPING 2, PROTECTION 2, SPEED 5

CLAWS: DAMAGE 1 (PENETRATING 8, STRENGTH-BASED)

HEALING FACTOR: REGENERATION 10

PREDATOR SENSES: SENSES 5 (ACCURATE ACCUTE SCENT, LOW-LIGHT VISION, TRACKING)

RAPTOR

The skies are yours to command, equiped as you are with a bird of prey's swift wings, keen sight, and vicious talons.

Skills: Select one additional area you have studied and record the package of Skill Ranks it provides.

Advantages: Add **DEFENSIVE ROLL 1, FAVORED ENVIRONMENT (AIRBORN),** and **IMPROVED CRITICAL (TALONS)**.

AVIAN PHYSIQUE: ENHANCED AGILITY 2, ENHANCED AWARENESS 2, ENHANCED PARRY 3, ENHANCED PRESENCE 2, ENHANCED STAMINA 2

EAGLE EYES: SENSES 7 (DARKVISION, DIRECTION SENSE, DISTANCE SENSE, EXTENDED VISION, TRACKING)

RAPTOR FLIGHT: FLIGHT 7 (WINGS)

TALONS: DAMAGE 4 (PENETRATING 7, STRENGTH-BASED)

SPEEDSTER

Strength, training, cosmic energies, they're all nice, but stopping trouble is all about location—and you're *everywhere* at once! You act. Everyone else *reacts*. While your fellow heroes are still suiting up, you've had time to arrive on the scene, rescue the civilians, and take a breather beachside. Your confidence is well-earned— while you might not punch as hard as most heroes, you can throw a hundred times as many blows, and be gone before your opponent knows what hit them.

ABILITIES

Write down the following basic **Ability ranks**:

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
1	2	4	3	4	1	2	2

Then select **one** of the following character types, which provide special bonuses to your **Ability ranks**:

EXPERIENCED
FGT +1, AWE +1, INT +1

When you live at the speed of sound, you have plenty of time to grow as a person.

HIGH-SPIRITED
STR +1, AWE +1, PRE +1

You need to experience everything life has to offer, and that doesn't involve waiting for everyone else to catch up.

INTELLECTUAL
FGT +1, INT +2

Speed is just physics, and can be applied far better with an understanding of the universe.

DEFENSES

Write down the following **Defenses**:

TOUGH	DODGE	PARRY	FORTITUDE	WILL
+0	+11	+10	+7	+6

Add these Defenses to any defense bonuses provided by your Ability ranks. **Stamina** adds to your **Toughness** and **Fortitude Defenses**, **Agility** adds to your **Dodge Defense**, **Fighting** adds to your **Parry Defense**, and **Awareness** adds to your **Will Defense**.

SKILLS

You automatically gain the following **Skill Ranks**:

CLOSE COMBAT (UNARMED OR WEAPON) 4

Select **two** areas you have studied and record the package of **Skill Ranks** provided by each. You cannot pick the same package twice, but if both of your choices provide ranks in the same skill, add them together.

CHARM
PERSUASION 8, INSIGHT 6

You're a fast friend, easy to talk to always ready with an ear. Others can't help but like you.

INSTIGATION
DECEPTION 8, PERCEPTION 6

You know exactly how to get under people's skin.

MUSIC
DECEPTION 4, EXPERTISE (MUSIC) 6, PERSUASION 4

Your music career may not move as fast as your feet, but you've got plenty of tiem to practice.

SCIENCE
EXPERTISE (SCIENCE) 8, TECHNOLOGY 6

Your speed includes a quick wit and time to study.

SPORTS
ACROBATICS 4, ATHLETICS 6, PERCEPTION 4

You were a runner and an athlete long before your powers manifested, and you know how to push yourself.

SWASHBUCKLING
ACROBATIC 8, CLOSE COMBAT (WEAPON) 6

You're not just fast, but graceful. You get the job done *and* do it with style.

ADVANTAGES

You automatically gain the following **Advantages**:

DEFENSIVE ROLL 3, EVASION, IMPROVED INITIATIVE 2

Select **two** words that describe your character from the list below. Record the two **Advantages** each provides:

CAUTIOUS	**DEFENSIVE ATTACK, UNCANNY DODGE**
COMBATATIVE	**BENEFIT 1 (SWORD; SEE PAGE 65), CLOSE ATTACK**
LUCKY	**BEGINNER'S LUCK, LUCK**
PACIFIST	**FASCINATE, IMPROVED DISARM**
RELENTLESS	**FAVORED FOE (HUMAN MINIONS), TAKEDOWN**
SPRITELY	**INSTANT UP, MOVE-BY ATTACK**
TEAM PLAYER	**SET-UP, TEAMWORK**
TRICKSTER	**REDIRECT, TAUNT**

POWER SUITE

Select **one** of the following **Power Suites**:

COURSER

You run like lightning, crossing almost any surafce before you can sink and even blitzing up buildings. You don't hit as hard as most heroes, but you can take cheap shots at everyone in the room before they know you're there.

SUPER-SPEED: IMMUNITY 2 (FRICTION EFFECTS), MOVEMENT 3 (WALL-CRAWLING 2, WATER WALKING, LIMITED TO WHILE MOVING), QUICKNESS 10, SPEED 15

SUPER-SPEED ATTACKS (ARRAY)

- **Full-Speed Punch:** Damage 4 (Penetrating 6, Strength-Based)
- **Punch Everyone**: Damage 4 (Burst Area, Selective, Strength-Based)
- **Tornado:** Move Object 7 (Close Range, Cone Area)

CHRONOMANCER

With the power to stop time—or at least slow it so much it doesn't matter—you move so quickly you're effectively invisible, though you can't run on water or up walls.

While you can't attack any more often than other heroes, you have plenty of time to arrange unpleasant "time traps" for your enemies once normal time resumes.

TIME STOP: CONCEALMENT 2 (VISUAL), QUICKNESS 12, SPEED 6

TIME TRAPS: DAMAGE 8 (BURST AREA, SELECTIVE)

TELEPORTER

The shortest route between two points is a puff of smoke. You cut the middleman out of point A and point B, side-stepping reality to teleport around the battlefield, surprising your enemies and taking them for unexpected rides.

HOMING SENSE: SENSES 2 (DIRECTION SENSE, DISTANCE SENSE)

TELEPORTING (ARRAY)

- **Personal Teleport:** Teleport 10 (Change Velocity, Easy, Extended, Turnabout)
- **Sickening Teleport:** Affliction 10 (Dazed and Fatigued, Stunned and Exhausted, Incapacitated and Paralyzed; Resisted by Fortitude, Extra Condition)
- **Team Teleport:** Teleport 10 (Extended, Increased Mass 6)

COMPLICATIONS

Everyone has bad habits, past problems, or colorful characters who make their life more challenging. In *Mutants and Masterminds*, these are all **Complications**.

Complications are any description you give your hero that can make their life more complicated or challenging. They add extra drama and danger to your adventures. They aren't measured in ranks or bonuses like other parts of your character.

Whenever your complication comes up in an adventure, the Gamemaster rewards you with a **Hero Point** you can spend later.

Your Gamemaster can bring up your Complications whenever she wants, especially if the adventure seems too easy. The Gamemaster must give you a **Hero Point** (see page 75) whenever she brings up one of your character's Complications in an adventure. Some Complications are more common; one character's weakness against fire will naturally come up more often than another character's fear of clowns, for example, but the flammable character will earn Hero Points more often than the coulrophobic one (unless your GM adds a clown-themed villain to the adventure). You can usually only earn one Hero Point for a specific Complication per encounter, so even if a flame-throwing villain hits your fire-vulnerable character six times in a fight, you only get one Hero Point for the Complication coming up.

Choose at least **two** Complications to round out your character. At least one must be a **Motivation**, but the rest are up to you. The origins or descriptions for your characters powers might suggest a Complication, like a robotic hero who is vulnerable to electric attacks. Your Complications may also help round out your personality, such as family responsibilities, a rival, or claustrophobia. Most *Mutants & Masterminds* character have two to four Complications. More than five means your character's bad luck and strong personality will constantly sabotage your adventures and make life difficult not just for them, but for the rest of your superhero allies!

CHANGING COMPLICATIONS

Your Complications may change or disappear over time. Sometimes this happens as part of the stories you tell; if your hero has a secret identity Complication but has their identity exposed to the world, they might trade that Complication in for something similar, like fame (for a beloved hero) or enemy (for a hero wanted by the police). If you're not enjoying a Complication, or feel like it comes up too often (or not enough), talk to your Gamemaster about changing or adding a Complication—your hero may discover a new weakness, earn a new rival, or overcome their fears. Growth and change are important parts of superhero comics, and they're important elements in superhero games as well. The Complications listed here are just the most common. Almost any interesting quirk you can think of about your character can be a Complication.

MOTIVATION

No one puts on a mask to fight evil without a very good reason, so every character must have a Motivation that describes their outlook. You get a Hero Point when you behave according to your motivation, especially when it's difficult or against your best interests. Some of the more common Motivations include "Acceptance," "Doing Good," "Greed," "Justice," "Responsibility," and "Thrills." You can still behave heroically in ways that aren't defined by your motivation—and your Gamemaster can still reward you with a Hero Point for those heroic acts—but your Motivation is an easy reminder of what drives you.

ACCIDENT

You are especially unlucky or accident-prone, or your powers may be only barely controlled. Your adventures often cause property damage or endanger others.

ADDICTION

You need some kind of substance or stimulation to feel normal. Not getting it makes you miserable, angry, depressed, or distracted, but fulfilling it may jeopardize your relationships with others or your career as a hero.

DISABILITY

You lack an ability most of the population around you possesses, such as blindness, paraplegia, or a learning disability. You know how to deal with it most of the time, but sometimes your impairment makes your heroic endeavors more difficult.

ENEMY

You have an enemy or organization out to get you, or someone you desperately need to bring to justice. This is often a villain, but can be a "good guy," too, like a rival hero, police detective, or newspaper editor who is sick of you taking the law into your own hands.

FAME

Being too well known can be worse than being a nobody when fans mob you wherever you go. Your fame might only apply to your hero identity, making you a well-known superhero, or it may only apply to your secret identity instead if you're a famous billionaire or movie star who needs to occassionally escape the paparazzi before donning your mask.

HATRED

You hate something so much that it can overwhelm your better judgment or make you act irrationally.

HONOR

You have a personal code of honor you won't violate, even if it puts you at a disadvantage. You might always insist on a fair fight, never sneaking up on an opponent or putting them at a disadvantage, or you may refuse to use force, limiting your crimefighting to saving civilians and talking down or restraining villains rather than hurting them.

IDENTITY

You keep your real name and identity a secret, and keeping your heroic life and your mundane life separate sometimes causes problems.

OBSESSION

You fixate on some specific subject and take every opportunity to learn more about it, perhaps neglecting your heroics to study a dusty old tome or hit a movie premiere.

PHOBIA

You have a deep-seated fear of or aversion to something, and usually flee from it. If you stay to face it, your Gamemaster might impose special **Conditions** like Dazed, Impaired, or Vulnerable, depending on the situation.

POWER LOSS

Something beyond your control can take your super powers away. You might lose your darkness-related powers in sunlight, your alien energy gauntlet might have a battery that needs to be recharged, or you might only have super-strength so long as you maintain a swaggering ego.

PREJUDICE

You're a member of a minority and have to deal with the problems that arise from negative stereotypes. This may be a real-world minority or some sort of fictional, comic book minority, like an alien or a mutant, or you may simply look so strange or inhuman that some people don't like or trust you.

QUIRK

A quirk is a catch-all complication you can use to describe whatever you like that doesn't fit into another category. Maybe you need to post about all your crimefighting on social media, or refuse to talk to police under any circumstance. Remember that complications only earn you a Hero Point when they cause problems, so harmless quirks like a love of pizza aren't going to come up very often.

RELATIONSHIP

You have someone important in your life—a lover, a parent, a friend, or a child—who depends on you, or who always seems to be in the wrong place at the wrong time.
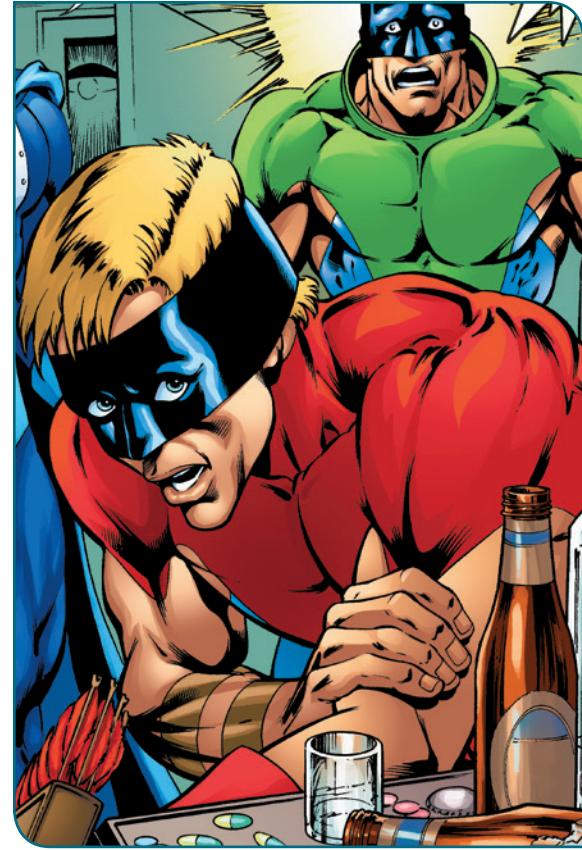
REPUTATION

You are well-known in some way or another. Maybe everyone thinks you're a joke, or that you're a criminal. Your Gamemaster might decide to impose penalties to some skills if your opponent has heard your reputation; no one is afraid of the loser hero, after all, so Intimidation won't be very effective.

RESPONSIBILITY

You have some kind of obligation that eats up a chunk of your time and is hard to get out of, like a day job or a family.

SECRET

You have to hide some kind of terrible or embarrassing secret from the world. You may be a former supervillain trying to make amends, or an alien hiding on Earth, or related to someone important. Whenever something risks exposing your secret, you get a Hero Point. If your secret ever gets out, this complication might change into something different, like Reputation or Prejudice.

WEAKNESS

Something can hurt you badly: you may be a supernatural creature vulnerable to silver, or an alien with no defense against fire. You and your Gamemaster should decide what your weakness is, and what effect it has on you. This usually means that a harmless substance has some sort of affliction effect on you (see page 51), or a specific kind of attack ignores your super-powered defenses.

FINISHING YOUR HERO

Once you've decided on a concept, picked an archetype, written down your Abilities, Defenses, Skills, Advantages, and Powers, and decided on a few Complications, you're basically ready to play *Mutants & Masterminds*. You may want to tweak a few details about your character to make sure they're the character you want to play.

POWER LEVEL

There are some limits to your powers and training to help keep the game balanced and fair. This is called your **Power Level**. Characters built with the rules in this chapter are Power Level 10, the average for a powerful hero just starting out or a very experienced hero without a lot of powers.

The most important guideline for Power Level 10 is simple:

THE TOTAL FOR TWO TRAITS THAT DEPEND ON EACH OTHER MUST AVERAGE OUT TO 10; THEY CAN'T ADD UP TO MORE THAN 20.

- **Your Close Attack bonus and Close Damage can't add up to more than 20.**
- **Your Ranged Attack bonus and Ranged Damage can't add up to more than 20.**
- **Your Dodge and Toughness defenses cannot add up to more than 20.**
- **Your Parry and Toughness defenses cannot add up to more than 20.**
- **Your Fortitude and Will defenses cannot add up to more than 20.**
- **Your total Skill ranks plus Ability rank they improve can't add up to more than 20.**

The *Mutants & Masterminds Deluxe Hero's Handbook* explains Power Level in great detail, and greatly expands your options for making characters.

ADJUSTING YOUR CHARACTER

Now is the time to make any minor adjustments to make sure your character is fun to play and lines up with your concept. You can adjust Skills, Advantages—within some guidelines—to fit your idea for your character. Your character will also grow and improve over time.

You should get your GM's approval for any changes you want to make.

You can exchange Skill Ranks in one skill for an equal number of ranks in another Skill, or even add those ranks to a Skill you already have ranks in. Be careful with Skills like Close Combat and Ranged Combat; remember that your attack bonus added to your damage cannot be more than 20.

You can exchange one Advantage for another Advantage. Be careful with Advantages like Close Combat and Ranged Combat; remember that your attack bonus added to your damage cannot be more than 20.

You can exchange two Skill ranks to gain a single Advantage, or exchange a single Advantage to gain two Skill ranks.

Abilities, Defenses, and Powers are more complex and difficult to balance at character creation. You're better off adjusting these character traits later on with Power Points (see page 94) or with the advanced rules found in the *Mutants & Masterminds Deluxe Hero's Handbook*.

DESCRIBING YOUR CHARACTER

Mutants & Masterminds is a storytelling game, and the more you know about your character, the easier it becomes to put yourself in their shoes and solve the moral dilemmas they might encounter. The **Complications** you chose for your character helped define some of their qualities, but there's more to a hero than the challenges in their lives.

Consider some of these questions:

WHAT IS YOUR NAME?

Most superheroes have two names: A superhero code name and their ordinary, secret identity name. What are yours? Your secret identity name can reveal a lot about your gender, age, family, nationality, and heritage.

Your superhero code name can be related to your powers or your origin, or it could be related to some theme you embody, like patriotism or justice or games. Sometimes heroes—especially younger ones—just pick a name that sounds cool, even if it has nothing to do with powers, origin, or philosophy.

Maybe you only have one name—either a code name or a secret identity. If so, then why? Do you not remember your birth name? Were you created in a lab and never had one? Are you an alien whose normal name works well as a superhero name? Or do you fight crime using your ordinary name? Are you an agent for some crime fighting or security group? Are you a public member of a minority trying to be as straightforward as possible? Do you love the celebrity than comes with super powers? Are their any dangers or problems that come from using one name?

WHAT IS YOUR ORIGIN?

You know what powers you have, but how did you get them? Did they just emerge at some point? And if so, how did you notice them? Were you doused in strange chemicals, or exposed to radiation, or blasted with magic? Did you study long and hard to develop special powers? Or are your powers considered normal wherever you're from?

How long have you had your powers, and have you been fighting crime the whole time you've had them? If not, what did you do with your powers before becoming a superhero? Did you try to ignore them? Or use them to make your life easier?

WHAT DO YOU LIKE?

Is there anything that picks your character up when they're down? A favorite band, favorite food, or favorite hobby? Are there parts of the city you know and love, or places you hang out? Are there other heroes you admire? Are there any *villains* you admire? What will your hero go out of their way to see or do?

WHAT DO YOU HATE?

Is there anything that brings out the worst in your character, or that they can't stand? Is there a certain kind of person that gets under their skin, or a bad experience in life that leaves them angry about a particular event, holiday, or profession? Do they put their personal feelings aside when it's time to defend something they hate? If a villain embodies the thing they hate, will your hero stop pulling punches?

WHO DO YOU KNOW?

Who are your friends and family? Do you get along with them? Do you never talk to them? Is it complicated? Do you have any close friends? Do any of the people in your life know that you're a superhero? Do you know any other superheroes? Do you already know any of the other players' characters? If so, how do you feel about them?

Is there anyone in your life you aren't on good terms with? Was your mother actually a supervillain? Is your uncle an evil industrialist? Did you become a hero to fight someone else in your family, or balance the scales?

WHAT DO YOU LOOK LIKE?

What is your basic look—height, weight, eye color, hairstyle, or fashion sense? Are you a human being? An alien? A magical creature? Are you mostly human with some unusual trait like glowing eyes, animal ears, or bulging muscles due to your powers? If you have a secret identity, how do you conceal any of these usual traits?

Do you wear a superhero costume? If so, what does it look like and who made it? Does it need to be patched up or repaired after fights, or is it usually tough? Does your costume reflect your powers? Does your team have uniform elements, like a logo or specific colors?

HOW DO YOU TALK?

What sort of accent, mannerisms, or idioms do you use? Are you a local, or from somewhere else, giving you a distinctive accent? Are you eloquent? Brusque? Matter-of-fact? Do you like to quote famous philosophers or internet comedians? If you're an alien or mystical creature, do you understand the local language?

WHY ARE YOU A HERO?

Probably the most important thing for you to understand about your character is why they risk their lives rushing into danger and fighting other super-powered people. Do they feel some responsibility to use their powers for the benefit of everyone? Do they want to spare the world from some pain they experienced? Does it just seem like people should help each other? Is it for fun?

Or are your motivations more selfish? Is being a superhero your job, or a route to fame? Is it just a thrill, like some kind of extreme sport? Are you fighting crime to get revenge on someone who hurt you? Think about how all of this ties into the **Motivation** you chose as a **Complication**.

CHARACTER RULES

Mutants & Masterminds is a game about telling exciting superhero stories with your friends. Like all games, *Mutants & Masterminds* has rules. Is your hero strong enough the stop the out-of-control truck? Is your hacker smart enough to crack the villain's computer? The rules help you figure that out. Your character's **Abilities** and **Skills** tell you how good they are at certain things. Their **Advantages** and **Effects** let you know what they can and can't do. In any dramatic situation where your character may or may not succeed, you roll a die to decide the outcome. Sometimes an easy task will backfire on you. Other times you'll pull off an amazing victory by the skin of your teeth!

The first rule in *Mutants & Masterminds* is:
Do whatever is the most fun for your game!

The rules in this book may seem overwhelming, but most are just variations on a simple core system. Once you get the hang of how the game works, the additional rules are easier to understand, and making decisions to handle new situations the rules don't mention is fast and easy.

To play a game of *Mutants & Masterminds*, you only need to remember this core mechanic:

- Roll a **twenty-sided die** (or **d20**).
- Add your **modifiers**.
- Compare your total to the **Difficulty Class** (or **DC**) of the task.

That's it. Most of the rest of the rules just describe what modifiers to add, what tasks you can attempt, and what number the Difficulty Class should be.

In this chapter, you'll learn about the rules that make up a character, whether they're a hero or a villain:

Abilities (page 37) describe the most basic core of a character—how smart or strong or lovable they are when you ignore any training or superhuman powers.

Skills (page 38) represent specific things your character has learned and studied to be better than what their raw talent allows.

Advantages (page 42) are special tricks your character knows, or an edge they have over the average person.

Effects (page 48) are special knacks and abilities far beyond those of mortals used in the rules to describe unique gear, special training, and superhuman powers. Effects are what you put together to build superpowers.

Gadgets & Gear (page 64) are items some characters carry, ranging from mundane **Equipment** to **Gadgets** that provide special powers. Both improve the character or grant them some edge, can be taken away or damaged, unless in-born super powers or training.

ABILITIES

All *Mutants & Masterminds* characters are defined by eight basic **Abilities**: Strength, Stamina, Agility, Dexterity, Fighting, Intellect, Awareness, and Presence. Abilities describe how good or bad a character is at different tasks. Most of the time, the modifier you add to a die roll is either the appropriate Ability, or a number based on an Ability (skill bonuses, for example, use your Ability as a base and add a bonus for more specific tasks).

Each ability's description lists its name, a standard three-letter abbreviation, what the ability defines about your character, and what it applies to in game terms. Strength, Stamina, Agility, Dexterity are sometimes known as **Physical Abilities**, while Fighting, Intellect, Awareness, and Presence are known as **Mental Abilities**.

ABILITY RANKS

Each Ability has a **rank** from –5 to 20, measuring their effectiveness. The following table provides some guidelines on how effective (or not) a given ability rank can be.

Ability Rank	Description
–5	Completely inept
–4	Weak; infant
–3	Younger child
–2	Child, elderly, impaired
–1	Below average; teenager
+0	Average adult
+1	Above average
+2	Well above average
+3	Gifted
+4	Highly gifted
+5	Best in a nation
+6	Best in the world
+7	Peak of human achievement
+9	Moderate superhuman
+10	High superhuman
+15	Very high superhuman
+20	Cosmic

MISSING ABILITIES

Some beings lack one or more Abilities; a robot might no mental abilities (having no mind) and no Stamina (not being a living creature). These beings automatically fail any check requiring the ability they lack and cannot perform actions involving that ability. Creatures without Intellect, Awareness, or Presence are immune to interaction and mental effects. Creatures lacking Stamina are not alive. They suffer damage like objects and do not heal. Such creatures usually also have the Immunity effect to effects allowing a Fortitude Resistance Check.

STRENGTH (STR)

Strength is muscle power and the capacity to apply it.

Your Strength rank applies to damage dealt by close combat attacks, how far you can jump and throw things, and your ability to break things.

STAMINA (STA)

Stamina is health, endurance, and resilience.

Your Stamina rank applies to your **Toughness** and **Fortitude** defenses, and to resisting physical challenges.

AGILITY (AGL)

Agility is grace, speed, and overall physical coordination.

Your Agility rank applies to your **Dodge** defense, your initiative, and checks for feats of coordination.

DEXTERITY (DEX)

Dexterity is hand-eye coordination, precision, aim, and manual dexterity.

Your Dexterity rank applies to **Attack Checks** for Ranged Attacks, and checks for feats of fine motor control.

FIGHTING (FGT)

Fighting is the ability to attack and defend yourself in close combat, both unarmed and with weapons.

Your Fighting rank applies to **Attack Checks** for Close Attacks and to your Parry defense against Close Attacks.

INTELLECT (INT)

Intellect covers reasoning, education, and ability to learn new things quickly.

Your Intellect rank applies to checks to solve problems, recall information, or work with technology.

AWARENESS (AWE)

Awareness is common sense, intuition, and willpower.

Your Awareness rank applies to your **Will** defense, and checks to get a "gut feeling" about people or situations.

PRESENCE (PRE)

Presence is force of personality, persuasiveness, leadership ability.

Your Presence rank applies to checks to convince or intimidate others, or to impress people.

SKILLS

Skills represent training in a particular sort of task, everything from complex acrobatics to defusing bombs, programming computers, or piloting a plane. Skills are measured in **Ranks**. Skills are knowledge learned beyond any natural talent. They are easier to improve than Abilities, but also more limited.

If you have a skill related to a Check you are about to make, add your Ranks in that skill to the appropriate Ability Rank and then add your die roll.

Check Result = D20 + Skill Modifier

The higher the roll, the better the result. If your **Check Result** equals or exceeds the **Difficulty Class** for a task, you succeed. If it doesn't, you fail.

Skills are specialized training that makes you better than you would normally be for a specific task. You may be much better in combat with a sword in your hands, or you might understand machines better than you understand anatomy and law. Skills can help compensate if you have a low Ability—you can be a great doctor without being particularly brilliant at anything else—or your might build on already impressive natural talent!

The **Difficulty Class** for any give skill check depends on what you want to accomplish. Several skill descriptions mention a Difficulty Class for specific actions a character may attempt, but in other situations your Gamemaster will decide what DC is required for specific Challenges.

SKILL RANK

Your character's Abilities measure their natural talent, while Skill Ranks measure how well they have trained and focused in a specific area.

1-4 ranks in a skill is **novice training**, learning the basics of the skill. With **5-8 ranks**, a character could use the skill in their **primary profession**. Someone with **9-12 ranks** is an **expert**, recognized by others in their field, while **13-15 ranks** represent **mastery** of the skill. More than **15 ranks** is among the **best in the world**!

SKILL MODIFIER

Many of the rules in *Mutants & Masterminds* refer to your total **Skill Modifier**. Your total Skill Modifier is equal to your Skill Ranks plus that skill's Ability. Each skill's Ability is listed in its description.

USING SKILLS AGAINST CHARACTERS

If you want to use a skill against another character, that character's own Abilities, Defenses, and Skills often determine the Difficulty Class.

Skills that can be used against other characters list what skill or ability the other character uses to make their **Opposed Check** (see page 8).

UNTRAINED SKILLS

If you don't have any ranks in a skill, you are **Untrained** in that skill, and only add your Ability Rank when making a check.

Some skills are labeled "Trained Only." You can only attempt to make checks with these skills if you have at least one rank in them.

SKILL DESCRIPTIONS

The skills in *Mutants & Masterminds* are listed here with their descriptions. Each skill's key ability is listed alongside its name. The *M&M Delxue Hero's Handbook* provides expanded information on each of these skills.

ACROBATICS (TRAINED ONLY)   AGL

You can balance, flip, tumble, and perform other impressive maneuvers.

A successful DC 10 Acrobatics check lets you move over or around obstacles at half speed, or at full speed with two degrees of success. See **Degrees of Success** (page 8) for explanation. You can also make an Acrobatics check (DC 10) to move at half normal speed while balancing on a narrow surface such as a ledge, while smaller surfaces require a higher DC. With two degrees of success, you can move at full speed.

ATHLETICS   STR

You're skilled in physical feats like climbing, jumping, riding, and swimming.

With a successful DC 10 Athletics check, you can accomplish most basic athletic tasks like climbing a rope, riding a horse, or swimming in normal conditions. Difficult circumstances, like climbing a rocky wall, swimming in choppy waters increase the DC. You can increase your running speed by +1 rank for one round with a DC 15 Athletics check. Climbing or swimming speed is equal to your ground speed minus 2; to swim or climb faster, increase the DC by +5 to swim at speed–1, or +10 to move at your normal ground speed.

You can use Athletics to jump. You can jump a distance in feet equal to your skill check result as a running long-jump, or half that as a standing long-jump.

CLOSE COMBAT   FGT

You're trained with a particular type of close combat—such as unarmed attacks or swords, for example—giving you a bonus to your Attack Checks with it equal to your skill rank. See **Attack Checks** (page 9). Choose the type of close combat you are skilled in when you take ranks in this skill. You can have different ranks in different forms of close combat but characters who are skilled in many forms of close combat usually just have a higher Fighting ability rank or the **Close Attack** Advantage.

DECEPTION   PRE

You are skilled at acting, fast-talk, misdirection, manipulation, and bold-faced lies. A Deception check is opposed by the target's Deception or Insight check when trying to con or mislead someone. A successful Deception check indicates the target reacts as you want—at least for a round—or believes what you say.

You can also use Deception to **Feint** in combat, misleading an opponent. Make a Deception check as a Standard Action. If your check succeeds, the target is **Vulnerable** to your next attack (reducing their Parry and Dodge defenses by half).

EXPERTISE (TRAINED ONLY)   INT

The Expertise skill encompasses many areas of specialized knowledge and experience, each treated as a separate skill. Virtually any profession can be an Exertise, such as Acting, Art, Criminal, Dance, Journalism, Law, Psychology, Science, and so forth. It also includes particular areas of study like History, Medicine, Popular Culture, Streetwise, Theology, ect.

You can make an Expertise check to answer a question in your specialty. The DC is 10 for easy questions, 15 for basic questions, and 20 to 30 for difficult questions. The GM may make an Expertise check for you sometimes, so you don't know whether or not your information is accurate. You can make an Intellect check for an area of Expertise where you are not trained, but can only answer easy or basic questions when doing so.

INSIGHT   AWE

You can tell someone's true intentions by paying attention to body language, inflection, and intuition. A successful Insight check allows you to avoid the effects of some interaction skills or see through an illusion. You can also use the skill to tell when someone is behaving oddly, noticing mind control or possession. You make a check either against another character's skill check, or against a DC equal to 10 + the rank of the power being used.

You can "read" a social situation and get a general feel for different people's emotions with a successful DC 20 Insight check.
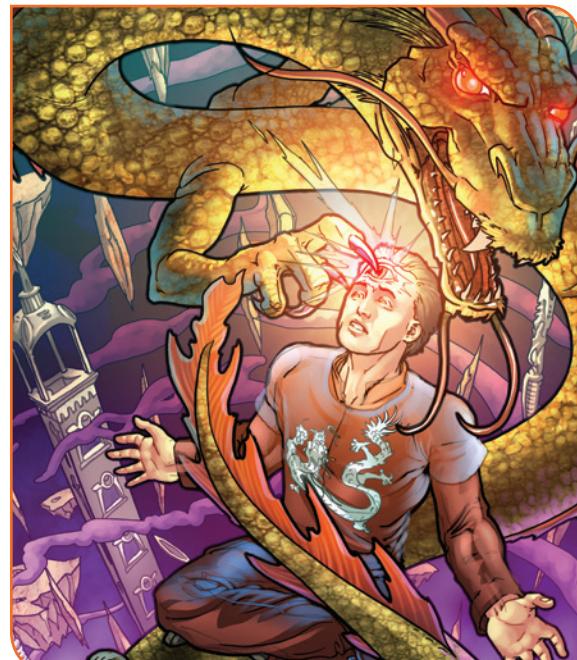
INTIMIDATION   PRE

You know how to use threats to get others to do what you want. Make an Intimidation check, opposed by the target's Intimidation, Insight, or Will check (whichever has the highest bonus). If your check result is higher, the target cooperates while in your presence. The target isn't any friendlier towards you, just afraid of you and cooperating with information, advice, doing simple tasks, or advocating on your behalf while intimidated.

You can also use Intimidate in combat to **Demoralize** an opponent, shaking their confidence. Make an Intimidate check as a Standard Action. If it succeeds, your target is **Impaired** (–2 on all attack rolls and checks) until the end of your next round. With four or more degrees of success, the target is **Disabled** (–5 penalty) until the end of your next round.

INVESTIGATION (TRAINED ONLY)   INT

You know how to search for clues, gather information through interviews, watch suspects, and analyze evidence. You can make an Investigation check to search an area for clues (DC 10 to 25, depending on the clue) and a DC 15 check to analyze the clues you collected for information. Generally, the GM will reveal one important fact or clue per degree of success.

You can also use Investigation to gather information about a person or topic. With a successful DC 10 Investigation check after at least an hour talking to people, you learn the major news stories and gossip in a community or area. The better your check, the more information you learn; a result of 10 only gathers rumors and hearsay, while a result of 20 or higher learns secret information not publicly known.

PERCEPTION   AWE

You're trained in noticing things. This skill is normally used to find specific things, or in an **Opposed Check** against another character's Sleight of Hand or Stealth check. Noticing something subtle but not hidden is a DC 10, while noticing anything deliberately concealed (such as a secret door) requires a DC 20 or higher.

If you're distracted, you take a –5 penalty on Perception checks. Making out details—such as clearly hearing conversation or reading text from a distance—requires two degrees of success. The GM may make Perception checks for you secretly so you don't know whether there was nothing to notice or you failed to notice it.

PERSUASION   PRE

You're skilled in getting people to like or agree with you, from etiquette and social graces to a way with words and public speaking to just plain old wholesome smiles and charm. You can change others' attitudes with a successful Persuasion check. A DC 15 check is sufficient to make an indifferent subject friendly towards you, while a DC 20 check makes even an unfriendly subject at least indifferent, and a DC 25 makes an unfriendly target friendly. These same DCs to determine how hard it is to ask a favor

You can only try a Persuasion check once for a given target. If you fail, they are immune to your charms for the time being.

RANGED COMBAT   DEX

You're trained with a particular type of ranged combat—such as guns or energy blasts, for example—giving you a bonus to your Attack Checks with it equal to your skill rank. See **Attack Checks** (page 9). Choose the type of ranged combat you are skilled in when you take ranks in this skill. You can have different ranks in different forms of Ranged Combat but characters who are skilled in many forms of ranged combat usually just have a higher Dexterity ability rank or the Ranged Attack Advantage.

SLEIGHT OF HAND (TRAINED ONLY)   DEX

You can perform feats of legerdemain such as cheating at cards, palming small objects (making them seem to disappear), and picking pockets. A check against DC 10 lets you palm and "disappear" a coin-sized object, while stealing something from another character requires at least a DC 20 check. When you perform this skill under close observation, such as trying to take something from another person, or perform a "magic trick," your check is opposed by the observer's Perception check.

If you want to hide a small object (such as a key, lockpicks, or a palm-sized weapon) on your body, the result of your Sleight of Hand check is the DC for an opponent's Investigation or Perception skill check to find that object.
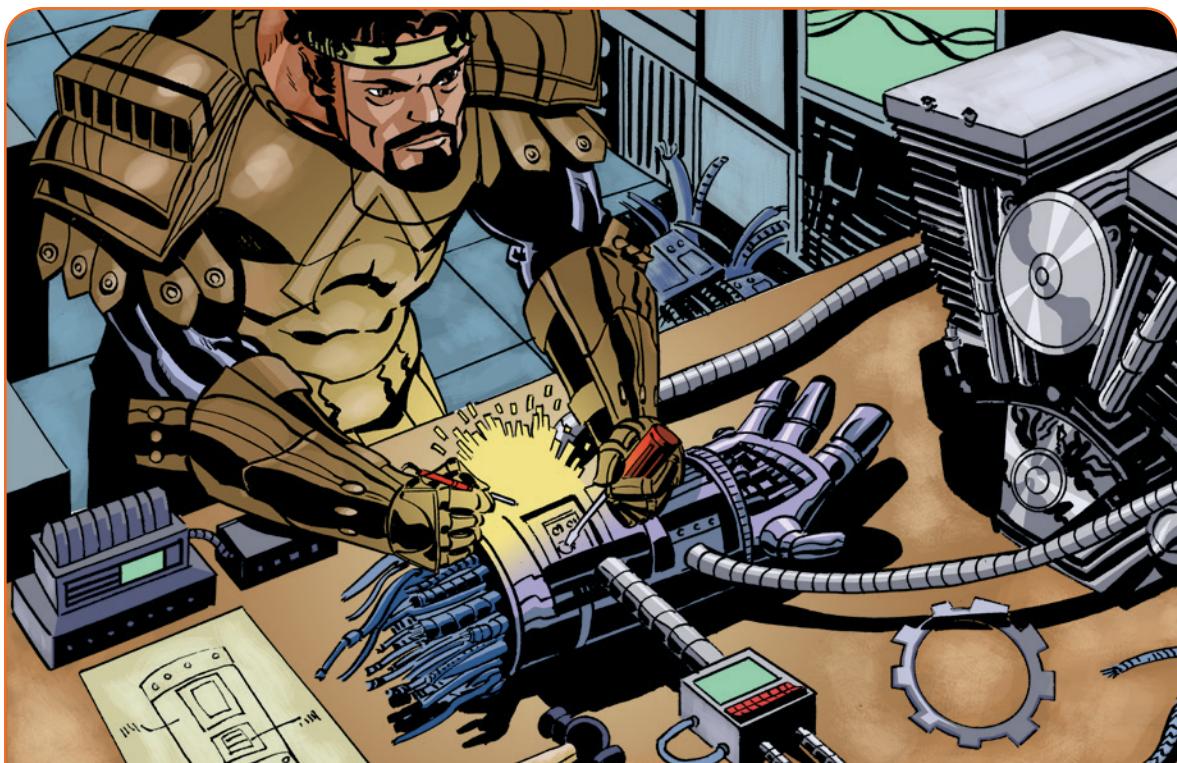
You can also use Sleight of Hand to contort your body into tight spaces, wiggle out of restraints, or escape if someone grabs onto you. Escaping from ropes is tough (DC 15), escaping handcuffs is challenging (DC 20), and escaping a straightjacket is formidable (DC 25). To escape a power that binds or imprisons you (such as **Snare**) requires a successful check against a DC equal to 15 + the power rank.

STEALTH   AGL

You're trained in hiding and moving without others noticing you, or blending in with a crowd. Your Stealth check is opposed by the Perception check of anyone who might notice you or be actively searching for you. While using Stealth, you can move up to half your normal speed at no penalty. At more than half and up to your full speed, you take a –5 penalty to the Stealth check. If someone can't see you, you have **Concealment** against that person.

You can't hide while other people are watching unless you also have the **Hide in Plain Sight** Advantage, but you may try to distract onlookers long enough for you to hide with a successful Deception or Intimidation skill check. Because you have to move quickly to take advantage of the distraction, you take a –5 penalty on your Stealth check when you do this.

TECHNOLOGY (TRAINED ONLY)   INT

You're skilled in operating, repairing, building, and generally working with technological devices. Figuring out and operating an unfamiliar device requires a Technology check ranging in difficulty from simple (DC 10) to formidable (DC 25). Building a simple device like a timer or a radio requires a DC 15 check and two hours, while complex devices like computers and vehicles require a DC of 30 or more and several days to complete. Repairing a device is easier than building one from scratch, and reduces the skill check DC by –5.

You can also use the Technology skill to open locks and turn off security systems, ranging from DC 10 for basic home systems and cheap locks to DC 20 for business-quality equipment, all the way to DC 40 for ultra-secure military systems. Normally, signs of your tampering—pulling out wiring and jimmying locks—are obvious if someone comes to look. To hide any signs of your tampering, increase the DC of your Technology check by +5.

TREATMENT (TRAINED ONLY)   INT

You can diagnose illness and treat injuries. You can revive a Dazed or Stunned character or stabilize a Dying character with a successful DC 15 check. You can treat diseases and toxins to give your patient a +2 bonus to Resistance Checks (+5 with three or more degrees of success) if you succeed at a Treatment check with a DC equal to the poison or toxin effect's. See **Damage & Recovery** (page 73) for more details on healing.

VEHICLES (TRAINED ONLY)   DEX

Use this skill to operate vehicles, from cars to boats, planes, and even spaceships. You can pilot a vehicle through basic operation under normal conditions without a skill check, but driving in bad conditions or attempting special maneuvers or tricks requires a check. The DC ranges from DC 10 for dodging around obstacles in your path to DC 20 or more for loops, rolls, and sudden reverses.

ADVANTAGES

Advantages are special benefits, tricks, or resources that heroes have above and beyond the average. Unlike skills, there is generally no special roll or check needed to use an Advantage. Instead, an Advantage usually modifies another roll, such as a skill check or an Attack Check.

Some Advantages have **Ranks**. These Advantages are labeled as **Ranked** in their title, and the text describes the effects of higher ranks. Advantage Ranks on a character sheet are noted with a number after the Advantage's name, such as "Defensive Roll 2".

Some Advantages can be selected multiple times, but are not ranked. These Advantages are labeled as **Multi** in their title. Each time you select the Advantage, it applies to a different skill or subject; its text describes the effects of selecting it multiple times.

TYPES OF ADVANTAGES

There are four types of Advantages:

- **Combat Advantages** are used in combat. They usually provide or change a bonus, or change how combat maneuvers are performed.

- **Fortune Advantages** require and enhance the use of **Hero Points**.

- **General Advantages** provide special abilities or bonuses not covered by the other categories.

- **Skill Advantages** offer bonuses to or special uses for your skills.

In some cases, an Advantage's description mentions the normal conditions for characters who do not have the Advantage for comparison.

ADVANTAGE DESCRIPTIONS

The Advantages in *Mutants & Masterminds* are listed here with their descriptions. The *M&M Deluxe Hero's Handbook* provides additional Advantages and details.

ACCURATE ATTACK   COMBAT

When you make an accurate attack (see **Maneuvers** on page 82) you can take a penalty of up to –5 on the effect modifier of the attack and add the same number (up to +5) to your attack bonus, rather than the usual –2/+2.

AGILE FEINT   SKILL

You can use your **Acrobatics** bonus or ranks in a movement effect in place of **Deception** when you feint and trick in combat (see the **Deception** skill, page 39). Your opponent resists the attempt with an Acrobatics or Insight skill check (whichever is better).

ALL-OUT ATTACK   COMBAT

When you make an all-out attack (see **Maneuvers** on page 82), you can take a penalty of up to –5 on your Active Defenses (Dodge and Parry) and add the same number (up to +5) to your attack bonus, rather than the usual –2/+2.

BENEFIT   GENERAL, RANKED

You have some significant benefit. The exact nature of the benefit is for you and the Gamemaster to determine. As a rule of thumb, it should not exceed the benefits of any other Advantage, but should be significant enough to be considered an Advantage. The larger or more influential the benefit, the more ranks in this Advantage are needed to reflect it. Here are a few examples:

- **Diplomatic Immunity:** You can't be punished for crimes outside your native country. The more ranks you have, the more severe the crimes you can escape.

- **Equipment**: You have a simple weapon or piece of gear that proves useful sometimes. See the **Equipment** section on page 82 for more details.

- **Fearless:** You're too brave to be affected by fear-based powers or the **Intimidation** skill.

- **Security Clearance:** You have access to restricted government information and secure facilities.

- **Wealth:** You have enough money to enjoy luxuries and solve some problems. Wealth 1 means you're comfortable, while Wealth 5 means you're a billionaire.

CLOSE ATTACK   COMBAT, RANKED

You gain a +1 bonus to all Close Attack Checks per rank in this Advantage. For bonuses with a single type of Close Attack, use the **Close Combat** skill.

CONNECTED   SKILL

You know people who can help you out sometimes, offering expert advice, information, legal help, or access to resources.

You can use your connections by making a **Persuasion** skill check. A simple favor is DC 10, ranging up to DC 25 or higher for especially difficult, dangerous, or expensive favors, as set by the Gamemaster. The GM has the right to veto any request if it is too dangerous, expensive, or may spoil the plot of the adventure. It takes at least a few minutes (and sometimes much longer) to call on your connections, and you must have some way of contacting them, making it difficult to use Connected while in outer space or fighting dinosaurs in a lost world.

CONTACTS   SKILL

You have such an extensive network of informants that you can make an **Investigation** skill check to gather information in only one minute, so long as you have some way of getting in touch with your various contacts. Additional Investigation checks to gather information on the same subject require the normal length of time, since you must search normally beyond your usual network of contacts and informants.

DAZE   SKILL, MULTI

You can make a **Deception** or **Intimidation** skill check to make an opponent hesitate in combat (choose which skill when you acquire this Advantage). Make a skill check as a Standard Action against your target's Resistance Check using their bonus in the same skill, Insight skill, or Will defense (whichever has the highest bonus). If you win, your target is **dazed** (able to take only a Standard Action) until the end of your next round. The ability to Daze with Deception and Intimidation are separate Advantages.

DEFENSIVE ATTACK   COMBAT

When you make a defensive attack (see **Maneuvers** on page 82), you can take a penalty of up to –5 on your attack bonus and add the same number (up to +5) to your Dodge and Parry defenses rather than the usual –2/+2.

DEFENSIVE ROLL   COMBAT, RANKED

You can avoid damage through agility and "rolling" with a hit. You add a bonus to your Toughness defense equal to your Defensive Roll rank, but this bonus is an Active Defense similar to Dodge and Parry (see **Active Defenses** on page 72), so you lose this bonus whenever you are Vulnerable or Defenseless. This Advantage is common for heroes who lack superhuman speed or toughness, relying on their agility to avoid harm.

EIDETIC MEMORY   GENERAL

You have perfect recall of everything you see, hear, or learn. You have a +5 bonus on checks to remember things, and on Resistance Checks against effects that alter or erase memories. You can also make all **Expertise** skill checks to answer questions and provide information as if you were trained, meaning you can answer questions involving difficult or obscure knowledge even without ranks in the skill, due to the huge amount of trivia you have picked up.
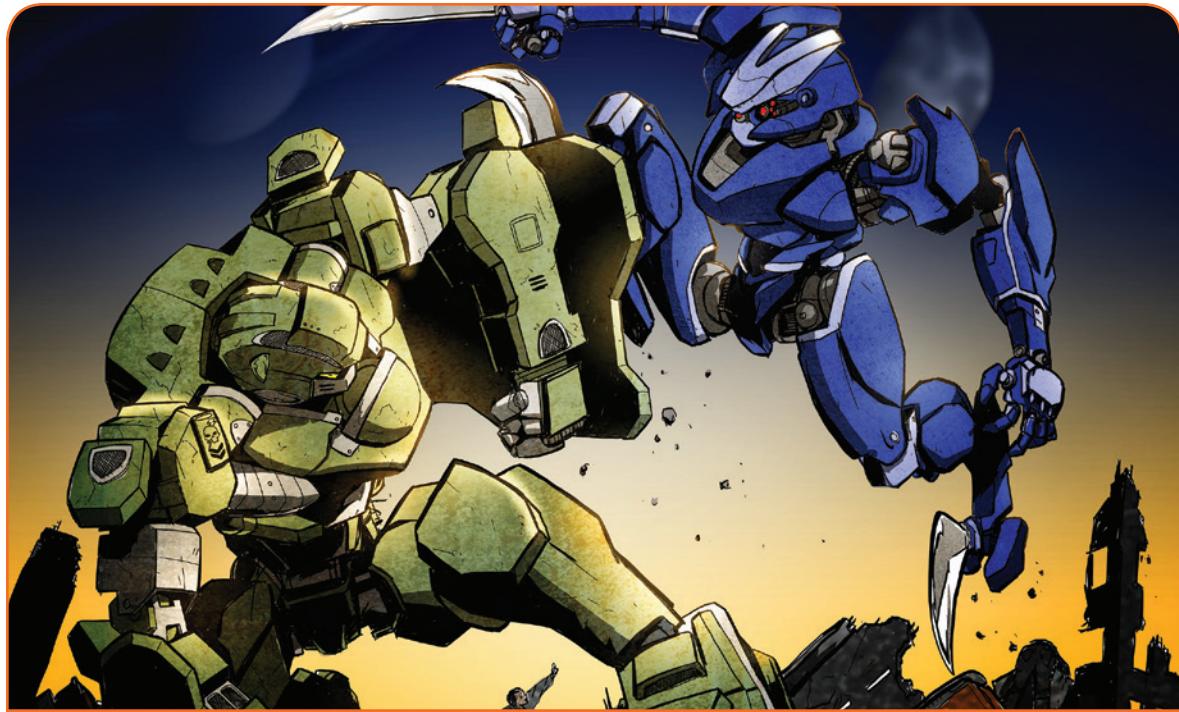
EVASION — COMBAT, RANKED (2)

You have a +2 bonus to Dodge Resistance Checks to avoid area effects (see **Area Attack** on page 78). If you have 2 ranks in this Advantage, your bonus increases to +5.

FASCINATE — SKILL, MULTI

One of your interaction skills is so effective you can capture and hold others' attention with it. Choose **Deception**, **Intimidation**, or **Persuasion** when you acquire this Advantage. You can also use Fascinate with an appropriate **Expertise** skill, like Musician or Singer, if your Gamemaster approves.

Take a Standard Action and make an interaction skill check against your target's opposing check (**Insight** skill or **Will** defense). If you succeed, the target is **Entranced**. You can maintain the effect with a Standard Action each round, giving the target a new Resistance check. The effect ends when you stop performing, the target successfully resists, or any immediate danger presents itself, such as a fight breaking out. Like all interaction skills, you can use Fascinate on a group, but you must affect everyone in the group in the same way. You can't use this Advantage in combat. Fascinating with each skill is a new Advantage.

FAVORED ENVIRONMENT — COMBAT, MULTI

You have an environment you're at home in. Examples include in the air, underwater, in space, in extreme heat or cold, in jungles or woodlands, and so forth. While you are in your favored environment, you gain a +2 bonus to Attack Checks or your Active Defenses. Choose at the start of your turn each round whether the bonus applies to Attack Checks or defense. The choice remains until the start of your next round. This bonus is not limited by power level. Each type of Favored Environment is a separate Advantage.

FAVORED FOE — SKILL, MULTI

You have a particular type of opponent you've studied or are especially effective against. It may be a type of creature (aliens, animals, constructs, mutants, undead, etc.), a profession (soldiers, police officers, Yakuza, etc.) or any other category the Gamemaster approves. Some categories like "humans" or "villains" are too broad and must be narrowed down. You gain a +2 bonus on Deception, Intimidation, Insight, and Perception skill checks dealing with your Favored Foe. This bonus is not limited by power level. Each type of Favored Foe is a separate Advantage.

HIDE IN PLAIN SIGHT — SKILL

You can use the **Stealth** skill to hide without any sort of diversion, and without penalty to your Stealth skill check. You're literally there one moment, and gone the next. You must still have some form of cover or concealment within range of your normal movement speed in order to hide.

IMPROVED CRITICAL — COMBAT, MULTI, RANKED

One of your attacks is especially dangerous. Increase your **Critical Threat** range with a particular attack by 1 (see **Critical Hits** on page 78). Choose the attack when you acquire this Advantage. You score a critical hit with the chosen attack on a natural 19 or 20. Only a natural 20 is an automatic hit, however, and an attack that misses is not a critical. Each additional rank applies to a different attack *or* increases your threat range with an existing attack by one more, to a maximum threat range of 16-20 with 4 ranks.

IMPROVED DEFENSE — COMBAT

When you take the Defend action in combat (see **Actions** on page 80), you gain a +2 bonus to your Active Defense checks for the round.

IMPROVED DISARM   COMBAT

When you attempt to Disarm an opponent (see page 80), you have no penalty to your Attack Check and they do not get the opportunity to disarm you.

IMPROVED GRAB   COMBAT

When you make Grab attacks (see page 80), you only need to use one arm, leaving the other free. You can also maintain the grab with only one arm. You are not Vulnerable while grabbing.

IMPROVED INITIATIVE   COMBAT, RANKED

You have a +4 to your Initiative bonus per rank in this Advantage. See **Initiative** on page 70.

IMPROVED SMASH   COMBAT

When making a Smash attack (see page 81), you have no penalty on your Attack Check to hit and damage an object held by another character.

IMPROVED TRIP   COMBAT

When making a Trip attack (see page 81), you have no penalty to your Attack Check and your opponent does not get the opportunity to trip you. You also choose which skill your opponent uses to defend—Acrobatics or Athletics—rather than the target choosing.

INSPIRE   FORTUNE, RANKED

You can inspire allies to greatness. Once per scene you can take a Standard Action and spend a Hero Point to grant every ally who can see or hear you a +1 bonus on all checks until the start of your next round. This bonus improves by +1 for every additional Inspire rank you have to a maximum of 5. You do not gain the bonus, only your allies do. Multiple uses of Inspire do not stack, only the highest bonus applies.

INSTANT UP   GENERAL

You can go from prone to standing as a free action automatically without the need for an **Acrobatics** skill check.

INTERPOSE   GENERAL

Once per round, when an ally within range of your normal movement is hit by an attack, you can choose to place yourself between the attack and your ally as a reaction, making you the target of the attack instead. You suffer the effects of the attack normally. You cannot use this Advantage against area attacks or perception range attacks, only attacks requiring an Attack Check.

JACK-OF-ALL-TRADES   SKILL

You can use any skill untrained, even skills that normally cannot be used untrained (see **Untrained Skills** on page 38).

LANGUAGES   SKILL, RANKED

You can speak and understand additional languages. With one rank in this Advantage, you know one additional language. For each additional rank, double your additional known languages: two at rank 2, four at rank 3, eight at rank 4, etc. Characters are assumed to be literate in any languages they know.

LEADERSHIP   FORTUNE

Your presence reassures and lends courage to your allies. As a Standard Action on your turn, you can spend a Hero Point to immediately remove one of the following conditions from an ally who can see or hear you: **Dazed**, **Fatigued**, or **Stunned**.

LUCK   FORTUNE, RANKED

Once per round, you can choose to re-roll a die roll, as if you had just spent a Hero Point (see **Hero Points** on page 75), including adding 10 to re-rolls of 10 or less. You can do this a number of times per adventure equal to your Luck rank, with a maximum rank of 5, and your Luck Advantage refreshes at the beginning of your next adventure.

MOVE-BY ACTION   COMBAT

You can move both before and after you take a Standard Action each round. The total distance you move in a round is still limited by your movement speed, and this movement counts as a move Action as usual.

POWER ATTACK   COMBAT

When you make a Power Attack (see **Maneuvers** on page 82), you can take a penalty of up to −5 on your attack bonus and add the same number (up to +5) to the effect bonus of your attack, rather than the usual −2/+2.

PRECISE ATTACK   COMBAT, MULTI

Your careful aim allows you to ignore certain penalties in combat. Select a type of **Attack Check** (close or ranged) and choose which kind of penalty your Precise Attack ignores: either **cover** or **concealment** (see **Cover** and **Concealment** on page 79). Total cover still prevents you from making attacks at all. Each combination is its own Advantage, so ignoring penalties for both cover and concealment for all close and Ranged Attacks requires four different Precise Attack Advantages.

RANGED ATTACK   COMBAT, RANKED

You gain a +1 bonus to all Ranged Attack Checks per rank in this Advantage. For bonuses with a single type of Ranged Attack, use the **Ranged Combat** skill.

REDIRECT   COMBAT

If you successfully feint in combat (see Actions on page 80), you can redirect a missed attack against you from that opponent at another target as a reaction. The new target must be adjacent to you and within range of the attack. The attacker makes a new Attack Check with the same modifiers as the first against this new target.

SECOND CHANCE   GENERAL, MULTI

Through luck or training, you are extra-likely to avoid certain dangers. Choose a particular hazard, such as falling, being tripped, triggering traps, a particular skill with consequences for failure, mind control, or any other fairly specific power effect (such as Damage with the fire descriptor). If you fail a check against that hazard, you can make another immediately and use the better of the two results. You only get one Second Chance for any given check, and the GM decides if a particular hazard is an appropriate focus for this Advantage. You can take this Advantage multiple times, each for a different hazard.

SEIZE INITIATIVE   FORTUNE

You can spend a Hero Point to automatically go first in the initiative order. You may only do so at the start of combat, when you would normally make your initiative check. If more than one character uses Seize Initiative at the same time, everyone who used it makes Initiative checks normally and acts in order of their Initiative results before everyone else, then all the remaining characters who did not use this Advantage may act.

SET-UP   COMBAT, RANKED

You can transfer the benefits of a successful combat use of an interaction skill to one or more allies. For example, you can feint and have your target vulnerable to a friend's next attack, rather than yours. Each rank in Set-Up lets you transfer the benefit to one ally. The interaction skill check requires its normal action, and the affected allies must be capable of interacting with you (or at least seeing the set-up) to benefit from it.

SKILL MASTERY   SKILL, MULTI

Choose a Skill (see the **Skills** section). You can make Routine Checks with that skill even when under pressure (see **Routine Checks** on page 9). This Advantage does not allow you to make routine checks with skills that do not normally allow you to do so. You can take this Advantage multiple times for different skills.

STARTLE   SKILL

You can use the **Intimidation** skill to feint in combat rather than the **Deception** skill (see **Deception** on page 39). Targets resist with an **Insight** or **Intimidation** skill check, or **Will** defense (whichever is better).

TAKEDOWN   COMBAT, RANKED

If you incapacitate a minion with an attack, you can make an immediate extra attack as a free action against another minion within range and adjacent to the previous target. See **Minions** on page 113 for details. The extra attack uses the same attack and modifier as the first. You can continue making extra attacks until you miss or there are no more minions within range or adjacent to your last target.

A second rank in this Advantage allows you to attack non-adjacent minion targets, moving between attacks if necessary to do so. You cannot move more than your total

speed in the round, regardless of the number of attacks you make. You stop attacking once you miss, run out of movement, or there are no more minions within range.

TAUNT   SKILL

You can use the **Deception** skill to demoralize an opponent in combat rather than the **Intimidation** skill (see **Intimidate** on page 40). Targets resist with a **Deception** or **Insight** skill check, or **Will** defense (whichever is better).

TEAMWORK   GENERAL

You're very effective at helping your friends. When you support a team check (see **Team Checks** on page 9) you add a +5 bonus to your check. This bonus also applies to the Aid action and Team Attacks. See **Actions** and **Maneuvers** in the **Playing the Game** section for details.

ULTIMATE EFFORT   FORTUNE, MULTI

You have extraordinary skill or luck, allowing you to always succeed at some particular task when it really matters. Pick a specific type of check. You can spend a Hero Point on that check to skip rolling the die and just treat the result as a 20 (plus your appropriate modifier). This is not a natural 20 (and so does not count as a critical hit). You choose the particular check the Advantage applies to when you acquire it and the Gamemaster must approve it. You can take Ultimate Effort multiple times to apply this benefit to different specific checks. This Advantage *must* be used before you choose to roll the die for a check.

The following are some potential Ultimate Efforts. Your Gamemaster may approve others.

- **Ultimate Aim:** When you take a Standard Action to aim an attack (see **Aim** on page 80), you can spend a Hero Point to apply a 20 result to the Attack Check. Since the Ultimate Aim bonus is not a natural 20, it does not qualify as an automatic or critical hit.

- **Ultimate Resistance:** You can spend a Hero Point to apply a 20 result to a Resistance Check with one defense, such as Ultimate Toughness or Ultimate Will.

- **Ultimate Skill:** You can spend a Hero Point to apply a 20 result to checks with one particular skill, such as Ultimate Investigation or Ultimate Technology.

UNCANNY DODGE   COMBAT

You are especially attuned to danger. You are not **Vulnerable** (see **Conditions**, page 84) when surprised or otherwise caught off-guard. You can still be made Vulnerable by effects or situations that limit your mobility, such as the **Affliction** effect.

WELL-INFORMED   SKILL

You are exceptionally well-informed. When encountering an individual, group, or organization for the first time, you can make an immediate **Investigation** or **Persuasion** skill check to see if your character has heard something about them. Use the guidelines for gathering information in the **Investigation** skill description to determine the level of information you gain. You receive only one check per subject when you first encounter them. Your Gamemaster may allow another check if you encounter the subject again after several weeks or months have passed.

EFFECTS & POWERS

Most superheroes stand apart because of their super-human powers. *Mutants & Masterminds* characters can lift tanks, fly through the air, throw lightning from their hands, shoot lasers from their eyes, or any number of other amazing things. Other character may rely on strange gadgets or magical devices that let them do things their Skills and Advantages do not. This section describes these and many other powers.

Powers in *Mutants & Masterminds* are made up of **Effects**, which describe what the power does in game terms. Simple powers have just one effect, while more complex powers may have multiple effects.

Like Skills and Abilities, power effects are acquired in **Ranks**. The more ranks an effect has, the more powerful or effective it is. Each effect of a power can have its own rank.

POWER DESCRIPTIONS

Effects describe what powers do in game terms, but it is left up to define what your power is by applying **Descriptors**. Your Ranged Damage effect may be described as a "Flame Blast" or "Lightning Bolt" power, for example.

Descriptors do have some impact on the game. Some effects work only on or with effects of a particular descriptor; a character with Immunity to fire, for example, wouldn't be affected by any powers with the "fire" or "heat" descriptor. Similarly, if a hero's power comes from her mutant genetic structure, then it has the descriptor "mutant," and a trap or villain able to negate mutant powers could potentially nullify all of the hero's powers!

USING POWERS

Using powers is a fairly simple matter. Some power effects work automatically. Others—particularly those affecting someone or something else—require some effort to use, like an **Attack Check** or **Effect Check**. Powers affecting others also allow a **Resistance Check** against their effects.

EFFECT CHECKS

In some cases, you may be required to make an **Effect Check** to determine how well an effect works. An effect check is just like any other check: a d20 roll plus the effect's rank, plus any modifiers, against a **Difficulty Class** set by the Gamemaster. The results of effect checks are given in the individual effect and power descriptions.

EFFECT CHECK = D20 + EFFECT RANK + MODIFIERS VS. DIFFICULTY CLASS

ROUTINE EFFECT CHECKS

With most powers requiring a check, you may make **Routine Checks** if the situation isn't stressful or dangerous (see **Routine Checks** in **Action & Adventure**).

OPPOSED EFFECT CHECKS

In some cases, usually when one effect is used directly against another, or against a particular trait like an ability or skill, using a power requires an **opposed check** (see **Opposed Checks** in **How to Play**).

RESISTANCE CHECK

Effects targeting other characters allow a **Resistance Check**. The defense used and the difficulty class of the check depend on the effect. The Resistance Check for most non-damaging powers is equal to the effect rank plus 10:

D20 + DEFENSE RANK VS. (POWER RANK + 10)

The **Immunity** effect allows characters to automatically succeed on certain Resistance Checks.

COUNTERING EFFECTS

Sometimes the effects of one power may negate another. You might use your ice powers to extinguish a fire, or use your electricity control to shut down a robot. Two effects must have related descriptors to counter each other—light counters darkness, water counters fire, ect. In some cases powers of the same descriptor can also counter each other, such as magical or mental effects. The GM has final say whether or not one effect can counter another.

HOW COUNTERING WORKS

To counter an effect, take the ready action (see **Ready** under **Actions** on page 81), taking your action when your opponent tries to use a power.

If an opponent attempts to use a power you can counter, you and the opposing character make opposing **Effect Checks** (d20 + rank). If you win, the two powers cancel each other out and there is no effect from either. If the opposing character wins, your attempt to counter is unsuccessful and the opposing effect works normally.

COUNTERING ONGOING EFFECTS

You can also use one power to counter the ongoing effect of another, or the results of an instant effect (like flames ignited by a fiery Damage effect). This requires a normal use of the countering effect and an opposed check, as above. If you are successful, you negate the effect.

INSTANT COUNTERING

You can spend a **Hero Point** to attempt to counter another power as a reaction, without the need to ready an action to do so (see **Hero Points** on page 75).

EFFECT PARAMETERS

Each effect has certain **Parameters** describing the action needed to use the effect, who it can target, and how long it lasts. The parameters are Action, Range, and Duration.

ACTION

Using or activating an effect requires a particular amount of time. See **Actions** on page 70 for details about the different types of actions.

- **Standard:** Using the effect requires a Standard Action.
- **Move:** Using the effect requires a move Action.
- **Free:** Using or activating the effect requires a free action.
- **Reaction:** It requires no action to use the effect. It operates automatically in response to something else, such as an attack.
- **None:** It requires no action to use the effect. It is always active.

RANGE

Each effect has a default range at which it can be used.

- **Personal:** The effect works only on you, the user.
- **Close:** The effect can target anyone you touch. Touching an unwilling subject requires an unarmed **Attack Check** against the subject's **Parry** defense.
- **Ranged:** The effect works at a distance of up to (rank x 100 feet), requiring a Ranged Attack Check against the subject's **Dodge** defense. At one-quarter of the effect's maximum range, there is no modifier to the Attack Check. From one-quarter to half maximum range is a −2 Attack Check modifier. From half to maximum range is a −5 Attack Check modifier.
- **Perception:** The effect works on any target you can perceive with an accurate sense, without the need for an Attack Check. Vision is an accurate sense for all characters. See the **Senses** power for other accurate sense options.
- **Rank:** The effect's range is determined by its rank, as given in its description.

DURATION

Each effect lasts for a particular amount of time.

- **Instant:** When used, the effect occurs and ends in the same turn, although its results may linger.
- **Concentration:** You can keep the effect going by taking a Standard Action each round to concentrate. If you are incapable of taking the necessary action, or choose not to, the effect ends.
- **Sustained:** You can keep the effect going by taking a free action each round to sustain it. If you are incapable of taking the necessary action, or choose not to, the effect ends.
- **Continuous:** The effect lasts as long as you want, without any action required on your part. Once active, it stays that way until you choose to take a free action to deactivate it.
- **Permanent:** The effect is always active and cannot be deactivated, even if you want to. A permanent effect cannot be improved using extra effort (see **Extra Effort** on page 74).

EFFECT TYPES

Power effects fall into certain categories or **types**. Effects of the same type follow similar rules and provide descriptors for certain other effects. The effect types are: Attack, Control, Defense, General, Movement, and Sensory.

ATTACK

Attack effects are used offensively. They require an **Attack Check** and damage, hinder, or otherwise harm their target in some way. Attack effects require a **Standard Action** to use. Their duration is usually **Instant** although their results—whether damage or some other hindrance—may linger until the target recovers. Attack effects always allow for a **Resistance Check**.

CONTROL

Control effects grant the user influence over something, shaping an element, moving objects, creating objects from thin air. Control effects require a **Standard Action**, but can then usually be sustained as a **Free Action**. Control effects used against unwilling targets usually require an **Attack Check** and allow a **Resistance Check**.

DEFENSE

Defense effects protect, typically offering a bonus to Resistance Checks, or granting immunity to certain effects or descriptors. Most defense effects work only on the user and are subtle and **Permanent**. Some are instead activated and **Sustained** as a free action, letting your hero push their power with **Extra Effort**, but potentially leaving them unprotected if they are stunned or caught unaware..

GENERAL

General effects don't fit into any other particular category. They're not governed by any special rules other than those given in the effect's description.

MOVEMENT

Movement effects enable different ways of getting around, such as flight, swimming or running at super speeds. Others offer different modes of surface movement, like walking on walls or slithering along the ground.

Activating a movement effect is typically a **free action**, but the character must still take a move Action to actually *move* using the effect. For example, the action of the Flight effect is free and activating it grants the character a Flight speed rank equal to the effect rank. Moving that speed rank still requires a move Action. Likewise, even though Speed is a free action to activate, actually moving any distance at your increased movement rate requires a move Action.

SENSORY

Sensory effects enhance or alter the senses. Some sensory effects improve the user's senses while others grant entirely new senses or fool the senses in some way. Sensory effects are typically a **free action** to activate and sustain, or are **permanent** and always in effect.

Senses in *Mutants & Masterminds* are grouped into **sense types**, descriptors for how different sensory effects work. The sense types and some of the senses they include are:

- **Visual:** normal vision, darkvision, infravision, low-light vision, microscopic vision, ultravision

- **Auditory:** normal hearing, sonar (accurate ultrasonic), ultrasonic hearing

- **Olfactory:** normal smell and taste, scent

- **Tactile:** normal touch, tremorsense

- **Radio:** radio, radar (accurate radio)

- **Mental:** mental awareness, Mind Reading, Precognition, Postcognition

- **Special:** This is the catchall for other sensory descriptors, including unusual senses or exotic descriptors like cosmic, gravitic, magical, and so forth.

ARRAYS

Many heroes have some or all of their powers arranged in an **Array**, which is a special combination of powers that can only be used one at a time, or one power that can be used many different ways. Arrays are written like this:

> **SPELLS** (ARRAY)
>
> - **Invisibility:** Concealment 2 (Sight)
> - **Mystic Blast**: Blast 11
> - **Mystic Gate:** Teleport 5 (Extended, Portal)

Heroes may use any power from an Array they have, but must stop using one power in their Array to use another. If a hero with the above Array were hiding with their Invisibility power, they would have to turn it off and become visible again to fire a Mystic Blast or open a Mystic Gate.

Only Array powers are limited to one at a time. If your hero has an Array and additional powers, they don't have to turn off powers that aren't in the Array.

Characters can have more than one Array. If they do, they can use one power from *each* Array at a time.

MODIFIERS

Modifiers are special descriptions that can be applied to effects to change how they work or provide new options when using that power. Most of the Modifiers listed here are **Extras**, which can improve effect **Parameters** (see page 49); the **Increased Range** extra, for example, increases the range at which you can use a power by one step, from Close to Ranged to Perception. Sometimes a Modifier is a **Flaw**, which limits how the effect can be used.

Each power lists several Modifiers that might apply and what impact they have. Your power suite listing from your character template mentions what extras, if any, apply to your powers. You may also apply an extra to your power using **Extra Effort**, but doing so halves the rank of the base effect (see **Extra Effort** on page 74).

The *Mutants & Masterminds Deluxe Hero's Handbook* provides additional information on Modifiers.

REMOVABLE EFFECTS

Some effects are **Removable**, meaning the effect or power comes from a gadget, magic item, piece of technology, or other outside source that can be taken away. This is a special modifier that can be applied to any effect or group of effects. Removable effects can only be taken away if you can't resist (unconscious, frozen, etc).

Characters with Removable effects often have extra effects or training, because they don't have to cultivate those powers within themselves, but they may also face the challenge of being caught somewhere without their super powers or even having their powers stolen!

EFFECT DESCRIPTIONS

The following section describes the different types of power effects and the major effects in *Mutants & Masterminds*. The *Deluxe Hero's Handbook* has details on additional more advanced effects, as well as more detail on the basic ones.

AFFLICTION

Type: Attack • **Action:** Standard
Range: Close • **Duration:** Instant

You can cause some non-damaging effect to stun, bind, control, or transform enemies. Your Affliction has a mild effect if your target fails their Resistance Check by only a little, and more serious effects if they fail by a lot. Select what **Conditions** (page 84) your Affliction imposes (see below) and whether targets resist using Fortitude or Will defenses when you first gain this effect.

Make a Close Attack Check against the target's Parry defense. If successful, your target makes a Resistance Check against 10 + Affliction rank with the following effects:

- **Success:** No effect.
- **Failure (one degree):** The target is Dazed, Entranced, Fatigued, Hindered, Impaired, or Vulnerable.
- **Failure (two degrees):** The target is Compelled, Defenseless, Disabled, Exhausted, Immobile, or Stunned.
- **Failure (three degrees):** The target is Asleep, Controlled, Incapacitated, Paralyzed, Transformed or Unaware.

The target makes a new Resistance Check at the end of each turn to try and recover from first and second degree conditions. If a target is affected by a third degree condition, they must wait a full minute (ten turns) before and between new Resistance Checks. Success removes the condition. Failure means the current effect lasts, but doesn't get any better or worse.

Some Affliction effects target Dodge defense instead of Fortitude or Will. Targets still recover from these effects with Fortitude or Will if they fail their initial Dodge check.

MODIFIERS

Area (Burst): No Attack Check is needed; your Affliction targets everyone within a 30-ft. radius of you. Potential targets in the area may attempt a Dodge Resistance Check (DC 10 + Affliction rank); if they succeed, they evade the worst of the attack and only resist half your Affliction rank.

Cumulative: Each time your target fails to resist your Affliction, the effects worsen. Add up all the degrees of failure they've suffered against all your Affliction attacks to determine the final result.

Extra Condition: Your Affliction imposes a second condition at each degree of failure.

Increased Range: Your Affliction can hit distant targets. Instead of a Close Attack Check, you make a Ranged Attack Check against the target's Dodge defense.

CONCEALMENT

Type: Sensory • **Action:** Free
Range: Personal • **Duration:** Sustained

You can hide from one or more senses, blending into the background or moving with perfect silence. You gain total **Concealment** (see page 79) from a one or more senses while using this effect, but you are still detectable to other senses. One rank of Concealment conceals you from one common sense, such as smell or hearing, while two ranks can conceal you from all senses of a certain type, such as all sound-based senses. Concealment from visual senses requires 2 ranks for one visual sense, 4 ranks for all visual senses. With Concealment 10, you have total concealment from all sense types other than touch.

You cannot have concealment from tactile senses.

Each additional effect rank gives you concealment from another sense and two ranks give you concealment for an entire sense type. For example, a one rank "Silencing Field" may conceal you from ordinary hearing, but two ranks can conceal you from all hearing-based senses, like echolocation and ultrasound.

MODIFIERS

Attack: Your concealment effect is something you impose on someone else, like an invisibility ray or a spell that silences your enemies. A Concealment Attack is close range on it's own, but may have an Increased Range extra once it becomes an attack, just like Affliction or Damage.

Area (Cloud): No Attack Check needed; your Concealment affects a 15-foot radius sphere, giving everyone inside total concealment from the outside and from each other.

CREATE

Type: General • **Action:** Standard
Range: Ranged • **Duration:** Sustained

You can form solid objects out of nowhere. They may be made of solidified energy, "hard" water or air, transmuted bulk matter, ice, stone, or some other medium, depending on the effect's descriptors.

You can form any simple geometric shape or common object, such as a cube, sphere, dome, hammer, lens, disk, or the like. Generally, your objects can't have any moving parts more complex than a hinge. They can be solid or hollow, opaque or transparent, as you choose when you use the effect, limited by your descriptors and the Game-master's judgment. Your created objects can even support weight (like a pillar or a bridge) as if they had a Strength rank equal to your Create rank.

You can create an object with a maximum volume rank and Toughness each equal to your effect rank. Created objects can be damaged and are otherwise treated like ordinary objects. They vanish if you stop maintaining them. You can repair any damage to a created object by using your effect again, essentially "re-creating" the object. Your created objects are stationary once you have created them, although other effects can move them. Assume a created object has a mass rank equal to its volume rank.

You can try to trap someone inside one of your created objects by making a Ranged Attack Check against their Dodge defense. If you succeed, they must succeed at a Dodge Resistance Check against DC 10 + your Create Object power rank or be trapped until either they break the object or you stop maintaining this power.

MODIFIERS

Movable: You can move your created objects around as if you had the **Move Object** effect. You can even use your objects to lift and move things you haven't created.

DAMAGE

Type: Attack • **Action:** Standard
Range: Close • **Duration:** Instant

You can inflict damage on a target by making a Close Attack. The exact nature of your Damage is up to you. It can be razor claws, energy fields, or some other damaging power. The target resists with Toughness.

Strength-Based Damage: If you choose, your Damage effect can be Strength-based—something like a melee weapon—in which case you add your Strength and Damage ranks together when determining the rank of the attack. However, any decrease in your Strength reduces the amount you can add to your Damage, and negative Strength *subtracts* from your Damage! Likewise, anything that prevents you from exerting your Strength also stops you from using a Strength-based Damage effect. If you can't swing your fist, you can't swing a sword or use claws, either. On the other hand, a laser blade or acid does the same damage whether you can exert your Strength or not.

MODIFIERS

Accurate: Your Damage effect is precise. You gain a +2 bonus on Attack Checks to hit with your Damage effect.

Area (Burst): No Attack Check is needed; your Damage targets everyone within a 30-ft. radius of you. Potential targets in the area may attempt a Dodge Resistance Check (DC 10 + Damage rank); if they succeed, they evade the worst of the attack and only resist half your Damage rank.

Area (Cone): This functions like Area (Burst), except your damage affects a cone 60 feet long and 60 feet wide at the end.

Area (Line): This functions like Area (Burst), except your damage affects a line 5 feet wide and 30 feet long.

Penetrating: Your Damage can punch through hardened defenses. If a target has Impervious Protection (see page 57) and your attack normally wouldn't be strong enough to affect them, they must still make a Toughness check against your ranks in Penetrating. You cannot have more ranks in Penetrating than the damage rank for your attack.

Selective: If your damage affects a large area (a Burst, Cone, or Line), you can decide that some things in that area aren't affected. You must be able to see any given target to decide they aren't affected. If you have any Accurate senses besides vision (see **Senses**), you may use those to select targets instead.

ENHANCED TRAIT

Type: General • **Action:** Free or None
Range: Personal • **Duration:** Sustained or Permanent

You improve one of your existing traits, chosen when you take this effect. While this effect is active, you increase the affected trait by its rank. So, for example, Enhanced Strength 5 increases your Strength by 5 while it is active.

Enhanced Trait can be either Sustained or Permanent in duration, also decided when you first gain this effect. A Permanent Enhanced Trait is always in effect and can't be shut off, but you also can't make a Permanent Enhanced Trait part of an Array. A Sustained Enhanced Trait must be turned on, and turns off automatically if you are Stunned or Incapacitated.

Enhanced Trait is a power effect, rather than a natural trait, and as an effect it can be combined with Extra Effort and other effects (see **Extra Effort** on page 74).

MODIFIERS

Limited to Lifting: Enhanced Traits are sometimes limited to a specific task or use. The most common of these is Enhanced Strength (limited to lifting). This ability means you add your ranks in Enhanced Strength to your ranks in your Strength Ability to determine how much your character can lift or carry, but not for any other uses of the Strength ability, like Athletics skill checks or combat damage.

FEATURE

Type: General • **Action:** None
Range: Personal • **Duration:** Sustained or Permanent

You have one or more minor effects that may offer you some bonus or special ability in special circumstances, or just make you look cool. You can have one minor ability for every rank in the Feature effect.

It's up to the GM what abilities qualify as Features; generally, if something has no game effect, it's just a descriptor. If it has an actual in-game benefit, it may be a Feature.

Some Features may be sustained duration rather than permanent. This provides active Features a character has to use and maintain—like a glow of soundtrack—rather than constant, passive traits requiring no effort.

SAMPLE FEATURES

Glow: Your body or powers can glow about as bright as a flashlight.

Good Fortune: You always win games of chance, unless the gamemaster says otherwise (usually for story reasons).

Insulating Fur: You have a layer of fur that protects you from intense heat and cold, giving you immunity to those environments.

Internal Compartment: You can carry a portion of your carrying capacity inside your body! You have a pouch or compartment of some sort, able to hold objects with a size rank no greater than 3 less than your own; a typical human (size rank –2) can conceal a Size Rank –5 object.

Iron Stomach: You can eat anything that's not toxic without ill effects, no matter how unpleasant it may be: spoiled or particularly gross or spicy food, for example.

Mimicry: You can imitate almost any sound you've heard, giving you a +10 bonus to Deception checks to convince others your mimicked sounds are real.

Quick Change: You can change clothes—such as into or out of your costume—as a free action. With 2 ranks, you can change into any outfit at will.

Style: You have a specific useful and stylish fashion accessory that is never destroyed in superhero fights.

Special Effect: You have some special effect, like a gust of wind at the right dramatic moment, or ideal spotlighting, or personal theme music. The GM may give you a +2 bonus for favorable circumstances when your special effect is likely to impress people or otherwise aid you.

FLIGHT

Type: Movement • **Action:** Free
Range: Personal • **Duration:** Sustained

You can fly through the air or hover in place. You have a flight speed rank equal to your effect rank.

MODIFIERS

Wings: You have wings that provide you with the Flight effect, but can't be used if you are Immobilized, Restrained, or Bound. You may also not be able to fly in tight spaces, like indoor hallways.

ILLUSION

Type: Control • **Action:** Standard
Range: Perception • **Duration:** Sustained

You can generate realistic images, sounds, smells, or other sensations that aren't real. Your illusions have no effect on the real world (you can't walk on an illusion of a bridge, or eat a brick with the illusionary smell and flavor of bacon), but they may fool people who experience them into reacting the way you want. People experiencing your Illusions can recognize they are fake with a successful Insight skill check, but only if they interact with the illusion directly or otherwise have reason to believe it might be fake.

Your illusions can fill a volume rank equal to your Illusion rank. Illusion 5 could create an image that fills 30 cubic feet, or about the size of an average human.

This version of the Illusion effect allows you to make false sensations for any sense. The *Delxue Hero's Handbook* expands on this power to let you only affect only one or two specific senses at a time.

MODIFIERS

Limited to Mind: Illusions are sometimes limited to a use or target. The most common of these is "limited to minds". Your Illusion effect creates realistic hallucinations in living minds, instead of creating actual images or sounds. Illusions (limited to minds) can't affect security cameras, robots, or other opponents that don't have minds.

Selective: You can decide who or what can see, hear, or otherwise experience your Illusions. You must be able to see any given person to decide they are affected. If you have any Accurate senses besides vision (see **Senses**), you may use those to select targets instead.

IMMUNITY

Type: Defense • **Action:** None
Range: Personal • **Duration:** Permanent

You are immune to certain descriptors or effects, automatically succeeding on any Resistance Check against them. Immunity to different things requires multiple ranks, with more extensive effects requiring more ranks. You assign ranks of Immunity when you acquire them, and they can't normally be changed later.

One of the most common Immunity types is Life Support, which includes immunity to disease, poison, all environmental conditions, suffocation, starvation, and thirst and requires 10 ranks of Immunity.

Examples include the following:

1 rank: Aging, disease, poison, one environmental condition (cold, heat, high pressure, radiation, or vacuum), one type of suffocation (breathe normally underwater or in an alien atmosphere, for example), starvation and thirst, need for sleep, or a rare power descriptor (such as your own powers, a close sibling's powers, etc.).

2 ranks: Critical hits, suffocation effects (no need to breathe at all), or an uncommon power descriptor (such as chemical, gravitic, necromantic, etc.).

5 ranks: Alteration effects, dazzle effects, emotion effects, entrapment (grabbing, snares, or bonds), fatigue effects, interaction skills, or a particular Damage effect descriptor (such as bullets, cold, electricity, falling, fire, magic, radiation, sonic, etc.)

10 ranks: A common power descriptor (such as all effects with cold, electricity, fire, radiation, or weather descriptors, for example), life support (see above).

20 ranks: A very common power descriptor (bludgeoning or energy, for example).

30 ranks: All effects resisted by Fortitude or all effects resisted by Will. This level of Immunity is common for beings that are not alive (Fortitude) or do not have minds (Will).

LEAPING

Type: Movement • **Action:** Free
Range: Personal • **Duration:** Instant
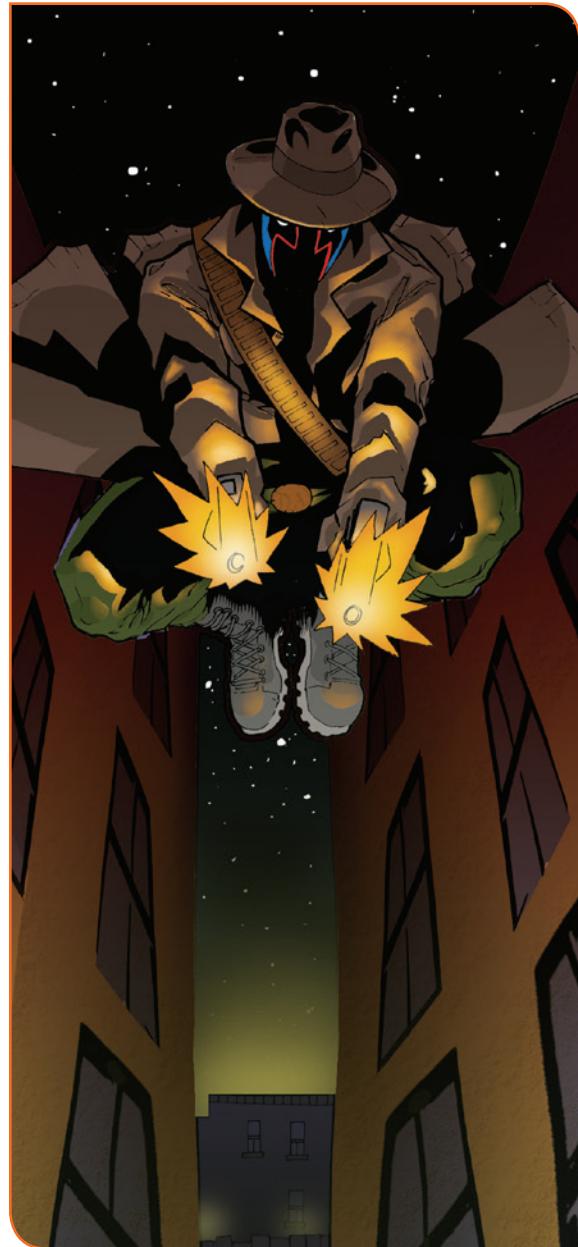
You can leap tall buildings, or otherwise cross huge distances with a single move Action. Your Leaping rank minus 2 is the distance rank you cover in a single standing jump. You can leap 15 feet at rank 1, 30 feet at rank 2, up to 1,000 miles at rank 20! You do not suffer any damage from landing after a jump, so long as it is within your maximum distance, but can still be injured by other falls.

If you can leap further than you can run in a single move Action, then you can travel at high speed by jumping, as if you had the Speed effect. The maximum speed you can achieve through the Leaping effect is rank 7 (about 250 miles per hour). If your leap distance would take you farther than this, then you spend multiple rounds in the air with each leap

MIND READING

Type: Sensory • **Action:** Standard
Range: Perception • **Duration:** Sustained

You can read another character's mind by making an opposed effect check against the target's Will check. Your degree of success determines the degree of contact: When you use this effect, your target is immediately aware of someone contacting their mind, though they may not know who.

- **Failure (two degrees):** You cannot read the target's mind and any renewed attempt in that scene requires Extra Effort (page 74).

- **Failure (one degree):** You cannot read the target's mind but can try again.

- **Success (one degree):** You can read what the target is presently thinking. Mind Reading transcends language; you comprehend the target's thoughts whether or not you share a common language.

- **Success (two degrees):** You can probe deeper into the target's mind for information. You can ask any one question each round and receive the answer from the target's mind. If the target doesn't know the answer, then you know that as well.

- **Success (three degrees):** You can read the subject's memories and recollections. This allows you to perceive them exactly as the target recalls them, one memory per round.

- **Success (four degrees):** You can read things from the target's subconscious even the target does not consciously know, like repressed or hidden memories, psychological traumas, or other personalities.

If you desire a greater degree of contact, you must take another Standard Action and make a new opposed check.

The target gets another Will Resistance Check at the end of each of your turns to shut you out of their mind; success ends the effect.

MODIFIERS

Cumulative: You can redouble your efforts to dive deeper into a target's mind. So long as you keep sustaining this effect on the same target, you may make additional Mind Reading checks and add the degrees of success to the level of success you already have, reading deeper thoughts.

Effortless: You don't need to use Extra Effort to attempt to read the same target's mind again, even if your Effect Check fails by two or more degrees.

Sesnory Link: So long as you gain at least one degree of success on a target, you can tap into their senses to see, hear, and otherwise sense what they do. Your own senses turn off while you sustain this effect, leaving you **Unaware** (see **Conditions** on page 84).

Subtle: Your target doesn't know someone has contacted their mind when you use this effect to read their thoughts.

MOVE OBJECT

Type: Control • **Action:** Standard
Range: Ranged • **Duration:** Sustained

You can move objects at a distance without touching them, like a lasso or tractor beam. Move Object requires a Ranged Attack Check first to grab a target. If successful, you may move your object as part of that same Standard Action. This effect is not considered "physical contact" or "touch" for other effects requiring it and you cannot move yourself with it (for that see the **Flight** effect).

Move Object's effective Strength for lifting and moving objects is equal to your effect rank. Objects thrown into targets as attacks base their damage off your power rank as if it were your Strength rank. When lifting (but not throwing), you may concentrate as a move Action to increase your effective Strength rank by +1 for 1 round.

Move Object cannot inflict damage directly; you can't "punch" or "crush" objects with it. You can use it to make disarm, grab, and trip attacks. See the **Playing the Game** section for details.

MODIFIERS

Area (Cone): No Attack Check is needed; your Move Object scoops up anything within a cone 60 feet wide and 60 feet long, starting with targets closest to you, until you reach your maximum lifting weight. This Modifier allows you to make either a Disarm, Grab, or Trip Maneuver against everyone standing in your area of effect as a single Standard Action. Potential targets in the area may attempt a Dodge Resistance Check (DC 10 + Move Object rank); if they succeed they evade the worst of the attack, and only resist half your Move Object rank to resist the Maneuver.

Close Range: You must be close enough to touch something to affect it with Move Object. This is often combined with Area (Cone) and other Modifiers, making a Move Object effect that starts at you and extends outward.

Perception: Your Move Object affects things at Perception range (see page 78), automatically affecting your target so long as you can see or otherwise sense their location without the need for a Ranged Attack Check first.

MOVEMENT

Type: Movement • **Action:** Free
Range: Personal • **Duration:** Sustained

You have a special form of movement.

For each rank you have in this effect, choose *one* of the following options:

Dimensional Travel: You can move from one dimension to another as a move Action. For 1 rank, you can move between your home dimension and one other. For 2 ranks you can move between a related group of dimensions (mystical dimensions, dreams, etc). For 3 ranks you can travel to any dimension known to you.

Environmental Adaptation: You're adapted to a particular environment, such as underwater, zero gravity, and so forth. You suffer none of the movement penalties associated with that environment, moving and acting normally (although you still need the **Immunity** effect to survive airless or damaging environments).

Permeate: You can pass through solid objects as if they weren't there. For 1 rank, you move at speed rank −2 through any physical object. For 2 ranks, you can move at speed rank −1 and for 3 ranks, you move at your normal speed through any obstacles. You cannot breathe while completely inside a solid object, so you either need Immunity to Suffocation or have to hold your breath.

Safe Fall: So long as you are capable of action, you can fall any distance without harm. You can also stop your fall at any point along a distance so long as there is a handhold or projection for you to grab.

Slithering: You can move while prone at your normal ground speed and suffer no circumstance penalty for making attacks while prone.

Space Travel: You can travel faster than the speed of light through the vacuum of space, but *not* in a planetary atmosphere! This effect does not provide protection from the rigors of outer space (for that, see the **Immunity** effect).

Swinging: You can swing through the air at your normal ground speed rank, using a swing-line you provide or available lines and projections like tree limbs, flagpoles, vines, telephone- and power lines, and so forth.

Trackless: You leave no trail and cannot be tracked normally (although you can still be tracked using scent or other means). You can walk across the surface of soft sand or snow without leaving tracks.

Wall-Crawling: You can climb walls and ceilings at your ground speed rank −1 with no chance of falling and no need for an Athletics check. You are still Vulnerable while climbing, however. For 2 ranks, you climb at your full speed rank and are not Vulnerable while climbing.

Water-Walking: You can stand or move at your normal ground speed on the surface of liquids without sinking. If you fall prone for any reason, you sink normally. For 2 ranks, you can also lie prone on a liquid surface without sinking; you only sink if you choose to.

PROTECTION

Type: Defense • **Action:** None
**Range:** Personal • **Duration:** Permanent

Protection safeguards against damage, giving you +1 to your Toughness defense per rank. Protection 4 gives you +4 Toughness, for example.

MODIFIERS

Impervious: Your Protection is especially resistant. If the total damage rank of an attack against you is equal to or less than half your ranks in Impervious, the attack has no effect. Impervious doesn't prevent attacks that require a Dodge, Fortitude, or Will Resistance Check instead (although sometimes those defenses may also be made Impervious).

Impervious Toughness: Sometimes, a hero or villain will have the Impervious modifier applied directly to their Toughness defense instead of to a Protection effect. Impervious Toughness works exactly like Impervious Protection, rendering attacks harmless if their total damage rank is equal to or less than half your Impervious ranks.

Sustained: Protection is normally Permanent, protecting you at all times. It can instead be Sustained in duration (see page 49), requiring you to activate it, and turning off automatically if you are Stunned or Incapacitated. You can use **Extra Effort** to improve Sustained Protection.

QUICKNESS

You can act and think at incredible speed, though you can't necessarily *move* at great speeds (for that, see the **Speed** effect).

Subtract your Quickness rank from the normal time rank needed to perform a task to determine how long it takes you. So, for example, if you have Quickness 7, a routine task normally requiring an hour (time rank 9) takes you (9 – 7 = time rank 2) 30 seconds! You can only use Quickness to speed up tasks you can perform as a **Routine Action**. Non-routine checks and combat actions are not affected by Quickness.

MODIFIERS

Mental Only: Your Quickness only applies to tasks that require your mind and not your body, such as mathematics, designing machines, composing music, or reading.

Physical Only: Your Quickness only applies to tasks that require your physical body but not much mental attention, like repetitive physical labor and rote hobbies.

REGENERATION

You heal very quickly. Every minute, you automatically remove a number of Bruises equal to your Regeneration rank. Once your Bruises are removed, you then recover a number of other damage conditions from failed Toughness checks (usually Dazed, Staggered, and Incapacitated) equal to your Regeneration rank each minute, starting from your most severe condition.

Spread this recovery out evenly over a minute (10 action rounds). With Regeneration 5, you remove a Hit every other round, with Regeneration 10 you remove a Hit every round, and with Regeneration 20 you remove two Bruises every round!

MODIFIERS

Source: Your Regeneration only works when you have access to a particular source of food, nourishment, or raw material to replenish yourself, such as blood, electricity, sand, scrap metal, sunlight, etc.

SENSES

Type: Sensory • **Action:** None
Range: Personal • **Duration:** Permanent

One or more of your senses are improved, or you have sensory abilities beyond the normal five senses. Allocate ranks in Senses to the following effects. Some options require more than one rank, noted in their descriptions.

Accurate: An accurate sense can pinpoint something's exact location. You can use an accurate sense to target something in combat. Visual and tactile senses are already accurate. *2 ranks for one sense, 4 for an entire sense type.*

Acute: You can sense fine details about anything you can detect with a particular sense, allowing you to distinguish between and identify different subjects. Visual and auditory senses are already acute. *1 rank for one sense, 2 for an entire sense type.*

Analytical: Beyond acute, you can perceive specific details about anything you can detect with a particular sense, such as chemical composition, exact dimensions or mass, frequency of sounds and energy wavelengths, and so forth. You can only apply this effect to an already acute sense. *1 rank for one sense, 2 for an entire sense type.*

Awareness: You can sense the use of effects of a particular descriptor with a DC 10 Perception check (–1 check modifier per 10 feet distance). Examples include Cosmic Awareness, Divine Awareness, Magical Awareness, Mental Awareness, and so forth. *1 rank.*

Communication Link: You have a link with a particular individual, chosen when you acquire this effect, who must also have it. The two of you can communicate over any distance. Choose a sense type as a communication medium, mental is common for psychic or empathic links. *1 rank.*

Danger Sense: When you would normally be surprised in combat, make a DC 10 Perception check: One degree of success means you're not surprised, so you don't suffer any conditions from being surprised, but can't act during the surprise round. Two degrees of success mean you are not surprised and may act during the surprise round. Failure means you are still surprised. *1 rank.*

Darkvision: You can see in complete darkness as if it were normal daylight. *2 ranks.*

Detect: You can sense a particular item or effect by touch with a Perception check. Detect only indicates the presence or absence of something and is not acute or accurate. For 2 ranks you can detect things at range with a –1 penalty to your Perception check per 10 feet distance. *1 or 2 ranks.*

Direction Sense: You always know what direction north lies in and can retrace your steps through any place you've been. *1 rank.*

Distance Sense: You can accurately and automatically judge distances you can accurately perceive. *1 rank.*

Extended Sense: Your range with a sense is increased by a factor of 10 for each rank in this option. *1 rank.*

Infravision: You can see in the infrared portion of the spectrum, allowing you to perceive heat patterns. Darkness does not provide Concealment for objects differing in temperature from their surroundings (like people). *1 rank.*

Low-Light Vision: You ignore penalties to visual Perception checks for poor lighting, so long as it is not completely dark. *1 rank.*

Microscopic Vision: You can see extremely small things. For 1 rank you can see dust-sized objects, cellular-sized for 2 ranks, DNA and complex molecules at 3 ranks, and individual atoms at 4 ranks. *1 to 4 ranks.*

Penetrates Concealment: A sense with this effect ignores concealment from obstacles. Vision that Penetrates Concealment sees right through opaque objects, for example, and hearing that Penetrates Concealment is unaffected by sound-proofing or intervening materials. *4 ranks.*

Radio: You can hear radio frequencies including AM, FM, cellular, police bands, and so forth and listen in on their broadcasts. This sense is ranged, radius, and acute by default. *1 rank.*

Radius: You can make Perception checks with a radius sense for any point around you. Subjects behind you cannot use Stealth to hide from you without some other Concealment. Auditory, olfactory, and tactile senses are normally radius. Cost is 1 rank for use with one sense, 2 ranks for an entire sense type. *1 or 2 ranks.*

Tracking: You can follow trails and track using a particular sense. DC to follow a trail is 10, modified by circumstances, as the GM sees fit. You move at your speed rank –1 while tracking. For 2 ranks, you move at full normal speed while tracking *1 or 2 ranks.*

Ultra-Hearing: You can hear very high and low frequency sounds, like dog whistles or ultrasonic signals. *1 rank.*

Ultravision: You can see ultraviolet light, allowing you to see normally at night by the light of the stars. *1 rank.*

SPEED

Type: Movement • **Action:** Free
Range: Personal • **Duration:** Sustained

You can run at superhuman speeds. You have a ground speed rank equal to your effect rank. This improves all forms of movement based on ground speed.

TELEPORT

Type: Movement • **Action:** Free
Range: Rank • **Duration:** Instant
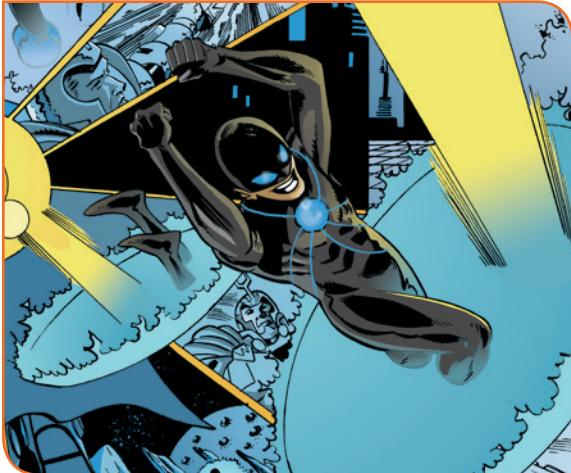
You can move instantly from place to place without crossing the distance in between. You can teleport yourself and up to 50 lbs. (mass rank 0) of additional mass a distance rank equal to your Teleport rank as a move Action.

You can only teleport to places you can accurately sense or know especially well (in the GM's judgment). You retain your position and relative velocity when you teleport. So if you are falling when you teleport, you are still falling at the same speed when you arrive at your destination.

MODIFIERS

Accurate: You don't need to know or see your destination to teleport there, just be able to generally describe it, such as "inside the capitol building lobby" or "the Emerald Tower's roof." If the destination isn't in your Teleport range, nothing happens.

Change Velocity: You can change your speed mid-teleport, allowing you to teleport off a speeding train or out of a fall without hurting yourself.

Easy: You are not Dazed or Vulnerable after an Extended teleport (see below).

Extended: You can teleport much further by using two move Actions in a row. Increase the distance rank you can teleport by +8. Doing this is draining, and you are Dazed and Vulnerable for one round after an Extended teleport.

Increased Mass: Every rank in Increased Mass increases how much you can bring with you when you teleport. You can even teleport people or creatures with you if your Increased Mass is high enough to include their weight. Unwilling passengers get a Dodge Resistance Check to avoid being taken along.

Turnabout: You can take a Standard Action mid-way through your teleport, or teleport, act, and teleport again, in a single round, so long as the total distance moved isn't greater than your Teleport rank. This otherwise functions like the **Move-By Action** Advantage.

ADVANCED POWERS

These **Advanced Powers** are super powers created using the base **Effects** listed in the preceding pages and applying various **Modifiers** (both those listed in the previous section, and new ones presented in the *Deluxe Hero's Handbook*) to create a final, unique ability to fit a superhero concept. This selection of powers describes abilities possessed by the hero archetypes in the **Creating Characters** section on pages 14–29, as well as powers possessed by villains in the **Rogues Gallery** beginning on page 112. Hundreds of additional powers can be created using the effects and modifiers, from obvious superhuman powers like energy control and magic to effects that reflect extraordinary training like special martial arts attacks.

These **Advanced Powers** are about twice as powerful as basic effects, or about as powerful as an **Effect** with a single **Extra**. Heros and villains who do not have one of these advanced powers may use **Extra Effort** to transform one of their effects into one with a **Power Stunt** (see page 74), but at half the rank (So Damage 10 could become Blast 5). If a hero or villain uses Extra Effort to Power Stunt one of these advanced powers, they may exchange it for another Advanced Power of the same rank, or to gain a base effect at the same rank with a single extra added on to it.

AURA

Type: Attack • **Action:** Reaction
Range: Close • **Duration:** Sustained

You can surround your body with a damaging aura, like an electrical field, burning flames, or sharp spines. Anyone you touch or who touches you while your Aura is active must make a Toughness Resistance Check against a **Damage** effect equal to your Aura rank. You can turn your Aura on and off at will as a free action.

BLAST

Type: Attack • **Action:** Standard
Range: Ranged • **Duration:** Instant

You can fire a projectile or bolt of energy, using the **Damage** effect but with **Ranged** range. Your blast might be a beam of energy, a projectile like an arrow, bullet, throwing blade, a shard of ice or rock, a laser, or some similar effect. You make a Ranged Attack Check against the target's Dodge defense. The attack's damage rank equals your power rank.

MODIFIERS

Indirect: Normally, a Blast begins at your body or a weapon you hold. An Indirect Blast can come from a different source or point in a different direction, and may be useful for firing around corners or surprising an opponent. Your Blast's origin and target must both be within range of your Blast. **Indirect 1** always begins at a certain point but fires away from you (like a shockwave

that comes from your feet, or from the air five feet in front of you). **Indirect 2** can begin at any point but always fires away from you, or always begins at a certain point but doesn't have to fire away from you (like an bolt of electricity that arcs up and back down, or a pillar of fire twenty feet in front of you that fires straight up). **Indirect 3** can come from any point in a certain direction (like calling down lightning from the sky). **Indirect 4** can originate anywhere and fire in any direction.

Penetrating: Your Blast can punch through hardened defenses. If a target has Impervious Protection (see page 57) and your attack normally wouldn't affect them, they must still make a Toughness check against your ranks in Penetrating. You cannot have more ranks in Penetrating than the total damage rank for your attack.

Ricochet: Your Blast can bounce off surfaces to make tricky shots, avoid cover, or change direction. Your blast can bounce a number of times equal to the Ricochet rank (a Blast with Ricochet 3 can bounce of the wall, the ceiling, and a pillar before hitting your target). The bounce doesn't harm the surface it hits, and a Blast with Ricochet can't strike multiple targets at once.

Strength-Based: Your Blast depends on muscle power, like a thrown weapons or a super-strength shockwave. Your Blast rank adds to your Strength Ability to determine the damage rank of the attack. If your Strength Ability increases or decreases, so does the damage rank your Blast can inflict.

BURST

Type: Attack • **Action:** Standard
**Range:** Ranged • **Duration:** Instant

You can project some damaging effect like the **Blast** power, above, except when the Burst reaches its target, it explodes to hit everything in a 30-foot radius sphere. A Burst can be ball lightning, a fireball, grenade, shockwave, or similar effect. You don't make an Attack Check to aim your Burst, just say where you want to hit. Any target within the area of the Burst makes a Dodge Resistance Check (DC 10 + Burst rank). Anyone who fails the Dodge check must resist Damage equal to the Burst's rank. Anyone who succeeds at the Dodge check instead resists against a damage rank equal to half Burst's rank (round down). Targets with total cover (see **Cover** on page 79) from the center of a Burst aren't affected by it.

DARKNESS

Type: Attack • **Action:** Standard
Range: Ranged • **Duration:** Sustained

You can fill an area with absolute darkness or blinding smoke. Everything in the area of effect has total visual Concealment (see **Concealment** on page 79), both from others in the area and from anyone outside your Darkness. The maximum area your Darkness can cover is a sphere whose diameter is a distance rank equal to your Darkness rank, but you may make it smaller. You can't automatically see through your own Darkness.

DAZZLE

Type: Attack • **Action:** Standard
Range: Ranged • **Duration:** Instant

You can overwhelm one of the target's senses with a attack, like a beam of blinding light, an overwhelming stink, a deafening sound, or mud flung in a enemy's face. Choose what sense your Dazzle affects and whether targets resist with Fortitude or Will defenses when you first acquire this power. Make a Ranged Attack Check against the target's Dodge defense. If successful, your target makes a Resistance Check against 10 + Dazzle rank and checks the results against the following:

- **Success:** No effect.
- **Failure (one degree):** The target sense is **Impaired**, for a –2 penalty to any checks involving it.
- **Failure (two degrees):** The target sense is **Disabled**, for a –5 penalty to any checks involving it.
- **Failure (three degrees):** The target sense is completely **Unaware**: The target automatically fails Perception checks involving the sense, and everything has total Concealment from that sense.

The target makes a new Resistance Check at the end of each turn to try and recover from first and second degree conditions. If a target is affected by a third degree condition, they must wait a full minute (ten turns) between Resistance Checks. Success removes the condition. Failure means the current effect lasts, but doesn't get any better or worse.

Multiple Dazzle attacks against the same target stack. If your target is already visually Disabled, for example, another visual Dazzle attack will leave them Blinded if they fail their Resistance Check by even one degree.

ENERGY CONTROL

Type: Control • **Action:** Standard
Range: Ranged • **Duration:** Sustained

You can generate, control, and project some type of energy, such as cold, electricity, fire, force, magnetism, radiation, or even cosmic energy, in a damaging blast like the **Blast** power.

Energy Control is essentially Blast with a special descriptor, and where it really shows its potential is in the various Arrays or power stunts you can perform using the energy you control (see **Extra Effort** on page 74).

FORCE FIELD

Type: Defense • **Action:** Free
Range: Personal • **Duration:** Sustained

You surround your body with a protective energy field, giving you **Protection** equal to your Force Field rank. You can turn your force field on or off at will as a free action.

Because Force Field is a Sustained power, you can use Extra Effort to improve its rank temporarily (see page 74).

MODIFIERS

Impervious: Your Force Field is extra tough. If the total damage rank of an attack against you is equal to or less than half your ranks in Impervious, the attack has no effect. Impervious doesn't prevent attacks that require a Dodge, Fortitude, or Will Resistance check instead (but sometimes those defenses may be made Impervious).

INVISIBILITY

Type: Sensory • **Action:** Free
Range: Personal • **Duration:** Sustained

You can vanish from sight, gaining total **Concealment** from all visual senses. Other senses can still detect you.

MENTAL BLAST

Type: Attack • **Action:** Standard
Range: Visual Perception • **Duration:** Instant

You can attack targets' minds with blasts of "mental force." Choose a target you can see or sense. No Attack Check is required. The target makes a Will Resistance Check against a damage rank equal to your Mental Blast rank. Mental Blasts do not work on targets immune to effects resisted by Will, such as inanimate objects. You can only direct a Mental Blast at things you can target with an Accurate sense (usually vision and touch; see the Senses effect).

MIND CONTROL

Type: Attack • **Action:** Standard
Range: Visual Perception • **Duration:** Instant

You can force others to obey your mental commands. Choose a target you can accurately perceive. Your target makes a Will Resistance Check against 10 + Mind Control rank and checks the results against the following:

- **Success:** No effect.
- **Failure (one degree):** The target is **Dazed**; they may only take free actions and a single standard or move Action each round.
- **Failure (two degrees):** The target is **Compelled**; they may only take free actions and a single standard or move Action each round, but you decide what those actions are.
- **Failure (three degrees):** The target is **Controlled**; you decide all of their actions each turn.

The target makes a new Resistance Check at the end of each turn to try and recover from first and second degree conditions. If a target is affected by a third degree condition, they must wait a full minute (ten turns) between Resistance Checks. Success removes the condition. Failure means the current effect lasts, but doesn't get any better or worse.

Multiple Mind Control attacks against the same target stack. If your target is already Dazed, for example, another Mind Control attack will leave them Compelled if they fail their Resistance Check by one degree.

SNARE

Type: Attack • **Action:** Standard
Range: Ranged • **Duration:** Instant

You can trap a target with bonds of ice, glue, webbing, bands of energy, or whatever else suits your descriptors. Make a Ranged Attack Check against the target's Dodge defense. If successful, your target makes a Dodge Resistance Check against 10 + Snare rank and checks the results against the following:

- **Success:** No effect.
- **Failure (one degree):** The target is **Hindered** and **Vulnerable**; they move at half speed and halve their Active Defenses (Dodge and Parry).

- **Failure (two degrees):** The target is **Defenseless** and **Immobilized**; they cannot move from where they are and their Active Defenses (Dodge and Parry) are reduced to 0.

The target makes a check at the end of each turn to try and break free from your Snare, using either damage (including the damage from Strength) or Sleight of Hand checks. Success removes the condition. Failure means the current effect lasts, but doesn't get any better or worse.

Multiple Snare attacks against the same target stack. If your target is already Hindered and Vulnerable, for example, another Snare attack will leave them Defenseless and Immobilized.

MODIFIERS

Split: You can divide your ranks in the Snare power between multiple targets as a single attack. For example, you could divide Snare 10 to hit one target with Snare 3 and another with Snare 7, or hit both with Snare 5. Make a single Attack Check and compare the result against both targets' Dodge defenses.

STUN

Type: Attack • **Action:** Standard
Range: Ranged • **Duration:** Instant

You can strike a target with an attack that temporarily confuses them, shorts out their nervous system, or knocks them silly, without causing physical damage. This might be a bio-shock, intense pain, a stun ray, or some similar effect based on your descriptors. Choose whether targets resist with Fortitude or Will defenses when you first acquire this power. Make a Ranged Attack Check against the target's Dodge defense. If successful, your target makes a Resistance Check against 10 + Stun rank and checks the results against the following:

- **Success:** No effect.
- **Failure (one degree):** The target is **Dazed**; they may only take free actions and a single standard or move Action each round.
- **Failure (two degrees):** The target is **Stunned**; they cannot take any actions, even free actions.
- **Failure (three degrees):** The target is **Incapacitated**; they are Defenseless, Stunned, Unaware, and fall Prone unless somehow held up.

The target makes a new Resistance Check at the end of each turn to try and recover from the Dazed or Stunned conditions. If a target is Incapacitated, they must wait a full minute (ten turns) between Resistance Checks. Success removes the condition. Failure means the current effect lasts, but doesn't get any better or worse.

Multiple Stun attacks against the same target stack. If your target is already Dazed, for example, another Stun attack will leave them Stunned if they fail their Resistance Check by one degree.

GADGETS & GEAR

From blaster rifles to anti-gravity belts, teleportation rings, and battlesuits, heroes and villains develop all manner of gadgets. Villains are forever coming up with doomsday machines and fiendish deathtraps while heroes use all sorts of gear to aid them in their fight for justice. Common criminals are always looking for a leg up, whether it's using firearms or strange technology. Most gadgets and accessories in *Mutants & Masterminds* are divided into **Devices** and **Equipment**.

Devices are rare, powerful, and difficult to destroy. They can ignore the rules of science and recreate incredible powers.

Equipment, on the other hand, is everything mundane and capable of being mass produced. It is much easier to find, but also easier to break or take away, and much more limited in what it can do.

Devices and Equipment have one important thing in common: they aren't a built-in part of a character, and so any abilities they provide aren't there if a character doesn't have access to their gadget. If a criminal drops their pistol, they can't shoot someone. If a hero is caught out in public without their magic sword, then they can't use any of the special powers that sword provides, even if those abilities make up most of their superhero identity.

The trade-off is that Devices and Equipment are easier to gain than built-in superpowers, leaving characters who rely on them with more time and energy to focus on Skills or Abilities. A martial artist may need to study for years to punch through a brick wall as easily as a hero with a hammer, but that martial artist can never have their fists taken away.

DEVICES

A **Device** is an item that provides one or more super power effects beyond the normal abilities of modern science. It might be high-tech, alien, or magical, but it is almost always wondrous and unique, and almost impossible to reproduce or buy in a store.

A Device is generally just a way of describing a **Removable** effect (see page 50).

Most Devices can only be taken away from their wielder when they are unconscious, helpless, or willing, though your GM may decide that some small, hand-held Devices can be taken away with a successful Disarm maneuver. A shrink-ray might be simple enough to knock out of your enemy's hand, for example, but you couldn't Disarm a magical gauntlet or technological suit of power armor without subduing the villain first.

Because a Device is usually central to a character concept, it should be difficult or impossible to damage. Destroying a Device should only happen for dramatic story reasons, and a GM should replace the Device by the beginning of the next adventure. A GM may replace a destroyed device with the same thing, or work with the player to create a completely new Device with powers on par with the previous one.

EQUIPMENT

Like a Device, **Equipment** provides some bonus or effect a character doesn't have on their own. Equipment is generally limited to what is available according to the technology of the setting (though alien civilizations may have different standards for what counts as Equipment).

Unlike a Device, Equipment is considered cheap and easily replaced, so players and GMs aren't limited in how easy a piece of Equipment is to destroy or take away. The Disarm maneuver can easily remove a piece of equipment unless it is something firmly strapped to a character (like armor), and the Smash maneuver can break it normally.

Replacing Equipment should be as easy as breaking it. Criminals may have more guns at their hideout, heroes can order new lockpicks online, and hackers can purchase a replacement computer. These are all background elements, assumed to happen off-screen in between major scenes in an adventure, and don't actually cost characters any real resources.

Because Equipment is simple and commercial-grade, the bonus from Equipment don't stack with bonuses from other sources, and you can't use Extra Effort to get more out of a piece of equipment like you could your own powers or even a Device.

ACQUIRING EQUIPMENT

A hero generally has the sorts of things on-hand that someone with their lifestyle would carry. A teenage hero would have a phone and notebooks. A wealthy entrepreneur would have a nice car and downtown apartment. But none of these are really crimefighting supplies. For Equipment that helps a hero in their adventures, characters must have the Benefit (equipment) Advantage (see page 43). For each rank you have in the Benefit (equipment) Advantage, you may select 5 pieces of general equipment (see below), or a single weapon or armor.

More advanced options may count as multiple ranks in the Benefit Advantage. The Cost entry on the tables below shows how many ranks in the Benefit (Equipment) Advantage is needed to acquire that armor or weapon.

Your GM may also choose to reward you in an adventure with temporary or even permanent access to new equipment. These rewards do not require ranks in the Benefit Advantage.

GENERAL EQUIPMENT

General equipment is simple and straightforward. It allows you to make checks you normally wouldn't be able to make—like tools or a computer for Technology checks—or takes away a mild penalty, like a flashlight or fire extinguisher. You may also have **masterwork equipment** that provides a +2 bonus on checks using it, but a piece of masterwork equipment counts as two selections.

ARMOR

Most armor offers basic protection as if it were ranks in the Protection effect (see page 57), but sometimes specialized armor offers additional or different benefits. A flame-retardant superhero costume with armor plates sewn in might offer Immunity to fire, while a space suit provides Immunity to all environmental conditions. Shields make a character harder to hit, rather than making them more resistant to damage, and so improve a character's Dodge and Parry defenses rather than their Toughness.

| ARMOR	EFFECT	COST
Armored Costume	Protection 2, Immunity 1 (fire)	1
Bulletproof Vest	Protection 4, Limited to Ballistic, Subtle	1
Chain-mail	Protection 3	1
Full-plate	Protection 6	2
Riot Armor	Impervious Protection 4	2
Space Suit	Protection 2, Immunity 10 (Life Support)	3
Shield, Medium	+2 Dodge, +2 Parry	1
Shield, Large	+3 Dodge, +3 Parry	2
Undercover shirt	Protection 2, Limited to Ballistic, Subtle	1
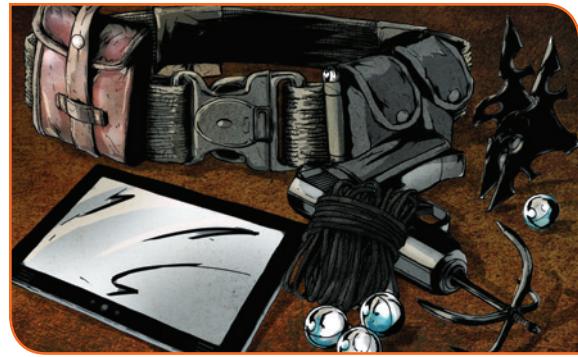
WEAPONS

Weapons generally act like ranks in the Damage effect or Blast Advanced Power. Some weapons provide different Effects (such as the taser's Affliction), or provide free Advantages. These Effects and Advantages only apply to attacks made with the weapon.

Most close weapons (except the Stun Gun) are Strength-based and add the character's Strength to their total Damage rank. Thrown weapons (like the boomerang) are also Strength-based.

CLOSE WEAPON	EFFECT	COST
Battleaxe	Damage 3	1
Brass Knuckles	Damage 1	1
Chain	Damage 2, Improved Grab, Improved Trip	1
Club	Damage 2	1
Knife	Damage 1, Improved Critical	1
Spear	Damage 3, Improved Critical	1
Stun Gun	Affliction 5 (Dazed, Stunned, Incap.)	1
Sword	Damage 3, Improved Critical	1
Warhammer	Damage 3	1

RANGED WEAPON	EFFECT	COST
Blaster Pistol	Blast 5	2
Blaster Rifle	Blast 8	4
Bolos	Snare 3	2
Boomerang	Ranged Damage 1	1
Bow	Blast 3	2
Crossbow	Blast 3, Improved Critical	2
Flamethrower	Cone or Line Area Damage 6	3
Grenade Launcher	Burst Area Blast 5	3
Pistol	Ranged Damage 4	2
Rifle	Blast 5	2
Rocket Launcher	Burst Area Blast 10	6
Sniper Rifle	Blast 5, Improved Critical	3
Taser	Ranged Affliction 5 (Dazed, Stunned, Incap.)	3

THE BRAND NEW SUPERHEROES WANT TO PLAY, HUH?

THINK YOU'RE GOING TO BEAT ME, **MINDFIRE**

LET ME BE THE FIRST TO *CHANGE YOUR MINDS.*

OKAY, THIS IS A FIGHT. EVERYONE GIVE ME INITIATIVE CHECKS TO SEE WHO GOES FIRST.

20!

6.

16.

11.

AND A 19 FOR MINDFIRE.

ULTRA GOES FIRST

SORRY MA'AM, BUT YOU'RE BEING A PUBLIC DANGER!

I WANT TO DROP HER FAST, SO I WANT TO USE MY **POWER ATTACK** ADVANTAGE TO SUBTRACT 5 FROM MY ATTACK ROLL AND INCREASE MY DAMAGE BY 5!

MINDFIRE'S **PARRY DEFENSE** IS A 9, SO YOU NEED TO ROLL A 19 OR BETTER.

MINDIFRE'S TURN

YES! MY TURN!

MINDFIRE'S **MENTAL BLAST** POWER IS PERCEPTION RANGE. IT AUTOMATICALLY HITS IF SHE CAN SEE YOU.

AW, MAN...

WIFF!

I ROLLED A 13. PLUS 8 FOR MY CLOSE COMBAT SKILL, MINUS 5 FOR MY POWER ATTACK.

ULTRA, ROLL A DC 25 **WILL** RESISTANCE CHECK.

WAIT, SHE DIDN'T MAKE AN ATTACK CHECK YET!

WILL RESISTANCE CHECK... I ROLLED AN 8. PLUS 10. 18.

PLAYING THE GAME

You're enjoying a sunny day in the park with your favorite romantic friend and a cool, refreshing drink, quietly thankful for these precious few moments of peace in your hectic life. But what's that sound? Screaming? Crashing? Trouble is coming! A robot ten cars tall stomps through the street, scattering panicked citizens before it and firing strange weapons indiscriminately.

Do you rush in to fight the robot toe-to-toe with your superstrength? Blast it with your energy projection powers? Analyze it with your technical genius and try to find a weak point? Or do you focus on the innocent people running from the mechanical menace, helping get them to safety? Who even sent a 30-foot robot to rampage through town? Those don't just pop up with the seasons. And where is your romantic interest? Are they *really* taking photos at a time like this?!

This is just a typical introduction scene to a *Mutants & Masterminds* adventure, and the kinds of things you will need to consider for your own character. What are their priorities, what are their strengths, and what risks are they willing to take? And, inevitably, what could possibly go wrong?

SCENES

A *Mutants & Masterminds* game is a little like writing a story with your friends, by the seat of your pants, with the added excitement of rolling dice just when things get dangerous. There are a lot of exciting stories you can tell and strange discoveries to be made.

Like a comic book, movie, or television show, a game of M&M is broken up into **Scenes**. You don't need to follow your character while they file their taxes, work their day job, or pick up their costume at the cleaner (unless those are fun or compelling moments for you). Instead, you get to step in during the fun, tragic, or life-threatening bits. A scene doesn't need to cover any set amount of time. Some

scenes might be fun character development, talking with an off-duty reporter or describing your amazing dance moves at the club. Others might be more carefully tracked, like the **Action Rounds** (see page 70) used for combat.

A scene generally ends when you and the other players agree to move on. You've talked as much as you need with the witnesses, the bank robbers are glued to the wall and ready for the police to pick up, or the villain has escaped with her jetpack, so it's time to move on. After that, you begin the next scene and the next development or challenge in the story. Different characters may even go off to do different things in radically different scenes—your

square-jawed patriot may talk to the press while the shadowy crimefighter breaks into a shady corporate agent's office to riffle through files. Part of the GM's job is to guide what scenes should happen to help keep the story along moving along and focused.

There are four basic kinds of scenes:

CHALLENGES
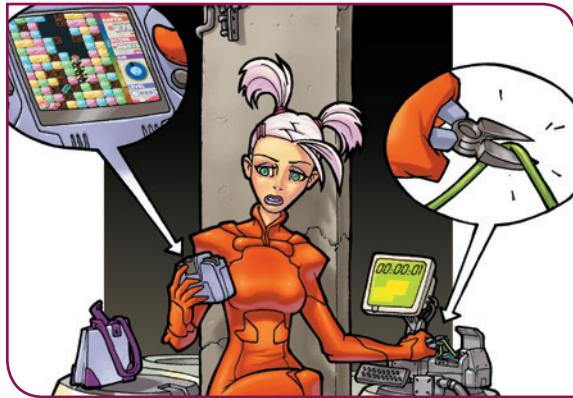
Challenge scenes present the characters with some sort of danger they need to face or escape, or some goal they want to reach, usually with a short time limit. It could be a tidal wave approaching the city, or an elaborate death-trap, or needing to decipher an alien language before the invading armada destroys the world. Challenges are usually broken up into turns of **Action Rounds** (see page 70) to help track how much time remains until disaster strikes. Challenge scenes don't usually involve fights (see **Conflicts**), but sometimes a scene might mix a Conflict with a Challenge to add to the danger. For more information on Challenges, see page 76.

CONFLICT

Conflict scenes are fights. Superheroes get into a *lot* of fights, usually with criminals or villains, but sometimes with other heroes, or government agencies, or personifications of their own inner demons. Whoever the opponent, fights are measured in **Action Rounds** (see page 70), with each person involved taking turns to trade blows, use powers, or show off their skills. For more information on Conflicts, see page 78.

INVESTIGATION

Investigation scenes rely heavily on each character's skills and powers to piece together a mystery, solve a crime, or figure out where to go next in the story. They might be the familiar image of a detective scouring the crime scene for clues, but investigation scenes can also involve talking to other characters, or breaking into buildings to search their records, or a hero using her powers to delve into someone's mind or the past and see what happened or what will happen. Unlike Challenges and Conflicts, the heroes aren't usually on a timer and you don't need to track how long investigations take, though a doing badly in an investigation could lead to a Conflict or Challenge (if the heroes alert guards, or set off alarms), or make an upcoming Challenge or Conflict more difficult (since the villain has had more time to prepare).

ROLEPLAY

Roleplay scenes are those times when it's more important to play up your character than it is to roll checks. Roleplay scenes help the world feel more realistic, help you understand what your character's life is like, and let you feel like a real hero or heel. Roleplay scenes might involve talking to reporters (or law enforcement, or a crowd of fans, or kids), taking your sweetheart on a date that you hope isn't interrupted by random crime, running errands for your sick uncle, or making an impassioned plea to a fallen hero to coax them back to the light. Roleplay scenes often have fewer skill checks than other scenes, though you may still roll for skills like Persuasion, Deception, Intimidate, Insight, and others depending on the scene of the opposition you face. Likewise, you don't usually need to track time in roleplaying scenes. The goal is to have fun and develop your personal story.

ACTION ROUNDS

When it's important to track how long something takes, or which character gets to act first, *Mutants & Masterminds* tracks time in **Action Rounds**, or simply **Rounds**. An action round is a few seconds of time, or two or three panels in a comic book—just enough time for everybody to do something once. There are about ten rounds in a minute.

During a round, each character involved takes their turn, and can perform one **Standard Action**—something complex that requires focus—and one **Move Action**—a simpler action that doesn't need as much attention. There are other actions your character can take as well.

Once everyone has taken a turn, a new round begins, and play continues until the scene is over—your character escapes the trap, stops the danger, or defeats the villains.

Not every scene needs to be tracked in action rounds. You'll use them mostly in Conflicts and some Challenges. Players can decide among themselves who goes first when grilling a witness, for example, and you don't need to track how long it takes to build a supercomputer in six-second intervals.

Remember that each character involved during an action round gets a turn, including player characters and any characters controlled by the GM. Players decide what actions their characters perform on their turns, while the GM handles everyone else's turn. If a character is nearby but not involved in the action (innocent bystanders, a news crew recording the characters, or a mastermind observing from the shadows), you don't have to include them in the action round.

INITIATIVE

To figure out who gets to go when in a Conflict, everyone involved rolls an **Initiative Check**:

Initiative Check: D20 + INITIATIVE MODIFIER

The higher the result of your Initiative Check, the faster you get to act in the round. The highest result goes first, followed by the next highest, and so on until everyone has gotten to take a turn.

If two characters roll the same number for their Initiative Check, whoever has the highest Initiative Modifier goes first. If both characters have the same Initiative Modifier, then whoever has the highest Agility goes first, and the highest Awareness if both characters have the same Agility. If there is still a tie, each tied player should roll a die, with the highest roll going first.

Characters use the same Initiative check result each following round. If characters join a Conflict after it begins, the newcomers roll an Initiative Check when they join in and act when their turn comes up.

INITIATIVE MODIFIER

You Initiative Modifier is equal to your Agility Ability, plus any bonuses from other sources, like the Improved Initiative Advantage.

SURPRISE

Sometimes enemies leap out to ambush, or teleport in unexpectedly, or a hero gets the drop on a villain. Characters will usually be surprised when they fail a Perception check to notice an opponent.

If any characters in the Conflict are surprised, then the action begins with a **surprise round**. Everyone involved in the Conflict makes Initiative Checks as usual. Surprised characters do not act on the surprise round. They are **Stunned** and **Vulnerable** until the next round (see page 84). Characters who aren't surprised may act, but can only take a Standard Action and Free Actions during the surprise round.

DELAYING

You are always free to pick a lower Initiative Check result than the one you actually rolled, letting other characters act before you take your turn. This is called **Delaying**. You can delay immediately or in a later round, but once you pick a lower Initiative Check result, that becomes your new result for the rest of the Conflict. If you delay until the end of a round, you can act first the next round.

ACTION TYPES

There are four kinds of actions your character can take: **Standard**, **Move**, **Free**, and **Reaction**.

Some situations (like the surprise round) and conditions (like being Dazed) limit the number or type of actions you can take during your turn.

STANDARD ACTION

A **Standard Action** allows you to do something quick but complex, like attacking someone, using a Skill, Advantage, or power. The **Actions** section (page 80) gives you more information on what you can do with a Standard Action.

You can use your Standard Action to perform a Move Action instead, giving you two Move Actions in one turn. For example, you can stand up *and* move your speed (two Move Actions), or pick up an object and put it in your utility belt (two Move Actions).

MOVE ACTION

A **Move Action** is a simpler task that requires less attention than a Standard Action, like walking (or flying, or swimming), standing up, picking something up, or something similarly simple. Possible Move Actions are listed detailed in the **Actions** section (page 80).

FREE ACTION

A **Free Action** is simple and fast and requires almost no attention, such as dropping something you were holding, falling to the ground, speaking, or stopping any activity you were already doing. You can perform as many free Actions each round as your GM thinks is reasonable.

REACTION

A **Reaction** is something easy and fast that you can do as a reflex. A Reaction is like a Free Action, but doesn't even need to be your turn.

TAKING YOUR TURN

When it is your turn in the Initiative order, Here is everything you do:

1. START YOUR TURN

The Gamemaster tells you when it is your turn. When you start your turn, you should end any effects or conditions that last "until the start of your next turn".

2. TAKE ACTIONS

You get one Standard and one Move Action each turn. You can exchange your Standard Action for an additional Move Action instead. You can also perform as many free actions on your turn as you wish.

Perform your actions in any order that you want, but you cannot usually "split" an action. For example, you can move (move Action) and then attack (Standard Action) or attack and then move, but you cannot move half your distance, attack, and then move the other half unless you have some special trait that lets you to do so.

3. EXTRA ACTION?

You can spend a **Hero Point** (page 75) to take an extra Standard or Move Action on your turn, either before or after your other actions.

4. END YOUR TURN

At the end of your turn, you should:

• End any effects or conditions that last "until the end of your turn".

• Make any necessary Resistance Checks to recover from ongoing effects like Affliction.

• Tell the GM and other players that your turn is finished, allowing the next character to take their turn.

DEFENSES & DAMAGE

Defenses are measured in Ranks, like Abilities, Skills, and Effects. Each Defense is based off an Ability, but may be higher thanks to Effects, Advantages, and other bonuses.

Dodge is based on Agility and is used to avoid Ranged Attacks and evade dangers that fill a large area. Dodge is an **Active Defense**.

Fortitude is based on Stamina and is used to resist disease, poison, transformation, and other physical dangers.

Parry is based on Fighting and is used to avoid Close Attacks. Parry is an **Active Defense**.

Toughness is based on Stamina and is used to resist physical damage if an attack hits.

Will is based on Awareness and is used to resist psychic powers, illusions, stress, and other mental dangers.

DEFENSE CLASS

Add each defense rank to 10 to determine your **Defense Class** against attacks. This is the DC of opponents' Attack Checks against you:

DEFENSE CLASS = DEFENSE + 10

Each Defense has its own Defense Class. Most of the Attack Checks in *Mutants & Masterminds* will target your **Parry Defense Class** (for melee attacks like fists and swords) or **Dodge Defense Class** (for distance attacks like energy beams and firearms). Some magic or psychic attacks may instead target your **Will Defense Class**.

ACTIVE DEFENSES

It is hard to avoid a blow you don't know is coming. Dodge and Parry both require attention and awareness, and are called **Active Defenses.** Two common **Conditions** (see page 84) may affect your Active Defenses: **Vulnerable** and **Defenseless**.

Vulnerable halves the rank of your Active Defenses. Halve your Defense Rank *before* adding it to 10 to determine your Defense Class when Vulnerable.

Defenseless Reduces your **Active Defenses** to 0, so most Attack Checks will hit you if they roll a 10 or higher.

RESISTANCE CHECKS

When an attack successfull hits, or if an effect automatically hits, your characetr will try to resist its effects with a **Resistance Check** against the effect of hazard's difficulty.

RESISTANCE DIFFICULTY = EFFECT RANK + 10

Toughness Resistance checks are a little different. See the **Damage** section for details

The Resistance Check result determines what happens. Some effects (like damage, or the **Affliction** effect), may have additional consequences for every **degree of failure** you score during your Resistance Check.

ONGOING EFFECTS

Some effects stick around until you successfully resist them with a Resistance Check. These are called **Ongoing Effects**.

You make a new Resistance Check against an ongoing effect at the end of your turn each round. A successful check ends the effect and removes conditions it causes. A failure means the effect's conditions remain. Different Effects nd Powers will describe the results of Resistance Checks in more detail, and some delibitating effects only allow a new Resistance Check once each minute.

DAMAGE

Most attacks in *Mutants & Masterminds* cause damage. A successful attack with a Damage effect requires the target to make a **Toughness Resistance Check**.

TOUGHNESS VS. [DAMAGE RANK + 15]

A Toughness Resistance Check has a DC equal to the Damage Rank +15 (instead of the +10 most other Resistance Checks use).

- **Success :** The damage has no effect.
- **Failure (one degree):** You take a **Hit**. For every Hit you have, apply a −1 circumstance penalty to Resistance Checks against damage.
- **Failure (two degrees): Dazed**. You take a **Hit** and you are **Dazed** until the end of their next turn.
- **Failure (three degrees): Staggered**. You take a **Hit** are are **Staggered**. If you are already staggered, apply the fourth degree of effect.
- **Failure (four degrees): Incapacitated**. You are **Incapacitated**—usually knocked out.

If an Incapacitated character fails a Damage Resistance Check, the character's condition shifts to Dying. A Dying character who fails a Damage Resistance Check is dead.

DAMAGING OBJECTS

You can damage nonliving things just like other targets, but the Dazed and Staggered results have no effect on inanimate targets, since they do not take actions. Objects capable of action—like cars, robots, or laser turrets—can be Dazed and Staggered normally.

Inanimate objects are Defenseless, and you may use the **Finishing Attack** (see **Maneuvers**) if you wish to inflict additional damage.

Attacking an object held or worn by another character is a Smash Attack (see **Maneuvers**).

One degree of failure applies a Hit to an object, imposing a −1 penalty on Toughness checks. Two degrees of failure on the Toughness check break an object, while three or more degrees of failure mean the object is destroyed. The Toughness ranks of some common materials are:

MATERIAL	TOUGHNESS
Paper, Soil	0
Glass, Ice, Rope	1
Wood	3
Stone	5
Iron	7
Reinforced Concrete	8
Steel	9
Titanium	15
Super-alloys	20+

RECOVERY

Targets with a Stamina rank remove one damage condition each minute they rest, starting from their worst condition (Incapacitated) and working back (Hits). So an injured hero recovers from being Incapacitated, then from being Staggered, Dazed, and finally removes one Hit each minute until fully recovered.

Objects and characters without a Stamina rank do not recover from damage on their own. Instead, they must be repaired, requiring time and an appropriate skill check, such as Technology.

Characters can sometimes suffer other conditions or setbacks (see the **Conditions** section of this chapter), from being mind-controlled to transformed into frogs. Each Effect describes how it affects a character and how they recover from its effects. Characters generally recover from those conditions once they have made a successful Resistance Check to overcome the ongoing effect.

DEATH

Characters rarely die in comic books and the *Mutants & Masterminds* rules also make character death a rare problem. Characters can usually only die if they are already Incapacitated and an enemy continues to attack them, which usually means someone is actively trying to kill them. Even then, dying characters have opportunities to stabilize and stave off death. It takes a second active effort to kill a dying character outright, so accidental death due to a single bad die roll is all but impossible for the major characters. See the Dying condition in the **Conditions** section for details. Even with all this, popular superheroes rarely stay dead for very long.

Note that none of this applies to **Minions** (see page 113), who can be killed simply with a successful attack and the attacker saying they intend to kill the minion.

The Gamemaster can also kill off supporting characters to suit the story. The greater "resilience" of main characters is not because they are physically any different or tougher, just that they are more important to the plot.

EXTRA EFFORT

Superheroes rarely let themselves be defined by their ordinary limitations. They routinely face threats far more powerful than themselves. That's when superheroes dig deep and give it their all! To simulate this part of superhero stories, Mutants and Masterminds uses **Extra Effort**!

Extra Effort lets your character push themselves to the limit, straining their body and mind to do just a *little* better when it really counts.

When you use **Extra Effort**, your character gains the **Fatigued** condition (you move at half your normal speed). A Fatigued character who uses Extra Effort becomes **Exhausted** (you move at half speed and take a −2 penalty on all checks). An Exhausted character who uses Extra Effort passes out.

You don't suffer the negative consequences of Extra Effort until the beginning of your next turn after using it, so you can use Extra Effort to save the day and not worry about passing out until afterward. You may also spend a Hero point (see the opposite page) to immediately recover from the strain of using extra effort, preventing your condition from worsening.

Using extra Effort is a Free Action.

Because Extra Effort is an extraordinary and costly move, the bonuses you get from it can increase your powers or bonuses beyond the normal Power Level limits (page 32).

When you use Extra Effort, you may do one of the following:

Action: You gain an extra Standard Action or Move Action to use during your turn.

Bonus: You gain a +2 bonus on a single check you're about to make, or improve a small (+2) bonus on that check to a +5 bonus.

Power: You immediately increase the rank of one of your Effects by +1 until the beginning of your next turn. You can't increase effects with a Permanent duration using Extra Effort.

Power Stunt: You can use a super power in a new or novel way, like using your Blast power to launch yourself into the air or use your Mind reading ability to send Affliction-style confusing feedback. When you use a Power Stunt, you may either trade one of the Modifiers on your Effect for a different effect, trade one of your Effects for the same ranks in another Effect with the same number of Modifiers, trade an Effect with one or more Modifiers for the same ranks in an Advanced Power, or trade your Advanced Power for the same ranks in another Advanced Power or the same ranks in one Effect with one Modifier. Your GM has final say over what Power Stunts make sense and what are impossible; using your fire Blast power to create obscuring or choking smoke is fine, but using it to gain Mind Control wouldn't work.

Resistance: You may immediately make another Resistance check to recover from an ongoing condition, like the Affliction Effect.

Retry: Some Effects, such as Mind reading, don't allow you to retry a fail check using them unless you use Extra Effort first, reflecting how draining a battle of wills can be.

Speed: You may increase your rank in one speed by +1 until the start of their next turn, doubling your speed. If you have a Movement Effect, you can select which speed is increased.

Strength: You may increase your Strength Ability Rank by +1 until the start of your next turn, doubling your lifting capacity for one round.
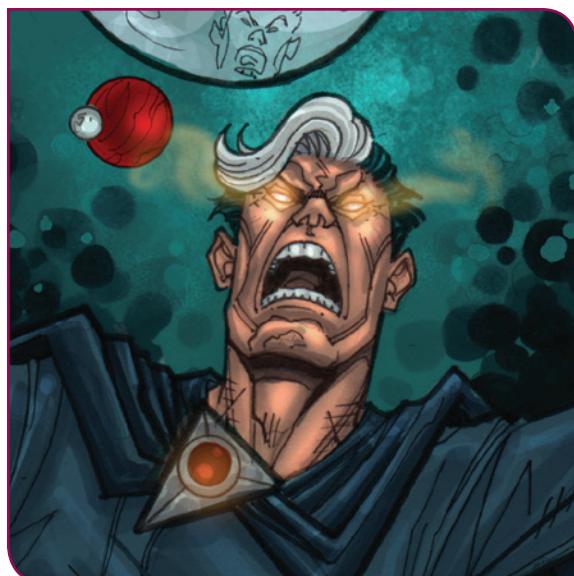
HERO POINTS

Sometimes skill just isn't enough, or bad luck ruins your best efforts at heroism. But in comics and movies, superheroes always manage to overcome the odds, find a lucky break, or see small acts of kindness earlier in the story return to help them out later.

Mutants & Masterminds uses **Hero Points** to represent a character's good fortune, kind acts, and the general tendency for good to triumph over evil at the end in superhero stories. Spending a Hero Point allows a character to turn the tide in their favor with a sudden bit of good luck or unexpected twist in the story.

While Extra Effort represents a hero pushing themselves to do better, Hero Points are the good things a hero has already done catching up with them when they need it most!

You gain Hero Points by acting heroically or dealing with the messy complications of life, and spending a Hero Point lets you momentarily change the odds in your favor. When you spend a Hero Point, you may do one of the following:

Re-Roll: You may re-roll a single check you just made and take the better of the two results. If the die on your reroll shows a 1-10, add +10 to the result.

Edit the Scene: You may make a small change to the description of the scene or environment, or add some new element to help your or you allies out. After the corrupt politician monologues about his evil scheme, you might spend a Hero Point to declare that the microphone or cameras were on the whole time. If an electricity-wielding villain is about to win, you might spend a Hero Point to say a storm has rolled in, raining and forcing the villain to flee to prevent her powers from shorting out. You GM has to approve any edits, and generally edits can only help you, not automatically let you win.

Inspiration: You gain a flash of insight or otherwise stumble across an important clue. You might figure out the trick to escaping a villain's deathtrap, or trip over important evidence at a crime scene. The GM decides exactly what you find or what deduction you put together.

Gain an Advantage: You gain a single Advantage (see page 42) until the end of your next turn. For rankled Advantages, you only gain a single rank, and you can't get any Fortune Advantages using a Hero Point.

Instant Counter: You can attempt to counter one opposing power or effect (see page 48) with one of your own as a Free Action.

Recover: You immediately remove the Dazed, Fatigued, or Stunned conditions

GAINING HERO POINTS

Every player gains a Hero Point automatically at the beginning of an adventure. You can gain additional Hero Points whenever your **Complications** (see page 30)—important character quirks and weaknesses—make your life more difficult. Your GM may also reward you with a Hero Point when you act heroically (especially when it makes the adventure more difficult or gives the villain an opening), such as saving a bus full of schoolchildren instead of fighting, or whenever they introduce a heinous plot twist that puts you at a disadvantage.

All your saved up Hero Points go away at the end of an adventure, and you start over with the automatic 1 Hero Point every character gets, so spend your Hero Points when it feels important, especially during the adventure's thrilling climax!

THE LIMITS OF HERO POINTS

Because they reflect your character's own passion and can-do spirit, you can usually only spend Hero Points on things that affect your character or their actions directly. You can't spend a Hero Point to let your teammate re-roll a failed Toughness check, for example, but if your friend is down for the count and the villain is about to take another shot, you can spend a Hero Point to gain the Interpose Advantage and intercept the next attack.

CHALLENGES

A **Challenge** is a dangerous situation, where characters must take action and make Ability, Skill, or Power Checks, but which do not involve direct Conflict.

Some Challenges are quick and involve only a single character and check, such as a hero making a daring leap or tricking a guard.

More complex Challenges, or **Challenge Sequences**, are more involved and require the efforts of a whole team, such as clearing all of the people out of a burning building or searching the entire city for an escaped criminal.

Challenges are different from ordinary checks because there are consequences if you fail— often an inconvenience, but sometimes series injuries for the hero or bystanders.

The Challenges given in this section are by no means the only possible ones. They simply cover the major "building blocks" Gamemasters can use to create Challenges in their games and offer examples. Feel free to come up with your own Challenges to test the heroes' abilities and give the players an opportunity to come up with clever plans of their own.

At the GM's discretion, creative use of your powers may allow you to make an Effect Check in place of a Skill Check, provide a bonus on your Skill Check, or succeed on a Challenge automatically. A hero who can fly, for example, doesn't need to succeed at an Athletics check to leap across a chasm.

Some plans and tasks are too complicated to be a single Challenge, and may be broken up across multiple scenes.

CHALLENGES AND INITIATIVE

Challenges may or may not involve **Initiative Checks**, depending on the nature of the Challenge.

If all of the characters get a turn in a Challenge and it does not particularly matter who goes first, then the Gamemaster can ignore initiative. For example, if the heroes all have to leap across a chasm, then it is a Challenge they must all complete, and it does not matter which of them goes first or last in doing so.

With other Challenges, it does matter who goes first, particular when the Challenge is timed in some fashion. For example, if the GM determines that part of a burning building will collapse after three rounds, rolling an Initiative check helps the GM decide which heroes go before the collapse and who does not quite act fast enough. The GM should also roll an Initiative Check for any traps or hazards that injure characters or change the situation.

CHALLENGE SEQUENCES

A **Challenge Sequence** is made up of a series of checks rather than one or two. It represents a more involved or detailed Challenge for the heroes. While a simple Challenge might involve breaking down a door or figuring out a lock, a Challenge sequence could be a lengthy investigation, searching for someone who has gone missing, or convincing an NPC of the heroes' good intentions.

A Challenge sequence can involve several checks of the same sort or different ones, such as a Persuasion check to get the heroes on good terms with the King of Atlantis, an Expertise check to explain the danger the kingdom faces, and an Insight check to realize the king's advisor has something other than the best interests of the kingdom and royal family at heart. Similarly, heroes might make Perception checks to pick up on clues, Investigate checks to gather and analyze them, and Expertise checks to figure out the villain's riddle behind them.

CHALLENGES AND CONSEQUENCES

Challenges have some reward for success—usually overcoming the Challenge and moving on to the next part of the adventure—and some consequence for failure. The consequences might be missing a vital clue, or giving opponents more time to prepare. This may make later parts of the adventure more difficult for your heroes.

Other consequences for failing a Challenge include applying **Conditions** (see page 84); for example, failing a wilderness survival Challenge may result in the heroes suffering from Fatigue or Exhaustion. Failing a Challenge to cross a chasm could mean the hero falls and suffers damage. The GM decides the consequences of failure based on the Challenge and the needs of the story.

SAMPLE CHALLENGE SEQUENCES

Each of these Challenge sequences lays out the problem at hand, as well as how much time each turn represents, what checks are appropriate, how many success are needed to defeat the Challenge, the consequences of failing or taking too long, and finally any special rules unique to that Challenge. Your Gamemaster will decide the appropriate DCs for a Challenge's checks.

AGGRESSIVE INTERVIEW

The heroes find themselves interviewed on live media by an aggressive reporter, hoping to catch them in a lie or tear down their image.

Time: 1 minute
Checks: Deception (to distract with clever wordplay), Expertise (Journalism, Pop Culture; to be informed), Insight (to read the real motive behind questions), Persuasion (to be charming).
Success: Outmaneuvering an amateur blogger requires 3 successes, while going up against a professional requires 6 successes.
Consequences: If the PCs fail two checks, they are rattled for the next day, gaining the Impaired condition for 24 hours (likely only affecting a few specific Abilities or Skills). If the PCs can't score enough successes after 5–10 minutes, their public image suffers and they meet more hostility over the next few days.

DEATHTRAP ESCAPE

The heroes find themselves trapped in a chamber as the walls close in to crush them. They must open the doors or blast through a wall

Time: 3 rounds
Checks: Damage (to blast through a wall), Technology (to pick the door lock)
Success: Breaking out requires a total of 5 successes.
Consequences: The walls close in at the end of the third round, inflicting Damage 12 each round after.
Special: Heroes may prevent the walls from advancing each round with a successful Strength check, or an Effect Check with Move Object or an effect that creates barriers. Multiple heroes can combine their efforts on these checks.

HACK A SECURE NETWORK

A secure computer network contains vital clues or the ability to shut down a villain's master plan. But that network lies behind physical *and* digital security, and the heroes must first reach the secure computer.

Time: 20 minutes
Checks:
   Reaching the Computer: Deception (to act like you below), Technology (to pick locks), Stealth (to sneak past security)
   Accessing the System: Deception (to con passwords out of users), Technology (to brute force through the code)
Success: Each hero needs 2 successes to reach the computer. Once accessed, hacking the computer requires 5 successes.
Consequences: If heroes fail two checks to reach the computer, they alert security and may have to fight guards or retreat and try again. If the heroes fail 3 checks, the network locks them out, and they must find a new way of getting what they need.
Special: Heroes whose powers have an electricity control or machine control description may make Power Checks to access the network.

SEARCH THE CITY

A criminal escapes, or an important figure goes missing. Can the heroes find them in time?

Time: 1 hour
Checks: Expertise (Criminal, Law Enforcement, Streetwise), Intimidation (to shake down criminals), Investigation (to track down clues), Persuasion (to ask locals), Speed (to physically search at high speed)
Success: Finding someone who is lost or kidnapped requires 3 successes. Finding someone who doesn't want to be found requires 5 or more successes.
Consequences: If the heroes take too long finding a lost civilian, they may find their target in poorer health. If tracking a villain, taking too long allows that villain more time to escape or prepare.
Special: Heroes with the Contacts Advantage can make two Investigation checks in a single turn. Sense effects like Accurate olfactory may allow a hero to use the Perception skill on this Challenge.

CONFLICTS

A **Conflict** is when two or more characters face off against each other. Most Conflicts in *Mutants & Masterminds* are fights, but could also be races, sports matches, head-to-head hacking-any situation where the characters' condition and strategies might change every round instead of being a straightforward collection of checks with a single consequence at the end.

Each turn you may perform one **Standard Action** and one **Move Action** in whatever order you like.

Conflicts are almost always tracked in **Action Rounds**. Each character involved rolls an **Initiative Check**, then takes their turn attacking or outwitting their opponent, or trying to achieve their goals. A Conflict ends when one side is knocked out, surrenders, flees, or achieves their goals.

ATTACK CHECKS

To hit another character with an attack—your fists, a blaster, your powers, or almost anything else—you roll an **Attack Check**. When you make an Attack Check, roll the die and add your bonus with that attack.

ATTACK CHECK = D20 + ATTACK BONUS VS. DEFENSE CLASS

If your result equals or exceeds the target's Defense, your attack hits and may have some effect.

Close Attack Checks must equal or exceed your opponent's **Parry Defense Class**.

Ranged Attack Checks must equal or exceed your opponent's **Dodge Defense Class**.

CRITICAL HITS

When you make an Attack Check and get a natural 20 (the die actually shows a 20), you automatically hit, regardless of your target's Defense. If your Attack Check would also hit your target's Defense Class, your natural 20 is a **Critical Hit** (sometimes called a "crit").

A Critical Hit increases the DC to resist the attack's effect (the Damage, or Resistance Check DC) by +5.

CRITICAL MISSES

When you make an Attack Check and get a natural 1 (the d20 comes up 1), you automatically miss, even if your Check Result still exceeds your target's Defense Class.

RANGE

An attack has one of three ranges: **Close**, **Ranged**, and **Perception**.

A **Close** attack can only affect a target you can physically reach.

A **Ranged** attack can affect a target at a distance. A Ranged Attack has a short range up to its rank x 25 feet, at which it has no penalties. At medium range (up to rank x 50 feet), the Attack Check has a –2 circumstance modifier. At long range (up to rank x 100 feet), the Attack Check has a –5 circumstance modifier. Ranged attacks cannot go beyond long range; a target further away is out of range and cannot be attacked.

A **Perception** attack automatically hits a target you are able to detect or perceive with an Accurate sense (sight and touch, unless you have special powers). With Perception range attacks, you don't need to roll an Attack Check.

Mutants & Masterminds does not focus on tracking exact distances between combatants, apart from determining if they are adjacent (and therefore within Close range) and whether or not they can see each other (and are therefore within Perception range). The rest is left for the GM to describe and adjudicate as desired.

PERCEPTION AND AREA EFFECTS

Perception and Area effects do not require Attack Checks, they automatically affect a character or area. Because of this, these attacks cannot score **Critical Hits** or misses. Perception and Area attacks cannot be improved with **Maneuvers** (see page 82). They are reliable tools, but not very graceful.

CONCEALMENT

You need to know where a target is to attack it. If you can perceive something with an accurate sense (vision and touch, unless you have a **Sense** effect) then you can target it with an attack. If you cannot clearly perceive the target, then it has **Concealment** from you.

Partial Concealment applies a −2 circumstance penalty to your Attack Check for not being able to clearly perceive your target. It includes conditions like dim lighting, foliage, heavy precipitation, fog, or smoke.

Total Concealment applies a −5 circumstance penalty to your Attack Check for not being able to perceive the target at all, and you may need to make a successful Perception check just to know the right area to attack. It includes conditions like total darkness, heavy smoke or fog, etc.

COVER

Hiding behind a barrier helps protect you (or your enemies) from attacks. Obstructions that do not physically block attacks but simply make the target harder to perceive—such as curtains, fog, or foliage—provide concealment rather than cover. If a target is completely behind cover, then you cannot attack that target.

Partial Cover applies a −2 circumstance penalty to your Attack Check. It generally means about half of the target is behind cover, such as around a corner, or behind a tree, pillar, or low wall.

Total Cover applies a −5 circumstance penalty to your Attack Check, with three-quarters or more of the target behind cover, like a narrow window, or behind a wall.

Cover also grants a circumstance bonus to Dodge Resistance Checks against area effects equal to its penalty to Attack Checks, so long as the target has cover from the origin point of the effect. So someone behind total cover also gains a +5 to Dodge checks against area effects.

YOUR COMBAT TURN

When you find yourself in combat, here are the steps:

1. ROLL INITIATIVE

Roll d20 + Initiative modifier. Highest Initiative goes first.

2. WAIT YOUR TURN

While other players take their turns, be polite, be encouraging, and have fun. Pay attention in case something they do changes the scene—KOing a villain, aiding you, asking for help, or in case you need to roll a Resistance Check.

3. TAKE YOUR TURN

See page 71 for mor details on taking your turn.

> **3.1.** If you attack, make an Attack Check; d20 + Attack modifier.
>
> **3.2.** Compare your Attack Check result to your opponent's Defense Class-Parry for Close attacks, Defense for Ranged Attacks.
>
> **3.3.** If your Attack Check succeeds, your target makes a Resistance Check against your attack (usually a Toughness Resistance check against your Damage rank + 15).

4. END YOUR TURN

Roll a Resistance Check against any ongoing effects, then let the other players know you are done.

5. LET OTHER PLAYERS' TAKE THEIR TURNS

Finish out the round by paying attention to other players' turns (including the Gamemaster).

6. START A NEW ROUND

Go back to Step 2 and wait fr your turn to come up.

NO COVER!

PARTIAL COVER

−5 PENALTY
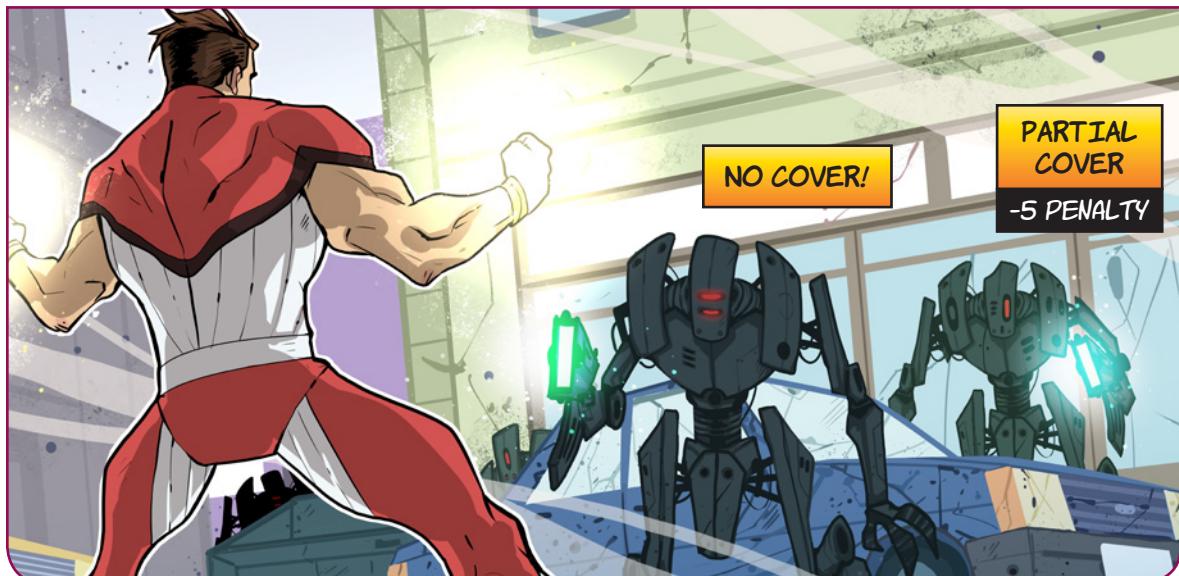
ACTIONS

The most common actions characters take during action time are described here. The GM should use these as guidelines for dealing with any unusual actions players might try.

AID   STANDARD ACTION

If you are close enough to attack an opponent, you can attempt to aid an ally engaged in close combat with that opponent as a Standard Action. You make an Attack Check against DC 10. If you succeed, you don't actually hit or affect the opponent, but instead grant your ally a +2 bonus on an Attack Check against that opponent or a +2 bonus to Defense against that opponent's attacks (your choice) until the end of your ally's next turn. Three or more degrees of success grant a +5 bonus instead.

AIM   STANDARD ACTION

By taking a Standard Action to carefully aim, you get a bonus to hit when you make the attack. If you're making a Close attack, or a Ranged attack at Close range, you get a +5 bonus on your Attack Check. If you're making a Ranged attack from a greater distance, you get a +2 bonus. Once you aim, your next action *must* be to attack or else the bonus ends. Taking a different action spoils your aim.

You are Vulnerable while aiming and it requires a Free Action to maintain your aim before you make your attack. If you are unable to maintain it, you lose its benefit.

ATTACK   STANDARD ACTION

With a Standard Action, you can make an Attack Check against any opponent within the attack's range. If the attack is an area effect or perception range, no Attack Check is needed. See the specific attack's description for what happens if your attack is successful.

CHARGE   STANDARD ACTION

You rush forward to attack. You move your speed rank in a mode of movement available to you in a relatively straight line towards your target. At the end of your movement, you perform a Close attack against your opponent with a −2 circumstance penalty to the Attack Check.

You can combine a charge action with a move Action, allowing you to move up to twice your speed: your speed rank as a move Action, then again when you charge.

COMMAND   MOVE ACTION

Issuing a command to a character under your control—a minion or a thrall—requires a move Action. If you want to issue different commands to different characters or groups, each one requires a move Action (so you can issue two commands per round as two move Actions).

DEFEND   STANDARD ACTION

You focus on defense instead of attacking. Until the start of your next turn, if anyone attacks you, you may make an opposed check using the relevant Defense against their Attack Check instead of relying on your Defense Class. Add 10 to any roll of 10 or less on these Defense Checks, just as if you spent a Hero Point, so your roll will always be at least an 11.

The attacker must equal or exceed your Defense Check result in order to hit you.

DISARM   STANDARD ACTION

You attempt to knock an item—such as a weapon—out of an opponent's grasp. Make an Attack Check against the defender with a −2 penalty. If you attempt to disarm with a Ranged Attack, you instead have a −5 penalty. If your attack succeeds, make an opposed check of your attack's Damage Rank against the defender's Strength Rank. If you win, the defender drops the object.

If you made the disarm attempt unarmed, you can grab the dropped object as a Free Action. If you make a disarm attempt with a melee weapon and lose the opposed check, the defender may immediately attempt to disarm you as a Reaction; make another opposed damage vs. Strength check. If this disarm attempt fails, you do not get an additional attempt to disarm the defender.

DROP PRONE   FREE ACTION

Dropping to a prone position is a Free Action, although getting up requires a Move Action (see **Stand**). While prone, you can only move by crawling. You crawl at your normal ground speed −1 rank (or half your normal speed).

ESCAPE — MOVE ACTION

You attempt to escape from a successful grab (see **Grab**). Make an Athletics or Acrobatics Check against the routine check total of your opponent's Strength or grab effect rank +10. If you succeed, you end the grab and can move away from your opponent, up to your normal speed minus one rank. If you fail, you are still grabbed.

GRAB — STANDARD ACTION

You attempt to grab a target. Make a Close Attack Check against the target. If successful, make an opposed check using your Strength rank against the target's Strength or Dodge rank (their choice).

- **Failure:** You grab the target, but fail to hold them.
- **Success (one degree):** You grab your target, granting them the **Restrained** condition (Hindered, Immobile, and Vulnerable).
- **Success (two degrees):** You pin your target, granting them the **Bound** condition (Defenseless, Immobile, and Impaired).

You can attempt to improve an existing hold with another grab action on a later turn. Any degrees of success are cumulative, but if you fail, the target escapes.

You are **Hindered** and **Vulnerable** while grabbing or holding an opponent. You can maintain a successful grab as a free action each turn, but cannot perform other actions requiring your arms while doing so.

You can drag a **Restrained** or **Bound** target along with you when you move. The target may resist with an opposed Strength Check against your Strength. If it fails, you move and the target moves with you. If the target's Resistance Check succeeds, you can't move unless you release them.

You can end a grab (releasing your target) as a Free Action. If you are unable to take a free action maintain the hold, the target is automatically released. A target can attempt to escape from a grab as a move Action (see **Escape**).

MOVE — MOVE ACTION

You can move up to your normal speed rank in any movement mode you have as a Move Action. This means rank 0 ground speed for most people (up to 30 feet). If you choose to move twice on your turn (taking two Move Actions) then you move your speed rank each time.

You can make a DC 15 Athletics check as a free action to run faster: one or more degree of success increases your ground speed rank by +1 for one round. **Extra Effort** can also increase your speed rank by +1 for one round (see **Extra Effort** on page 74).

READY — STANDARD ACTION

Readying lets you prepare to take an action later, after you would normally act on your initiative, but before your initiative on your next turn. Readying is a Standard Action, so you can move as well.

You can ready a single Standard, Move, or Free Action. To do so, specify the action you will take and the circumstances under which you will take it. Then, any time before your next turn, you may take the readied action as a Reaction to those circumstances. Your place in the initiative order then becomes the point where you took your readied action.

RECOVER — STANDARD ACTION

You take a Standard Action to catch your breath and bounce back a bit. You can also take a Move Action on your turn to **Command**, **Escape**, or **Stand**, but you can't move the same round you attempt to recover. When you recover, you can remove your highest level of damage or Fatigue. Alternately, rather than removing a level of damage or Fatigue, you can choose to make a Resistance Check against an ongoing effect in addition to the normal Resistance Check at the end of your turn.

You can only recover *once* per Conflict. Once you have done so, you must recover from any remaining damage, Fatigue, or effects normally with time, outside assistance, or by spending Hero Points (see page 75).

While you recover, you gain +2 to your **Active Defenses** (Parry and Dodge) until the start of your next turn.

SMASH — STANDARD ACTION

You attempt to damage or break an object held or worn by another character. Make an Attack Check against the Parry Defense Class of the character with the object with a –5 penalty. If your Attack Check succeeds, you inflict damage on the object rather than the character. See **Damaging Objects** on page 73 for details on breaking things.

STAND — MOVE ACTION

You stand up from a prone position. You can go from prone to standing as a Free Action by making a DC 20 Acrobatics check. Characters with the Instant Up Advantage can stand as a Free Action without a check.

TRIP — STANDARD ACTION

You try to trip or throw your opponent to the ground. Make a Close Attack Check with a –2 penalty against your opponent's Parry Defense Class. If the attack succeeds, make an opposed check of your Acrobatics or Athletics against your opponent's Acrobatics or Athletics. Use whichever has the better bonus in each case.

If you win, the target is **Prone** in an area adjacent to you of your choice. If you lose, the target immediately gets another opposed check to try and trip you. If it fails, the trip attempt ends.

USE SKILL — STANDARD ACTION

You may use a skill in combat, such as negotiating with Persuasion, feinting with Deception, or demoralizing with Intimidate. See individual skills for their effects.

MANEUVERS

A **Maneuver** is a different way of performing a particular action from the Actions section (on the previous page). Most of these Maneuvers modify the Attack action. Maneuvers add variety and strategy to a Conflict—do you press your attack if you think your opponent is about to unleash something powerful, or choose to defend?

Maneuvers are optional. You choose which, if any, apply to your action when you declare them. The GM decides if a particular Maneuver is appropriate for any given action or prohibited by circumstances.

Unless otherwise stated, you can only apply one Maneuver to any single action. However your GM may allow you to use multiple Maneuvers for the occasional desperate, last-minute gambit during especially stressful or character-driven conflicts.

Certain Advantages and Effects may enhance or change the way specific Maneuvers work. The Power Attack Advantage, for example, increases the bonus and penalty from the Power Attack Maneuver. See their descriptions for details. As in most cases, specific rules—especially those from Advantages and Effects—trump the more general rules found here.

ACCURATE ATTACK

When you make an **Attack** Action, you can take a penalty of up to −2 on the Damage or Effect rank of the attack and add the same number (up to +2) to your Attack Bonus. Your effect modifier cannot be reduced below +0 and your attack bonus cannot more than double. The changes are declared before you make the Attack Check and last until the start of your next turn.

ALL-OUT ATTACK

When you make an **Attack** Action, you can take a penalty of up to −2 on your Active Defenses and add the same number (up to +2) to your Attack Bonus. Your defense bonuses cannot be reduced below +0 and your attack bonus cannot more than double. The changes are declared before you make the Attack Check and last until the start of your next turn.

DEFENSIVE ATTACK

When you make an **Attack** Action, you can take a penalty of up to −2 on your Attack Bonus and add the same number (up to +2) to your Active Defenses. Your attack bonus cannot be reduced below +0 and your defense bonuses cannot more than double. The changes bonus last until the start of your next turn.
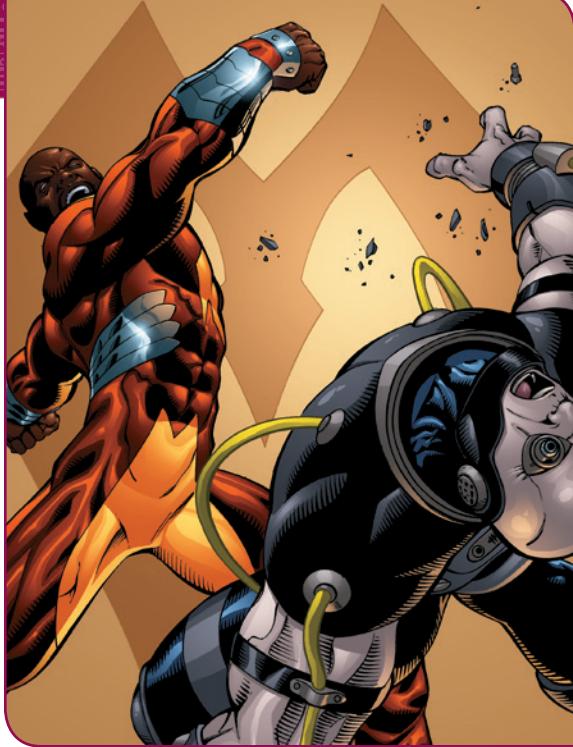
FEINT

You can use the **Deception** skill (page 39) as a Standard Action to mislead an opponent in combat, leaving them off-balance or unprepared for your real attack. Make a Deception skill check as a Standard Action opposed by the better of your target's Deception or Insight. If your Deception check succeeds, the target is Vulnerable against your next attack until the end of your next round (see **Vulnerable** on page 84).

FINISHING ATTACK

A Finishing Attack is a powerful blow against a foe who can't defend themselves. Normally, when a foe is Defenseless, you may attack them as a **Routine Check** to hit automatically. If you choose to make your Attack Check normally against DC 10, a successful hit is treated as a **Critical Hit**, with a +5 bonus to the attack's Damage or Effect rank. Additionally, if you hit with a damaging attack with intent to kill and the target's Resistance Check has three or more degrees of failure, the target dies immediately.

POWER ATTACK

When you make an **Attack** Action, you can take a penalty of up to −2 on your attack bonus and add the same number (up to +2) to the Damage or Effect rank of your attack. Your attack bonus cannot be reduced below +0 and the effect bonus cannot more than double. The changes are decided before you make your Attack Check and last until the start of your next turn. This maneuver does not apply to effects requiring no Attack Check (such as Perception range attacks) or allowing no Resistance Check.
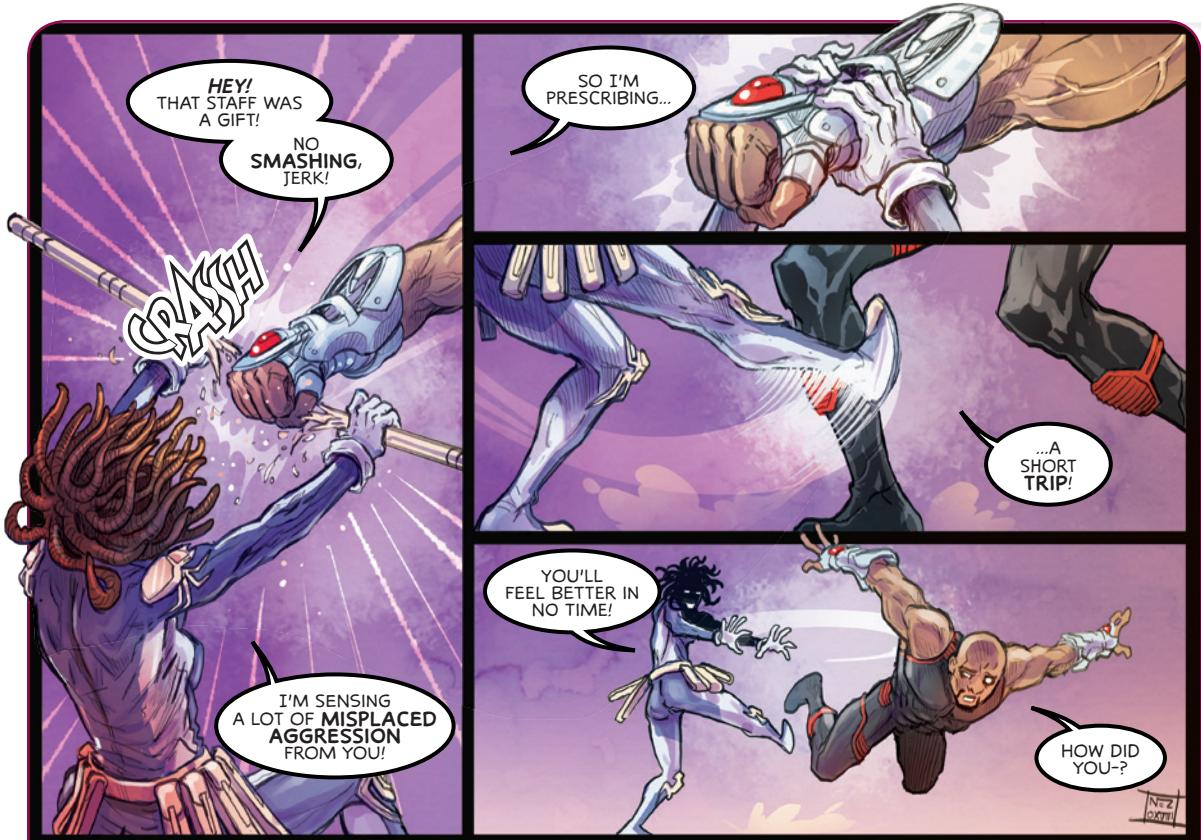
SLAM ATTACK

When you charge, you can charge right *into* your target, using your momentum to hit harder but potentially injuring yourself in the impact. The Damage rank for your Slam Attack equals your movement speed rank or your normal damage rank with a +1 bonus (whichever is higher). If you move your full speed before you charge, increase your damage by an additional +1.

For example, Slingshot flies into a foe, moving at speed rank 10. His unarmed damage (Strength) rank is only 2, so he uses his speed rank of 10 for the damage. Since he also moved his full speed to build up momentum, he increases his damage by +1 for a total damage rank of 11.

You suffer some of the impact of slamming into a target; make a Toughness Resistance Check against half the damage rank of your Slam Attack (rounded down).

For example, Slingshot hits his target and must make his own Toughness Resistance Check against damage rank 5: his Slam attack damage of 11 divided by 2, which equals 5.5, rounded down to 5.

Bonuses to Toughness protect against slam attack damage normally. Immunity to Slam damage you inflict is a rank 2 Immunity effect, while Immunity to all Slam damage is rank 5 (see **Immunity** effect on page 55).

SURPRISE ATTACK

On occasions when your attack catches a target by surprise, the target is **Vulnerable**. Surprise attacks occur during the surprise round of a Conflict (see **Surprise** on page 70) and may also occur as a result of Stealth or concealment allowing you to sneak up on a target. The GM can also grant you a Surprise Attack for an unusual maneuver that catches the target off-guard.

TEAM ATTACK

Multiple attackers can attempt to combine their attacks in a team attack to overwhelm an opponent's resistance. The attacks to be combined must have the same effect, must be opposed by the same Resistance Check, and must be within 5 ranks of each other. For example, attacks all doing Damage against Toughness can combine, but they cannot combine with a Mental Blast, which is a Damage effect resisted by Will rather than Toughness.

The attackers must all **Ready** or delay to the same point in the initiative order (that of the slowest attacker). Each attacker makes an Attack Check against the target's Defense Class. Effects not requiring an Attack Check may still be used in a Team Attack—count these effect as having one degree of success if not the main attack.

The largest effect rank of the attacks that hit is the primary attack. Count all the combined degrees of success for the other attacks: one degree of success adds a +2 bonus to the effect rank of the primary attack. Three or more total degrees of success provide a +5 bonus to the effect rank of the primary attack.

Unlike a normal Team Check, degrees of failure do not reduce success; those attacks simply miss and have no effect. See **Team Checks** on page 9.

CONDITIONS

Heroes run into their share of difficulties. One way *Mutants & Masterminds* measures this is with different **Conditions**—persistent penalties that affect your character's bonuses or what actions they can take. They are shorthand for the game modifiers imposed by Effects, Maneuvers, or other circumstances.

For example, **Vulnerable** is a condition that reduces a hero's Active Defenses. This might be due to an opponent grabbing them, an entangling mass of glue, or being caught off-guard. The game effect is the same.

Conditions are not permanent, as characters with unique disabilities learn to work with or around them. A blind character, for example, would not have the **Blind** condition. Rather, their blindness may be a Complication or a purely character detail if it causes them no problems in play.

This section describes the different conditions that can affect characters in *Mutants & Masterminds*. If multiple conditions apply, use all of their effects. Some conditions supersede or replace other conditions; If a condition does replace a lesser condition, that condition's description will specifically mention what.

BASIC CONDITIONS

Each basic condition describes a single game modifier. They are the "building blocks" of conditions, much as effects are the building blocks of powers. Indeed, many power effects reference these basic conditions in the descriptions of what they do. See the **Powers** section for details.

Compelled: A Compelled character is directed by an outside force. The character is limited to a single Standard Action each turn, chosen by another, controlling, character. As usual, this Standard Action can be traded for a Move or Free Action. Controlled supersedes Compelled.

Controlled: A Controlled character has no free will; the character's actions each turn are dictated by another, controlling, character.

Dazed: A Dazed character is limited to free actions and a single Standard Action per round, although the character may use that action to move, as usual. Stunned supersedes Dazed.

Defenseless: A Defenseless character has Active Defense bonuses of 0. Attackers can make attacks on Defenseless opponents as routine checks (see page 9). If the attacker chooses to forgo the routine check and make a normal Attack Check, any hit is treated as a critical hit (see **Critical Hits**).

Disabled: A Disabled character is at a –5 penalty on checks. If the penalty applies to specific checks, they are added to the name of the condition, such as Attack Disabled, Fighting Disabled, Perception Disabled, etc.

Fatigued: Fatigued characters are Hindered. Characters recover from a Fatigued condition after an hour of rest.

Hindered: A Hindered character moves at half normal speed (–1 speed rank). Immobile supersedes Hindered.

Immobile: Immobile characters have no movement speed and cannot move from where they are, although they are still capable of taking actions unless prohibited by another condition.

Impaired: An Impaired character is at a –2 penalty on checks. If the impairment applies to specific checks, they are added to the name of the condition, such as Attack Impaired, Fighting Impaired, Perception Impaired, and so forth. If it applies to the same trait(s), Disabled supersedes Impaired.

Normal: The character is unharmed and unaffected by other conditions, acting normally.

Stunned: Stunned characters cannot take any actions.

Unaware: The character is completely oblivious to their surroundings, unable to make interaction or Perception checks or perform any action based on them. If the condition applies to a specific sense, they are added to the name of the condition, such as Visually Unaware, Tactilely Unaware (or numb), etc. Opponents have total Concealment from all of a character's Unaware senses.

Vulnerable: Vulnerable characters are limited in their ability to defend themselves, halving their Active Defenses. Defenseless supersedes Vulnerable.

COMBINED CONDITIONS

Combined conditions are sets of basic conditions tied to a common descriptor. They're essentially "shorthand" for talking about a group of basic conditions that go together in a particular circumstance, much like a power is a collection of basic effects.

The individual conditions making up a combined condition can be resolved individually. So if an effect that removes the **Dazed** condition is used on a **Staggered** character (who is both **Dazed** and **Hindered**), then the character is no longer **Dazed**, only **Hindered**. Similarly, if an effect imposes a condition that supersedes part of the combined condition, only that part changes. So an effect that **Stuns** a **Staggered** character means the character is now **Stunned** (superseding **Dazed**) and **Hindered**. Similarly, an effect that **Immobilizes** a **Staggered** character leaves the target **Dazed** and **Immobile**.

If an effect specifically removes a combined condition, it removes the various component conditions as well.

Asleep: While Asleep, a character is Defenseless, Stunned, and Unaware. A hearing Perception check with three or more degrees of success wakes the character and removes all these conditions, as does any sudden movement (such as shaking the sleeping character) or any effect allowing the sleeping character a Resistance Check.

Blind: The character cannot see, so everything effectively has full visual Concealment from them. They are Hindered, visually Unaware, and Vulnerable, and may be Impaired or Disabled for activities where vision is a factor.

Bound: A bound character is Defenseless, Immobile, and Impaired.

Deaf: The character cannot hear, giving everything total auditory Concealment from them. This may allow for surprise attacks on the Unaware character (see **Surprise Attack** in **Maneuvers**).

Dying: A Dying character is Defenseless, Stunned, Unaware, and near death. When the character gains this condition, immediately make a Fortitude check (DC 15). If the check succeeds, nothing happens. With two degrees of success, the character stabilizes, becoming Incapacitated. If the check fails, the character remains dying. Three or more total degrees of failure mean the character dies: three failed Fortitude checks or one or two checks adding up to three degrees. Dying characters make a Fortitude check each round until they either die or stabilize. Another character can stabilize a dying character with a successful Treatment check (DC 15).

Entranced: An Entranced character is Stunned, taking no actions other than paying attention to the entrancing effect. Any obvious threat automatically breaks the trance. An ally can also shake a character free of the condition with an interaction skill check (DC 10 + effect rank).

Exhausted: Exhausted characters are near collapse. They are Impaired and Hindered. Characters recover from an Exhausted condition after an hour of rest.

Incapacitated: An Incapacitated character is Defenseless, Stunned, and Unaware. Incapacitated characters generally also fall Prone, unless some outside force or aid keeps them standing.

Paralyzed: A Paralyzed character is Defenseless, Immobile, and physically Stunned—frozen and unable to take physical actions, but still aware and able to take purely mental actions that involve no physical movement.

Prone: A Prone character is lying on the ground, and takes a –5 penalty on Close Attack Checks. Opponents receive a +5 bonus on Close Attack Checks but a –5 penalty to Ranged Attack Checks against the character. Prone characters are Hindered. Standing up from a prone position is a Move Action.

Restrained: A Restrained character is Hindered and Vulnerable. If the restraints are anchored to an immobile object, the character is Immobile rather than Hindered. If restrained by another character, the restrained character is Immobile but may be moved by the restraining character.

Staggered: A Staggered character is Dazed and Hindered.

Surprised: A surprised character is Stunned and Vulnerable, caught off-guard and therefore unable to act, and less able to avoid attacks.

HAZARDS

Not all of the dangers heroes face come from supervillains. Sometimes the environment itself can be a danger, particularly when villains try to use it to their advantage. Heroes end up in a lot of dangerous places and deal with less than ideal conditions. This section details some of the hazards heroes may face.

WEAKEN

Several hazards—especially poison and disease—will specifically Weaken a character. If a character fails their Fortitude check to resist that hazard, one or more statistics are reduced by however much the character failed their check by; if your Resistance Check total against cobra venom (a DC 17 check) is only 15, then you lower your Strength by 2. Multiple failed checks are cumulative. Each hazard will specifically mention what Ability, Defense, Skill, or Power it affects. An Ability weakened below rank –5 is Debilitated, leaving a character immobile, unconscious, or catatonic.

Lost points from Weaken return at a rate of 1 per round once the poison or disease is no longer in a character's system (which may sometimes require a Treatment or Expertise skill check first).

In addition to the hazards listed here, you may introduce new hazards that weaken other statistics, such as a "power cure" that weakens power ranks, or a "mind control drug" that weakens Will defense.

DARKNESS

Criminals often lurk in darkness, and many crimes take place at night. Most cities are lit well enough, but sometimes heroes run into areas where it's difficult to see. Poorly lit areas provide concealment (see **Concealment** under **Conflicts**). Characters with Darkvision or other appropriate Senses powers can ignore concealment penalties for poor lighting.

HEAT AND COLD

Intense heat and cold wear down characters, and prolonged exposure to the elements can be extremely dangerous—even deadly—for unprepared heroes.

Characters in hot or cold conditions must make a Fortitude Resistance Check (DC 10, +1 per previous check) to avoid becoming Fatigued. Fatigued characters who fail a check become Exhausted, then Incapacitated, then Dying after a fourth failed Fortitude check.

How often characters make Fortitude Resistance Checks depends on the conditions: once an hour for uncomfortable heat or cold (a very hot summer day or cold winter day), once per 10 minutes for intense heat or cold (a desert or arctic conditions); and once a minute for extreme heat or cold like the edge of a volcano or an arctic winter storm.

Checks are made at the end of each period of exposure. Truly intense heat or cold—such as touching an open flame or liquid nitrogen—inflicts damage like an attack.

Characters with the appropriate Immunity do not need to make Fortitude checks for extreme temperatures.

STARVATION AND THIRST

Characters can go without water for a day. After this, they need to make a Fortitude check (DC 10, +1 per previous check) each hour to avoid gaining the Fatigued condition. Heroes can go without food for three days. After this, they must make a Fortitude check (DC 10, +1 per previous check) each day to avoid Fatigue. The character cannot recover until he gets water or food. Heroes with Immunity to starvation can go indefinitely without food or water.

SUFFOCATION

Characters can hold their breath for ten rounds (one minute) plus a number of rounds equal to twice their Stamina rank. After that time they must make a Fortitude check (DC 10) each round to continue holding their breath. The DC increases by +1 for each previous check. Failure on the Fortitude check means the character becomes Incapacitated. On the following round the character is Dying. A Dying character cannot stabilize until able to breathe again. Heroes with Immunity to Suffocation can go an unlimited time without air.

FALLING

A fall inflicts damage rank 4 plus twice the distance rank fallen, to a maximum of rank 16 damage. Falling into or onto a dangerous surface may cause additional damage, at the GM's discretion.

Catching a falling person or object requires a Dexterity check (DC 5). If you successfully catch a falling object, subtract your Strength rank from the falling damage rank. Both you and the object suffer any remaining damage. So if a character with Strength 6 catches someone falling for 12 damage, subtract 6 from 12, and both characters resist damage 6. If the catcher is using a power—such as Flight or Move Object—to catch the falling object, the power's rank can be substituted for Strength at your discretion.

POISON

Villains love using poisoned weapons and knockout gas. Poisons generally have one of several effects, typically Affliction, Damage, or Stun (see their descriptions under **Powers**). Heroes generally resist poisons with a Fortitude check of DC 10 + poison's Effect Rank).

Heroes with Immunity to poison are unaffected by poisons. A Treatment skill check can provide a bonus on Resistance Checks against poison.

DISEASE

When heroes come into contact with a disease they must make a Fortitude check (DC 10 + the disease's rank) to avoid becoming infected. Diseases are generally Affliction effects. Potentially fatal diseases have a fourth degree of effect, changing the victim's condition to Dying.

Heroes with Immunity to disease are unaffected by disease. A Treatment skill check can provide a bonus on Resistance Checks against disease.

VACUUM

The primary danger of the vacuum of space are lack of air and exposure to radiation (treat as a poison, previously).

On the third round of exposure to vacuum, a character must succeed on a Fortitude check (DC 20) each round or suffer from aeroembolism ("the bends"). A failed check means they suffer excruciating pain as air bubbles form in their bloodstream; they are Stunned and remain so until returned to normal atmospheric pressure. Two or more degrees of failure impose the Incapacitated condition from pain.

Holding one's breath in vacuum damages the lungs. A character who attempts to hold their breath must make a Fortitude check (DC 15) every round; the DC increases by 1 each round, and on a successful check the character loses a rank of Stamina (from the pressure on the linings of the lungs). If the check fails, or when the character simply stops holding their breath, they become Incapacitated. The following round, the character's condition becomes Dying and they cannot stabilize until they are returned to a normal atmosphere.

Heroes able to ignore the effects of deep space must have Immunity to suffocation, vacuum, and radiation, at a minimum. See the **Immunity** effect in the **Powers** section of **Powers & Abilities** for details.

SAMPLE FIRE RANKS

RANK	FIRE EXAMPLE
1	Torch
2	Campfire
4	Blowtorch
6	Flame thrower
8	Burning jet fuel, napalm
10+	Chemical accelerants and fire powers

SAMPLE POISON RANKS

RANK	SAMPLE POISON
1	**Food poisoning:** Affliction conditions typically include Impaired and Disabled, perhaps also Dazed and Stunned for especially severe nausea.
4	**Chloroform:** Affliction with Dazed, Stunned, and Incapacitated conditions.
7	**Snake venom:** Typically a Weaken effect against Strength, Agility, or Stamina (sometimes more than one), with Weaken Stamina potentially lethal if the victim's Stamina drops below –5.
8	**Knockout Gas:** A villainous favorite. Affliction with Impaired, Disabled, and Incapacitated conditions.
11	**Chlorine gas:** Affliction with Dazed, Stunned, and Incapacitated conditions, linked with Damage resisted by Fortitude.
13	**Curare:** Affliction with Dazed and Hindered, Stunned and Immobilized, and Incapacitated conditions, linked with Weaken Stamina, as the poison can stop the target's heart.
14	**Cyanide:** Damage resisted by Fortitude.

SAMPLE DISEASE RANKS

RANK	SAMPLE DISEASE
1-2	**Common colds:** Usually nothing more than an Impaired condition.
3-5	**Influenza (including bird flu, swine flu, etc.):** Affliction with Impaired, Disabled, and Incapacitated.
4	**Malaria:** Affliction with Impaired, Disabled, and Incapacitated.
6	**Typhoid:** Affliction with Dazed, Stunned, and Incapacitated.
7	**Rabies:** Affliction with Impaired, Compelled (paranoid and violent behavior), and Incapacitated.
8	**Leprosy:** Affliction with Impaired, Disabled, and Incapacitated.
10	**AIDS:** Weaken Fortitude, leading to other opportunistic infections.
11	**Smallpox:** Affliction with Hindered and Impaired, Disabled, and Incapacitated linked with Weaken Stamina.
12-14	**Bubonic plague:** Affliction with Dazed and Hindered, Stunned and Immobilized, linked with Weaken Stamina.
15	**Ebola virus:** Affliction with Dazed, Hindered, and Impaired; Stunned, Immobilized, and Disabled; and Incapacitated, linked with Weaken Strength and Stamina.
16+	**Engineered super-viruses:** Affliction with any combination of effects, likely combined with Weaken Strength, Dexterity, or even Intelligence.

GAMEMASTERING

Running a game of *Mutants & Masterminds* is a big responsibility and this chapter includes additional rules and advice to help make it easier. If you are a regular player, you don't need to worry about this chapter and the ones that follow.

The Gamemaster—or GM—creates the adventure, plays all the characters not controlled by the other players, and describes the world, and has final say if there is a dispute about the rules. Your role is equal parts writer and referee, making sure everyone has a good time and plays by the same rules.

RUNNING THE GAME

Your biggest job as the GM is to tell a story, and encourage your players to help. That's it. You describe the world, their friends, their enemies, and everything else, sometimes taking suggestions if you know the kinds of friends and enemies the players have described as part of their characters' backgrounds.

Sometimes you may feel like the players play the heroes and you play the villains, but your relationship with your players is more like a director and actors. You set the scene, tell minor characters what to do, and let your stars get into character. With all the rules and non-player characters to keep track of, the job of GM can seem overwhelming at first. But it all comes pretty easily if you can remember a few basic rules.

This chapter gives you the basic advice you need to be a Gamemaster. Once you've read things over, take one of the sample adventures in **Adventures to Astonish** and run it for your friends!

CHECKS AND DIFFICULTIES

Just as the core rule of *Mutants & Masterminds* is to roll **checks**, much of your job as a GM is to decide what modifiers to use and what the **Difficulty Class** for each check should be. Sometimes the answer is obvious: if a character wants to punch someone, they make a Close Attack Check and the difficulty is based on their enemy's Parry Defense Class. But what if a player wants to figure out if the chief of police is an alien imposter? What check do they roll, and how hard should it be?

For a lot of these checks, just choose what feels right, or let the player tell you what she thinks would work and why. To tell if the police chief is an alien or not, an Insight skill check could work, but so could Expertise (aliens) or (law enforcement) or a power check using Mind Reading. Any of these solutions would work in a comic story, and your job is to help tell a fun story, not outsmart your players.

Setting the difficulty for a check is generally just as easy. Decide how difficult a task is, from ridiculously easy (DC 0) to all but impossible (DC 40), with most tough, super-heroic challenges ranging from DC 15 to DC 25. If you feel like you picked the wrong DC this time, don't stress about it. Make a note for yourself and use that knowledge to be more accurate next time. You can look at some of the sample DCs in adventures like those on pages 94–109 to help you decide what a good challenge for a task is.

THE 55% RULE

A good guideline to keep in mind is the chance of an average character (with a modifier of 0) succeeding at an average task (DC 10) is 55%. Any time you have a character do something or want to set a difficulty you feel is average for a particular character, aim for that same 55% chance of success. To do so, look at the character's appropriate Ability, Skill, Defense, or Effect modifier, and add +10. This makes it easier to come up with difficulties on-the-fly while running the game. For more challenging or difficult checks, add +5 to this DC, and so on.

CIRCUMSTANCE MODIFIERS

Sometimes the circumstances of the story make a task much easier or more difficult. A character with a professional lock pick set will have better odds of opening a lock than someone with a basic training set, and balancing on a ledge is much harder at night in the rain than in the middle of the day.

When a character has some small advantage in a task, you can grant them a +2 circumstance modifier to add to their check. If they have a major advantage, this bonus increases to +5.

The opposite is also true: if something makes a challenge more difficult, like bad lighting or poor tools, you can impose a –2 penalty. When the situation is very bad, increase this penalty to –5.

"TELL ME HOW IT HAPPENS…"

While the *Mutants & Masterminds* rules give you a general sense of whether or not a character succeeds (and how well they succeed or how badly they fail), the rules do not provide flavor for those actions. The fun details of what exactly happens are left up to you and your players to describe as part of your story.

Your players are at the table with you because they want to help tell an exciting superhero story, so a good habit to get into as a Gamemaster is asking your players to not only tell you the outcomes of their die rolls, but to embellish and describe their victories and defeats in as much detail as they wish. For example, when you inform a player: "You clobber the alien bounty hunter hard enough to daze her." Follow it up with: "What happens?"

The player might say, "I follow a couple quick jabs with a powerful uppercut that sends her stumbling back against the railing of the catwalk. Then I press my advantage, so we're both struggling up against it, high above the factory floor." Alternately, the player might say, "She stumbles back a few steps and I take the opportunity to grab a bolo from my utility belt, which I'm going to use to tie her up next turn." Same mechanical results, but each version prods the story in a different direction.

Likewise, encourage players to embellish on their heroes' *failures*. Part of the fun of the game is for the heroes to deal with setbacks and challenges, and the players will often provide you with ideas in their descriptions. Maybe a hero's near miss damages some part of the scenery or endangers innocent bystanders. Perhaps a failed skill check shakes the hero's confidence and brings up dramatic, unresolved issues (a prime roleplaying opportunity). Such descriptions may lead to complications and **Hero Point** awards!

Get your players involved in telling you how things happen for their heroes and you further involve them in the story and world of the game.

SAYING YES AND NO

Sometimes your players will push the bounds of the story or come up with outlandish solutions that either take all the challenge out of the adventure, or else feel too silly to have a chance of succeeding. In these times, you must balance your role as referee against your role as storyteller. You ultimately want the story to move forward and everyone to have fun, and part of that fun is making sure the road ahead is treacherous but not impassable.

"YES, BUT…"

Your best tool as a GM is to say "yes, but" to player requests. If they have a strange or difficult plan, tell them they can try it *but* they may need to find special parts, or win over another character's loyalty first, or there may be new consequences if they fail. Saying "yes" means your players feel encouraged to try unusual solutions and tell memorable stories, and adding the "but" lets you retain some control over the challenge.

Get creative when you say yes! If your players want to stop a demon army by closing the demon portal instead of fighting the necromancer villain you created, tell them "yes, but" first they'll need to have the necromancer's staff, whether they get it through violence, stealth, or trickery. Oh, and they'll need to convice a demon warrior to help. No big deal.

"NO, BUT…"

If a plan is too outlandish, random, or out of theme with the characters or the world, it's okay to say no, but you should always offer a new direction for the story instead of stopping it cold. Offer a scaled-back version of the plan that could work, an unexpected benefit, or a similar route to the same outcome. If the players think they can convince Overshadow and his terrorist legions to stop their plans for world domination with a comedy routine and zany antics, it's okay to respond with "no, but it'll probably piss him off enough to distract him."

CREATING ADVENTURES

Adventures are the core of storytelling in *Mutants & Masterminds*. Think of each adventure as a single issue of a comic book or a single episode of a television show.

Creating a *Mutants & Masterminds* adventure is simple:

• Define the **threat** driving the adventure.
• Outline the **plot**, and describe the likely **scenes** during the adventure.
• Make sure you have **statistics** for important supporting characters and villains.
• Present the players with the start of the adventure and you're ready to run!

Will things go exactly the way you planned? Probably not, but that's part of the fun and challenge of being a GM!

DEFINE THE THREAT

Mutants & Masterminds adventures usually focus on a particular danger or opponent. It might be anything from an alien invasion to a natural disaster to a supervillain conquering the world, to something as simple as the heroes cracking down on a crime wave in the city or getting attacked at a parade in their honor. This part can be vague, but it should be an idea you're excited to run; your enthusiasm will show at the table and help your players have a good time.

In most comic books, superheroes go toe-to-toe with supervillains, whether those villains are the main threat of the story or just a single encounter taking advantage of some larger chaos, so be sure to ask yourself if a super-criminal is behind this danger, or otherwise involved.

If you need further ideas for possible threats, look no further than your local comic shop or favorite superhero film. Even the news and major world events.

OUTLINE THE PLOT

Once you have an idea for a threat, give some thought to how it shows up in the world or tries to achieve its goals. Outline a few events that will take place. This gives you a map to follow while running the game.

For example, you decide the threat in your adventure involves the crew of an alien ship stranded on Earth. Unable to speak any Earth languages and mistrustful of humans, the aliens need to acquire some advanced technology to repair their ship. They begin to steal the things they need, using their own advanced technology and alien powers to overcome security and conventional authorities. After they've made four thefts, they make the repairs to their ship and leave for home, smugly satisfied that humanity was no match for them.

Now, that's what *would* happen if the heroes weren't around. Once you know the villain's plan, decide how your players get involved. Perhaps the heroes are called in after the first robbery to begin an investigation, or maybe they arrive *during* the first robbery, giving them a chance to encounter the aliens and learn something about them (and probably fight them).

The heroes can then begin investigating, trying to piece together who the aliens are, what they want, and what they'll do next. They might figure things out and set a trap at one of the potential targets. They might try to track the aliens back to their hidden ship, or capture one of them for interrogation. The aliens may come back for a captured crewmember, and so forth. Exactly how things end up depends on what the players do. At this point, your plot only need to be a loose sketch that you'll detail later.

Try to focus your plot on the actions of the villains, letting the heroes react to things as they happen. It's hard to base the plot on what the heroes will do; players are creative and often think of solutions you never imagined, so prepare by understanding your villains' needs and personality. By focusing on the villains, you give the heroes the freedom to do whatever they want in response, and can then change the villains' plans accordingly.

DESCRIBE THE SCENES

Your plot outline gives you a number of potential scenes the heroes may go through during the adventure. A scene is a single activity or goal, such as a fight with the villain, investigating a crime scene, a chase through the city, etc.

In the previous example, the heroes may have Conflict scene with the aliens at any of their four robbery sites, but they may also have Investigation scenes to learn more about the aliens, Roleplay scenes to talk to witnesses (or aliens), and Challenge scenes to disable the alien ship before it blasts off with all its stolen technology.

Your earlier scenes in an adventure should give your heroes a few chances to earn Hero Points that they can use later. Some opportunities will pop up organically while you play, but think about other ways to use your players' Complications to make the adventure more interesting.

Scenes can take anywhere from ten minutes to an hour or longer to play out at the table. Your players might love roleplaying scenes and spend an hour on each, or they may describe a few brief thoughts and then want to move on, for example. It will take a little time to get used to how many encounters and what type your group likes. Most adventures that last one game session have three to six scenes, usually with at least one of each type: Challenge, Conflict, Investigation, and Roleplay. Don't worry if the scene types bleed together; an investigation may turn into a fight, or heros may have heartfelt roleplay moments mid-battle. The differentiation is a guide, not a hard rule.

Advice for creating specific scenes appears on the next few pages.

PREPARE STATISTICS

Having statistics for major NPCs and villains can help you decide what each character might know or be capable of if the players do something unexpected, and of course having statistics ready is helpful if a fight breaks out (and they often do with superheroes). For supporting characters, you don't need to know every Ability rank; just decide on a bonus for a few important Skills and perhaps give them a few useful Advantages.

You can use any of the sample villains found on pages 110–127, create your own villains using the same character creation rules players do, or simply make up your own villains by deciding their statistics. If you make up your own villain, pay careful attention to their **Power Level** (see page 32) to make sure they aren't too powerful or too weak for your heroes. Green Ronin Publishing and several other companies also sell collections of pre-made heroes and villains complete with statistics, backgrounds, and personality details, although these use additional Effects, Advantages, and rules found in the *Mutants & Masterminds Deluxe Hero's Handbook*.

THE GRAND FINALE

Finally, each adventure should end with a climax, a big, exciting conclusion where the heroes confront the major threat behind the adventure and stop it. It may be an exciting fight with a villain mastermind, stopping the villain's plans at the last moment, or it may be a compelling dialogue as the heroes try to talk a fallen hero out of some self-destructive act. Whatever the case, it's when events in the adventure come to a head and the heroes must step up and save the day.

The finale is the big payoff that the players have been working towards, so you need to make it as exciting and fun as possible. That means the finale should be challenging. Encourage the players to spend all the **Hero Points** they earned during the adventure—remember, they can't save them and spend them later! It's best if things end in a decisive win for the heroes, although sometimes the villain do get away, or even win (for now).

THE WRAP-UP

The wrap-up or epilogue is where you finish up anything after the climax of the adventure. The heroes haul the villains off to jail, learn any remaining information, resolve the adventure's mysteries, reconnect with their civilian lives, and so forth. There may still be some dangling threads left over, but generally things should be tied up and resolved by the end.

You can play out the wrap-up, allowing the players to describe what their heroes are doing, or just sum things up for them with a brief description, depending on how the game is playing out and how much time you have left.

Make sure to thank your players for their time and check in that everyone is good to meet again!

OTHER TIPS

If your group keeps meeting to play more adventures, here are some extra tips to help with you future adventures:.

WHEN LAST WE LEFT OUR HEROES...

If the adventure is not the first in your series, then the first thing to do is look over your previous adventures. Are there interesting plot threads left over from those stories?

Try to leave a few plot threads open at any given time. You can wrap up certain plots while opening up new ones to keep the series moving and maintain player interest. However, it's best if you occasionally tidy up existing plot threads before starting new ones, providing some closure and keeping things from getting stale.

A CHANGE OF PACE

When you start creating an adventure, look over your notes from your last few adventures. Take a look at any trends in the threats, villains, and plots you've been using, and decide if you need a change of pace. Running the same sort of adventure time after time can make your game feel predictable and dull. Sometimes you need to shake things up a bit and give the players something new to sink their teeth into.

Have your last few adventures all been crime-fighting? How about sending the heroes to another planet or dimension for an adventure or two? After a few adventures of fighting off an alien invasion, give the heroes a vacation on a tropical island where there's a sinister cult, or to a mountain ski lodge menaced by a yeti!

CREATING CHALLENGE SCENES

Creating a fun Challenge means understanding a pressing need or danger and figuring out what steps are needed to solve it. You describe the situation and your players will tell you how they respond, deciding on any checks they need to make along the way. Basic Challenges are simple to assign as they come up: the heroes want to sneak in unnoticed, so they need to make Stealth skill checks. A hero wants to convince a suspicious journalist to help her solve the crime, so she makes a Persuasion skill check.

For a good Challenge scene, all you need to know is what the players want and what keeps them from getting it. Is it guards? A scientific mystery? A security system? A language they can't understand? You can decide how to best solve these problems beforehand, or let your players suggest solutions at the table, but try to be fair when setting check DCs. An outlandish solution probably has a much high Difficulty Class than a straightforward one. If a solution seems truly ingenious, you might assign it a lower DC instead, to reflect how the opposition didn't consider that technique.

More complex Challenges may call for Challenge Sequences, which involve multiple checks the PCs must succeed at in short order to stop an immediate danger or escape a bad situation. Put some deliberate thought into your Challenge sequences before the game, deciding how many successful checks the PCs need, what sort of checks apply, and what the consequences for failure are. As with ordinary Challenges, your players may have suggestions for creative solutions.

Failing a Challenge scene shouldn't bring the game to a halt, but should inconvenience or embarrass the PC and force them to try a new tactic. Alternatively, it may provide the villain with a benefit (or fail to take one away).

HERO POINTS

Award **Hero Points** during a Challenge scene whenever a player suggests a particularly fun or insightful solution, whenever failing a Challenge makes the situation much worse, or when you decide to add an unexpected or new twist to a Challenge that seems too easy.

CREATING CONFLICT SCENES

A Conflict scene is more than just a fight. It may just as easily be a heated debate or argument, a race, or any other scene that pits the player characters in direct competition with NPCs. The secret to a strong, fun Conflict is to understand who the PCs are up against and where.

Knowing who the opponents are means more than just having their statistics handy and knowing their powers. It means knowing why they want to throw down. Criminals trying to escape after a robbery will fight differently and run sooner than an alien gladiator spoiling for a fight; you could use the same statblock for any of these situations and create very different Conflicts! Knowing the villains' motivations also means you know the stakes. If the criminals just want to escape with their loot, they'll leave the heroes alone once they're incapacitated, while a mastermind might imprison them in an elaborate deathtrap.

Knowing where the fight happens is also important. You can use the environment to describe what happens in more detail or add more challenge to the situation. A fight at the docks means water-themed villains have more resources and an easy escape route, while a fight in the mountains means heroes who can't fly may be in danger of plummeting to certain doom. Make sure any interesting aspects of the environment apply to the villains, too—a fight on a burning ship means the villains are just as likely to get scorched as the heroes!

To keep things exciting, mix up the danger of your Conflicts. Giving the heroes an advantage is are good early in an adventure, while difficult Conflicts work better as the climax of an adventure. Your first Conflict might be against a team of eight or ten PL 3 criminals, perhaps being lead by a PL 10 villain (easy), which leads to a fight with that villain's three or four PL 10 partners (average), and finally conclude with a fight against a PL 14 mastermind.

HERO POINTS

Award **Hero Points** during a Conflict scene whenever you use the environment to make the situation more difficult for the PCs, whenever you want to give the villain a reroll or let them shake off an effect (as if they used a Hero Point), or whenever the villains win.

CREATING INVESTIGATION SCENES

An Investigation scene is about solving a mystery and making your players work for every bit of information you reveal, stretching out the process of learning so that it feels more satisfying when they put all the pieces together and figure out what happened or where the villain will strike next. Like Challenge scenes, their efforts usually require various Skill and Effect Checks. Let your players be creative in their investigations and reward creativity.

Think about the basic question the players are trying to answer and build backwards from there: Who robbed the laboratory? Where is the villain hiding? What is the cult's next target? If you know who your villains are, what they want, and what powers or resources they have available to them, you can figure out what clues they leave behind in their crimes. A robbery looks much different if a super-strong bruiser just bashes through the walls than a cat-burglar picks the locks, and that looks different from a crooked guard simply using her keys to steal valuables. Criminals who have a hideout in the city need to get there somehow; do they disguise themselves and travel on the main roads? Do they come and go by night? If they teleport, how do they locate it, and what evidence of their location might they accidentally bring with them every time they leave? Are the cult's victims all part of the same family? Born on the same day? Trained in the same ancient weapon? Left-handed?

Don't think about how to answer your PCs' big single question, think about how to answer the several small questions whose answers all point to the final reveal.

Remember: *no mystery is unsolvable*, and every person leaves something of themselves behind. Your goal isn't to hide anything from your players, just to tease out the reveal to heighten the drama.

HERO POINTS

Award **Hero Points** during an investigation scene whenever a PC makes a particularly good insight or moves in the right direction, whenever you need to throw in a new setback to slow the PCs' progress, or whenever a player does a good job of thinking like their character.

CREATING ROLEPLAY SCENES

Roleplay scenes give players a chance to highlight their character's personality, quirks, and interests beyond what's printed on their character sheets. They're also a chance for you to reveal important information about the plot or non-player characters without worrying that a bad die roll will hide important information. Roleplaying scenes can be fun, but make sure they also have a purpose in the story.

Creating a roleplay scene might seem simple, but they take as much preparation as any other scene. You should make a note of which NPCs will be involved, what their general personality and disposition toward the PCs are. You should also make a short checklist of the important facts you need to communicate so you don't forget them in the confusion at the table.

Roleplay scenes with only one NPC are fairly easy to portray, but often you will need to speak for two or more NPCs in the same conversation. In these cases, having a distinct voice, accent, or mannerism for each character can help your players understand which character is speaking. Props, from pictures of the various characters to hats to miniatures can also help everyone at the table know who they're talking to.

Try to divide your attention equally among your players and don't just focus on one person for the entire scene. Keep in mind many players are happy taking a backseat to more dramatic or outgoing friends. If a player seems shy or doesn't want to participate, that's fine; allow them to get a word in when they want to contribute, but allow them some space. Forcing someone to act out a role when they're uncomfortable won't be fun for you or them.

HERO POINTS

Award **Hero Points** during a roleplay scene whenever a PC really puts their heart into their character—they may crack the perfect joke, make a tearful performance, or reveal an important plot point you can use later. Also award Hero Points when they help keep the scene moving forward or play along in fun directions, especially if doing so makes life more complicated for their character.

REWARDS

While adventure might be a hero's sole reward, players prefer a sense of accomplishment and growth. There are no winners or losers in an RPG, but there are still ways to reward good game play and provide players with encouragement to keep on playing your game.

AWARDING HERO POINTS

Part of your job as a GM is to hand out **Hero Points** to the players to let them know when they're on the right track, helping you out, or making the game more interesting. Those Hero Points help their characters accomplish important tasks later on, or stop the story from grinding to a halt because of a bad roll. By handing out Hero Points, you are deciding how easy or difficult a time the heroes will have, but always with the trade-off that earning a Hero Point requires a setback or complication.

A good guideline for awarding Hero Points is at least one Hero Point per scene in the adventure leading up to the final scene. For more difficult adventures against more powerful foes, you can award more Hero Points by bringing the heroes' **Complications** into play. Some players may even activate their own Complications willingly—especially those based on morality—in the hopes of earning extra Hero Points. You always have final say whether a player activating their own a Complication earns a Hero Point or not. A hero with the Honor Complication doesn't get a Hero Point every time she doesn't kill an opponent, for example, but she might earn a Hero point if she stops her attack and lets her rival recover a dropped weapon.

AWARDING POWER POINTS

Superheroes grow and improve over time, and one of the ways *Mutants & Masterminds* measures this is with **Power Points** or PP. Players can spend the power Points their heroes earn to improve Skills, Advantages, Ability ranks, Effects, and more, or save them for bigger changes later.

IMPROVEMENT	COST
+2 Skill ranks	1 PP
1 Advantage	1 PP
+1 Defense rank	1 PP
+1 Ability rank	2 PP
+1 Base Effect rank	1 PP
+1 Base Effect rank (w/ 1 Extra)	2 PP
+1 Base Effect Rank (w/ 2 Extras)	3 PP

Remember that a player character's Ability, Defense, Skill, and Effect ranks are limited by their **Power Level** (see **Adjusting Your Character** on page 32), and so they may not be able to improve some aspects of their character until you decide to increase your series' Power Level. Players may spend their Power Points on things they can improve now, or save them for later.

Generally, heroes each earn 1 Power Point for a successfully completed adventure that lasted for one game session. If the heroes overcame especially powerful foes or difficult challenges, the GM can increase this to 2 Power Points. For adventures lasting more than one game session, the heroes should get 1 additional Power Point per session, plus a possible bonus of 1 or 2 Power Points at the very end if they did particularly well.

INCREASING POWER LEVEL

The *Mutants & Masterminds Basic Hero's Handbook* assumes the starting Power Level (PL) of any campaign is Pl 10. This means that any two numbers in the game that depend on each other can't average out to more than 10 (or add up to more than 20). A player character's Close Attack bonus and close damage rank can't add up to more than 20. Neither can their Toughness rank and their Parry or Dodge Defense ranks. Their skill ranks can't be higher than the PL + 10, so player character skills have a maximum total bonus of +20.

Your NPC don't need to follow these same rules and limitations, but remember that higher PL villains will be a more difficult challenge for PL 10 heroes, while lower PL villains will be much easier to handle.

You may decide at any point to increase the Power Level in your series to PL 11 (or higher), letting your players' characters improve the average of their abilities to 11 (or add up to 22), but doing so means that their old familiar foes

become less of a challenge. Some of your villains might grow and become more powerful just like the heroes do, but others should remain at their old levels so the heroes feel the benefits of growing stronger.

The best time to raise the Power Level of your campaign is after your players' heroes have earned 15 PP each, and again at 30 PP and 45 PP, or somewhere between every ten and fifteen game sessions. You may want to slow down how often you increase the Power Level after one or two increases, giving your players more time to grow into their expanding roles as world-class heroes.

OTHER REWARDS

Here are a few suggestions for rewards that let the players feel like their heroes are appreciated and successful without necessarily making them more powerful.

WEALTH

There may be rewards for the capture of certain wanted super-criminals and grateful governments or corporations might choose to reward helpful heroes financially. Some heroes use these rewards to help fund their own efforts or donate to charity. Other heroes are more mercenary and may even require a paying client before they'll use their powers to help anyone!

Awarding heroes—especially mercenary or "day job" heroes—with a rank or two of the Benefit (Wealth) Advantage and allowing their money to grant an occasional +2 circumstance bonus on a skill check is a good way to make heroes feel like they're getting somewhere. But easy come, easy go—a common trope of these comics is a hero having to pay for the damage they cause, or being robbed by their enemies. You have more freedom to take those "free" ranks in the Benefit Advantage away (perhaps easing the hurt with a Hero Point).

EQUIPMENT

Heroes who overcome a supervillain may be able to keep a shrink ray, magic staff, or supersonic jet. The authorities may want to impound some super-devices as evidence or have them examined by experts, but they may allow heroes to keep them in some cases (especially heroes who work well with those same agencies). Heroes also may receive equipment from grateful inventors, businesses, or the government, much like monetary rewards.

If a gadget becomes a regular part of a hero's arsenal, the player should either pay for it with Power Points, or else use it to replace a power or gadget they already have. Gadgets for the whole group, though—especially those like vehicles or headquarters that help move the story along or serve a largely descriptive purpose—can be free improvements for the whole group.

You may also provide heroes with unreliable gadgets, or gadgets that only work a single time before "burning out" or depleting a rare power supply. Just like Hero Points, these rewards give the heroes a temporary benefit that they can decide where and when to use.

FAME

Once you've saved the world a few times, people start to remember your name. Superheroes often become famous and you can reward the heroes with increased fame and popularity, giving them dedicated fans who are happy to help them when they can, represented by a free rank in the Connected or Contacts Advantage. As the heroes become better known for their heroism and good deeds, the authorities become more cooperative, people start recognizing them everywhere, and fan mail starts arriving by the truckload.

Of course, fame has its drawbacks, which include persistent fans, greater public scrutiny, constant requests for product endorsements, and even imitators. Famous heroes are more likely to be targeted by supervillains looking to make a name for themselves or novice heroes wanting to join an established team. While the heroes are more trusted by the authorities, they're also more likely to be called upon in times of need. Treat this increased attention like a Complication and award a character a Hero Point when it causes them a problem.

HONORS

More than most rewards, heroes receive the gratitude of the people they help. They get awards from civic groups, charities, police and fire departments, and local governments. The mayor gives them the key to the city or arranges for a parade in their honor (or both). The governor or President honors them on national television. Monuments may be erected in their honor and charitable institutions founded or dedicated in their names. A hero team's trophy room can contain various plaques, medals, and other accolades right alongside captured criminal memorabilia.

ADVENTURES TO ASTONISH!
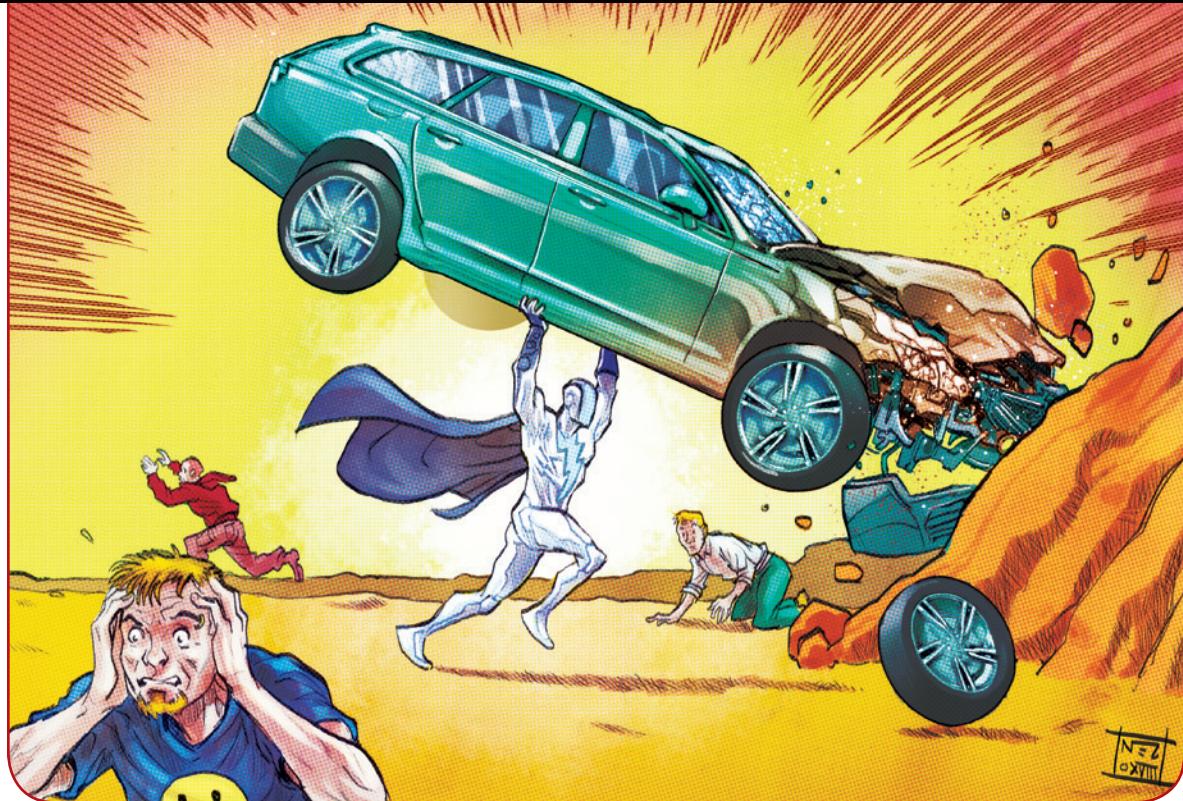
Building adventures can take time and feel intimidating, so we've created several Astonishing Adventures for you to use for your first few *Mutants & Masterminds* game sessions. These adventures are relatively genertic, allowing you to adjust them to fit our group, or change parts around to re-use them later in your campaign or if you start a new campaign.

The easiest adventure to run is "The Doom Room!", which provides all its own structure. If this is your first session of *Mutants & Masterminds*, use this adventure.

USING THESE ADVENTURES

Each of these adventures is divided into In This Exciting Issue, Involving the Heroes, Scenes, and Variations:

- **In This Exciting Issue** describes the adventure, giving you the details of the plot and villains involved, and usually telling you what will happen if the PCs don't get involved..

- **Involving the Heroes** offers you some advice on how to draw the player characters into the story.

- **Scenes** are the individual parts of the story. Most of these adventures are only a single scene, and you can use them (or a variation) as part of a larger adventure you design, if you want. Only "Shadow of the Past" has multiple scenes.

- **Variations** describes adjustments you can make to the adventure to make it a whole new challenge or add a fun twist if you want to re-play it.

You can also use each adventure here as a toolkit to build your own adventures. If you want a mad scientist's laboratory to be protected by mechanical traps, you can use the statistics for the Steel Tentacles, Homing Missiles, and Freeze Ray directly from the Doom Room adventure. If your adventure includes mass panic created by a wicked fairy's weather-control amulet, you can use both Disaster Strikes and Mid-Air Rescue as individual scenes the PCs must handle before they can try to shut down this mischievous master of meteorology.

You don't need to know the rules or the adventures perfectly. If you're not sure how to handle a situation, just make up a sensible solution and look up the exact rules later. It's more important to keep the adventure rolling and keep the players engaged. If you get stuck or frustrated, take a five-minute break to review your notes. You're a player, too, after all, and it's just as important for you to have a good time.

THE DOOM ROOM!

The "Doom Room" is the nickname of the high-tech training facility in the Claremont Academy, a secret school for young superheroes. It can instead be a training simulator used by any team of heroes to test and hone their abilities. You can use the Doom Room as a kind of "training simulator" to learn how to play *Mutants & Masterminds* as well: an opportunity for players to try out their heroes' various capabilities in contests against the room and each other.

IN THIS EXCITING ISSUE

The Doom Room is a simple, random collection of threats.

INVOLVING THE HEROES

If your player characters are super-powered students at the Claremont Academy, the Doom Room is a dread part of gym class they visit every few weeks. The training room might instead be used by any super teams to test or practice their powers and skills.

SCENE: INTO THE DOOM ROOM!

The Doom Room is a large chamber 120 feet long, 60 feet wide, and 30 feet high, with featureless metallic walls, floor, and ceiling. Recessed fixtures provide plenty of light, and all the surfaces are Toughness rank 10.

The Doom Room's master computer (or someone sitting at its controls) can produce various threats and challenges. At the start of a Conflict, roll a d20 without any modifiers and use that number as the Doom Room's place in the initiative order. If the roll ties with a character, have the Doom Room's turn come immediately after that character.

Each round, when the Doom Room's turn comes up, roll a die and consult the **Doom Room Actions** table below. Follow the directions given under the description for that result. You can just choose a fun or challenging result instead.

D20 ROLL	ACTION
1-10	The Doom Room doesn't do anything new this round; continue the action as usual and roll again next round.
11	Pit Trap
12	Cage Trap
13	Rampaging Robot
14	Flame Cage
15	Steel Tentacles
16	Stun Gas
17	Vertigo Beam
18	Homing Missiles
19	Sonic Screamer
20	Freeze Ray

The Doom Room randomly targets one hero each time it activates; either pick a hero at random or have the players roll dice, with the lowest roll being the one affected.

PIT TRAP

A trap door opens under a character, revealing a pit underneath. If the character is flying, this trap has no effect, otherwise, have the player make a Dodge Resistance Check (DC 15). A successful check means the character leaps aside at the last moment and avoids the pit. A failed check means the character falls in and the trap door closes. The fall requires a Toughness Resistance Check (DC 16) to avoid injury. A failed check results in damage.

Getting out of the pit isn't easy: it requires the ability to reach the hatch 10 feet overhead (either a power or a DC 20 Athletics check to climb up to it).

Then the character has to get the hatch open, requiring a DC 25 Strength check or a damaging power: the hatch is Toughness 10 and rolls Toughness Resistance Checks like a character. A successful Toughness check for the hatch means no damage from that attempt. A failed check reduces the hatch's Toughness by 1. Failure by 10 or more breaks the hatch and allows the character to escape. Characters outside the pit can also attack the hatch, if they wish, following the same rules for damaging it.

CAGE TRAP

A cage of steel bars springs up around a character. Have the player make a Dodge Resistance Check (DC 15). A successful check means the character avoids the cage before it closes and is not trapped. A failed check means the characters is trapped inside the cage, limiting their movement and tactical options.

Getting out of the cage requires some means of slipping through the narrowly spaced bars, or the Strength to bend or break the bars: use the same guidelines for breaking through the metal hatch under the Pit Trap (previously).

RAMPAGING ROBOT

The Doom Room produces a fighting robot from a hidden compartment. The robot attacks a random character each round in addition to the Doom Room's other actions so long as it remains functional. Use the Robot minion from page 129.

FLAME CAGE

A projector from the wall or floor surrounds the target character in a cage of fire, limiting movement. Touching the cage causes a Toughness Resistance Check (DC 21); a failed check means the character remains trapped and

unable to escape the cage, in addition to taking damage. A successful check allows the character to escape.

The cage's flames can be doused with a clever power use (like fire or water control): make an opposed Effect check of d20 + the power's rank versus d20 + 6 (the cage's damage). If the power wins, the flames are doused and the character is free.

STEEL TENTACLES

Four flexible steel tentacles spring from the wall, floor, or ceiling of the Doom Room to ensnare a character. Have the player make a Dodge Resistance Check (DC 18). A successful check means the character escapes the tentacles' grasp. A failed check means the character is Restrained in the tentacles (halve Dodge and Parry, and unable to move away from that location). If the check result is 12 or less, the character is completely Bound (Dodge and Parry of 0, –2 penalty on all checks involving physical action, and unable to move away).

Escaping from the tentacles requires either a DC 18 Dexterity check or breaking the tentacles themselves; use the guidelines for breaking through the metal hatch under the Pit Trap (previously).

STUN GAS

A jet of stun gas engulfs the character. Have the player make a Dodge Resistance Check (DC 18), followed by a Fortitude Resistance Check (DC 14 if the Dodge check succeeds and allows the character to avoid some of the gas, DC 18 if it fails and the character is hit directly by the gas).

A successful Fortitude check means there is no effect. A failed check means the character is Dazed (limited to free actions and a single Standard Action) for one round. If the Fortitude check result is 12 or less, the character is Stunned (unable to take any actions) for one round. If the check result is 7 or less, the character is Unconscious and out of the fight.

VERTIGO BEAM

The Doom Room strikes with a beam that upsets the sense of balance, causing nausea and vertigo. Have the player make a Will Resistance Check (DC 14): a failed check means the character suffers a –2 penalty to Dodge, Parry, and Attack Checks for one turn. If the check result is 9 or less, the target can only take a move Action on the following turn, not a Standard Action.

HOMING MISSILE

A small homing missile launches from a hidden panel in the wall, locking on to a specific target. The missiles attack with a +4 attack bonus and do Damage 8 (DC 23 Toughness Resistance Check) if they hit. If they miss, they turn around and head back towards their target on the Doom Room's turn, making a new attack roll. They do this up to five times until they hit something or run out of fuel.

Characters can either attack or try to out maneuver the missile. The missile's Dodge and Parry defenses are 15 (DC 25 Attack Check to hit them) and any successful attack detonates them. Alternately, a character who spends their entire round evading the missiles can make a DC 16 Acrobatics check, with success meaning the missiles veer too close to a wall and explode without hitting anyone.

SONIC SCREAMER

A device extends from the Doom Room's ceiling, emitting a powerful ultrasonic shriek that fills the whole room. Have all of the players make a Will Resistance Check (DC 16) for their characters: a failed check means the target is combat Impaired (–2 penalty to Dodge, Parry, and Attack Checks) for one turn. If the check result is 11 or less, the target is Dazed (can only take a single Standard Action) for one turn. The Sonic Scream stays active once it deploys; each round on the Doom Room's action, have the players roll another Will check. The Screamer's Dodge and Parry defenses are 5 (DC 15 to hit), and any successful attack automatically destroys it.

FREEZE RAY

An extending turret fires a beam that traps a target in ice. Have the player make a Dodge Resistance Check (DC 17). A successful check means the character escapes the freeze ray. A failed check means the character's legs are Restrained in ice (halve Dodge and Parry, and unable to move away from that location). If the check result is 11 or less, the character is Bound in ice and cannot take any action requiring physical movement. Breaking free of the ice uses the guidelines for breaking through the metal hatch under the Pit Trap (previously), except the ice is only Toughness 7.

VARIATIONS

The following are some common scenarios you can play out in the Doom Room.

ROBOT RUMBLE

This scenario is a good way for players to get a feel for the combat rules if they haven't played *Mutants & Masterminds* before. The Doom Room creates one Fighting Robot for each hero (see the Robot minion on page 129, but ignore the minion rules and treat each robot as a standard opponent). The heroes have to defeat all of the robots while the Doom Room unleashes other random threats against them, rolling on the **Doom Room Actions** table each round. If another Rampaging Robot result comes up, roll again until you get a different result. Robot opponents in the Doom Room are often disguised to look like common supervillains, generic criminals, or other opponents the heroes are likely to face.

The robots have simple tactics: they each attack one of the heroes and keep attacking until their opponent is unconscious. The robots don't use teamwork, but smart heroes can to help each other defeat their opponents.

LAST HERO STANDING

In this test, the heroes challenge each other directly. You can divide the heroes into two or more teams, or have a free-for-all of every hero for themselves. The heroes fight until only one team (or one hero) is capable of action and declared the winner. Naturally, the heroes should show restraint and avoid any potentially lethal attacks, as this is only a training exercise.

Alternately, you can pit the heroes against Doom Room simulations of any of the foes from the **Villains** section of this book. The sophisticated hologram technology of the Doom Room effectively recreates the villains' powers and abilities, although lethal attacks are just non-lethal simulations that cause no lasting harm.

KEEP AWAY

In this scenario, an elaborate "jungle gym" of metal pipes, hoops, and frameworks fills the Doom Room, creating an obstacle course with a limited amount of open space and lots of chance to dodge or hide.

Divide the heroes into two random teams. The name of the game is "Keep Away" and the goal is to keep a ball out of the hands of the other team for a full 30 seconds (5 action rounds). Anything goes, but the ball must stay inside the room and in a team member's hands at all times.

The Ball: A rubber ball pops up out of the floor, bounces off the ceiling, and falls back down again. Have the players roll for initiative. Grabbing the bouncing ball requires a melee attack roll against Parry defense 14. Taking it away from someone else is handled like a Disarm attempt (see page 80). The ball itself is Toughness 5, but destroying it forfeits the game. If it's dropped or knocked out someone's grasp, it bounces in a random direction (requiring another attack roll to grab it). A stunned character automatically drops the ball.

Heroes can pass the ball between them as a Standard Action. The thrower makes a Ranged Attack Check (DC 10). If successful the catcher gets a +2 bonus on the melee attack roll (Parry defense 14) to catch the ball. If the ball flies by a character, they can attempt to intercept it mid-flight with an attack roll (Parry Defense 14).

The Obstacles: The "jungle gym" in the Doom Room limits movement speed to 30 feet per round. Characters trying to move faster need to make a Acrobatics check (DC 15). A failed check means the hero only moves 15 feet, while a failure by 5 or more means the hero falls or slams into an obstacle, suffering Damage 6 (a DC 21 Toughness check). The obstacles provide cover for any character more than 30 feet away, limiting Ranged Attacks. The obstacles are Toughness 10; some heroes may just try to smash through them. There's no rule against that.

Winning the Test: It's up to one of the heroes on a team to grab the ball and hold on to it for five rounds. It has to be five *consecutive* rounds; if a team loses the ball, the "counter" resets and they have to start over.

Heroes who don't have the ball can try to run interference for the ball-carrier. Anything goes, although obviously the heroes are expected to show some restraint and use only nonlethal attacks (it's just a game, after all). Encourage the players to be creative and try new things. This is an excellent opportunity to try out different combat maneuvers and options.

After one team has had the ball in its possession for five rounds, the test ends. There's a buzzer and the Doom Room resets. If things went too quickly, you can reset things and do the scenario again, this time with different teams, or requiring the winning team to hold on to the ball for a full minute (ten rounds).

ALIEN GLADIATORS

Instead of a training room, you can use the Doom Room's random traps and attacks to simulate other hazardous environments, like an alien gladiatorial arena, a strange, high-stakes game show, or a villain's deadly maze. You'll want to add additional dangers to round these out: an arena requires deadly opponents, while a maze will need the PCs to solve various puzzles and challenges as they try to survive the traps.

THE HEIST

The Heist is an introductory adventure designed for a group of *Mutants & Masterminds* heroes, showcasing a fairly average robbery. While not a major threat, it offers a chance to show off their skills and powers.

IN THIS EXCITING ISSUE

The heroes have to thwart supervillains attempting to rob a bank with the aid of some hired muscle. You get to select which supervillains the face.

INVOLVING THE HEROES

There are two simple ways of getting the heroes involved *The Heist*. First, some or all of the heroes might be visiting the bank in their secret identities to replace a debit card, open an account, or ask about a car loan. They are there when the villains show up and have to figure some way to slip away from the action long enough to change into their superhero identities (assuming they maintain secret identities). Two or more of the heroes may even duck into the same storage closet to change, accidentally introducing themselves to one another.

Alternately, heroes may be patrolling the city, on the lookout for trouble, or just going about their business in their heroic or secret identities. They hear the bank alarm, pick up word of the robbery on the police band, or are alerted by the authorities and asked to help out, depending on the heroes' reputations and relationships with the law. They can show up at the bank just as things start happening. You can even use both approaches to get a group of disparate heroes together, with some of them already in the bank, and others arriving on the scene.

SCENE: STICK 'EM UP!

Read the following aloud to the players:

It's a fairly ordinary afternoon at the Eastern Seaboard Bank branch downtown, but it turns out today is anything but ordinary.

A group of armed men suddenly burst through the front doors of the building and into the lobby. They order the bank patrons to lie on the floor and clear the way for the people who follow them, dressed in costumes and including known villains!

"Nobody messes with us, nobody gets hurt. Got it?" one thug says with a sneer.

Choose a number of foes from the **Villains** section of this book to be the bank robbers (or make your own). There should be half as many villains as there are heroes (round up). If you use the more powerful Loma Slife or Malador, they each count as two villains.

The villains are accompanied by twice the heroes' number of armed Thug minions (see page 128), mainly to keep an eye on the bank patrons and to help carry the loot.

Heroes who act quickly when the thugs first enter the bank may be able to slip out of sight before villains sweep into the room. Otherwise they'll have to come up with some sort of distraction to get away unnoticed. Clever uses of powers and skills like Deception and Stealth, or clever roleplaying, are encouraged here.

If unopposed, the thugs force the bank tellers to put money into bags while the villains use their powers to break into the vault. Then the thugs begin to loot the vault as well. A few minutes later, the villains flee with their ill-gotten gains, driving off in two vans waiting outside.

Hero Points: Heroes caught in the bank in their secret identities have to deal with the complication of slipping away to change without being noticed. Award them a Hero Point for successfully roleplaying this. Heroes who arrive from outside the bank and show proper caution in dealing with a potential hostage situation should also get a Hero Point for good roleplaying.

THE FIGHT

When a hero takes action, roll initiative. A hero or heroes who manage to sneak up on the villains (successful Stealth check vs. their Perception checks) may surprise them. Otherwise, everyone acts in order of initiative, with no surprise round.

The thugs open fire on the heroes on their actions. They do as the villains tell them, but you can have a thug take a bank patron hostage for a potential complication (giving the heroes a Hero Point if they roleplay the situation well).

The villains initially fight back. They use whatever offensive powers they may have; a villain with sufficient Strength might throw the damaged vault door.

Hero Points: Award a Hero Point to any player whose hero gets knocked out in the fight. If any other complications come into play—such as a hero's loved-one being at the bank and in harm's way, or a villain using a power the hero is vulnerable to—award Hero Points for them as well.

BANK COLLAPSE!

If things go badly for the villains, or the fight lasts more than a few rounds, they either try taking bank patrons and employees hostage or creating a distraction for the heroes so they can escape. If the villains are all knocked out or disabled, the thugs may try taking hostages or simply flee.

Escaping villains use their powers to damage the supports of the bank building, causing it begin collapsing. Then they make a run for it. Heroes who do the right thing and let the villains go so they can try and save the building and the innocent people inside get a Hero Point.

It requires a total carrying capacity of 300 tons to hold up the damaged building, and a total of 10 rounds to evacuate all the people. Heroes can use Strength, Move Object, and similar abilities to hold up the collapsing building while the civilians escape (possibly with the aid of the other heroes). Heroes working together combine their carrying capacities. Keep in mind that a player can use **Extra Effort** to double a hero's carrying capacity for one round, and can spend a Hero Point to overcome the fatigue of using Extra Effort.

Heroes with the Quickness effect (see page 58) can clear the building faster than usual. Other powers—like Move Obejct or Teleport—can also speed things up. Let the players come up with their own plans for holding off the collapse of the building and getting everyone to safety. A successful DC 20 Power Check lets a hero shave 1 round off the remaining time to clear the bank, and 1 additional round for each degree of Success on this check.

PURSUIT

If some or all of the criminals escape, the heroes can give chase, turning the fight into a high-speed pursuit! Heroes may also choose not to confront the villains inside the bank with hostages, waiting instead until they leave to pursue them.

The criminals have two vans as getaway vehicles. The vans are Speed rank 5, so overtaking them isn't difficult for a hero with movement powers. Other heroes may attempt to stop or disable the vehicles before they get out of range.

The vans are Parry and Dodge defense 8 and Toughness 9. Their tires are only Toughness 3, but Parry and Dodge defense 13, and destroying one or more tires stops a van. The thugs shoot at any pursuing heroes on their turns, and any villains present may use their powers to try and attack, stop, or delay the heroes. If a van is stopped, the criminals try to flee on foot, although some villains may prefer to make a stand and fight the heroes, if cornered. Villains with their own movement powers might attempt to escape on their own, forcing the heroes to split up to go after them.

Finally, the heroes may try to follow the villains to their lair, an old warehouse building in a run-down neighborhood (or whatever suitable location might make for a fun fight). Have the players roll a check of Stealth against the criminals' Perception if they try to follow them without being seen, or an Investigation check (DC 15) to track the criminals down after they get away.

If the heroes confront the villains at their lair, run another fight there, using the guidelines and tactics for the fight at the bank. This time, the heroes should be better prepared for their opponents' tricks and have more Hero Points to help them out.

Hero Points: If the heroes let the bank robbers get away in order to help save people endangered by the chase, award them a Hero Point. If they use wit or guile to end the chase without endangering the populace, award them a Hero Point.

VARIATIONS

The Heist is designed as a simple adventure for a group of starting heroes. You can modify the adventure to suit a different group of heroes or a different style of play.

You can easily adapt the adventure opposition to fit a villain's theme. Loma Slife may be trying to collect a bounty on an alien hiding out on Earth (or an alien hero), and her thugs have flying motorcycles. Malador the Mystic is unlikely to attack a bank, but may rob a museum with an army of zombies! You can make the thugs more effective by supplying them with blaster rifles (Damage 8) and body armor (Toughness +4), or replacing them with robots.

You can also run this adventure without any super-villains at all, just using a gang of thugs or militants. This makes it easier on the heroes, although they still have to deal with complications like the thugs taking hostages, potentially even someone important to one of the heroes. If you want to include the **Bank Collapse!** element, assume the robbers have explosives or some similar means of damaging the bank building to cover their escape.

MID-AIR RESCUE

Mid-Air Rescue is a short adventure for a group of *Mutants & Masterminds* heroes. Not a full adventure in and of itself, it's intended to be usable as part of a larger adventure, and an example of how to use a Challenge in the game.

IN THIS EXCITING ISSUE

In this scene, the heroes are confronted with a damaged airliner that is rapidly losing altitude and will crash if they do not manage to stabilize its flight path and guide it to a relatively safe landing.

INVOLVING THE HEROES

The two primary ways the heroes can get involved in the *Mid-Air Rescue* are being on the plane when things go wrong, or being close enough that they can rush to help.

In the first case, the heroes might actually be passengers or crew on board the airliner when the crisis occurs. In addition to everything else, they have to find a way to assist without giving away their secret identities if they are traveling incognito. Getting outside the plane without depressurizing the cabin is a challenge unto itself.

Alternately, the heroes might be present outside the plane when the crisis occurs. They either happen to witness it or, more likely, it is caused by collateral damage like a stray energy blast attack or a villain looking to distract the heroes in order to escape.

SCENE: GOING DOWN

A passenger jetliner has suffered damage to one of its engines, which is currently on fire, and it is losing altitude. You can read the following aloud to the players when their heroes spot the plane in distress:

> A sleek, massive passenger jet is trailing a thick line of black smoke from its right wing as flames lick from one of its engines! The plane is descending at an angle, clearly unable to maintain altitude. You will need to act quickly in order to prevent a crash!

The plane is Toughness 13, with sections made of lower Toughness materials. It moves at Speed rank 4 to 7; players may need to be creative to reach or keep up with it.

The exterior doors of the plane are locked. Opening them from the outside requires a DC 20 Technology check or breaking a Toughness 8 object (see **Damaging Objects** in **Action & Adventure**). Opening the plane's cabin depressurizes it, requiring anyone inside to wear oxygen masks.

THE CHALLENGE

Using their various abilities, the heroes need to make checks to accumulate a total of five degrees of success

before accumulating three degrees of failure in order to stabilize the jet and bring it down to a safe emergency landing. The Difficulty Class (DC) of the tests is 15.

The exact abilities the heroes choose to apply to the situation are up to their players. The following is just a list of some common options. Encourage the players to be creative in coming up with ways to apply their heroes' abilities to the emergency.

Strength: The most common ability to bring to bear is sheer lifting Strength or effects like Move Object. The descending plane has a lot of momentum and also weighs quite a bit. A hero needs an effective lifting Strength of 10 to make much of a difference at all. Have the hero's player roll a Strength check for success.

Technology: A hero with the Technology skill can attempt to make emergency repairs to the damaged engine.

Vehicles: A hero with the Vehicles skill might attempt to guide the plane's descent. This requires access to the plane's controls or some way of manipulating them from outside.

Thrust: A certain amount of applied thrust can substitute for Strength in this situation. A hero might use a Flight Effect Rank or the rank of a power that generates thrust or impact, such as an energy blast, to slow or divert the plane's course.

Teamwork: If nothing else, a hero can find a way to contribute to a team check (see **Team Checks** in **Action & Adventure**), giving another hero a bonus on their check. Since each Challenge attempt can contributes degrees of failure as well as success, you may want to tell players that a team check can be to their advantage.

Heroes can also work together as a team by supporting others in particular ways. For example, a hero trying to use Technology to make repairs may need someone to provide a stable platform or anchor on the wing, while a hero able to pilot the plane with Vehicles needs a way inside. If you're using one or more of the **Variations**, there are even more opportunities for other heroes to help out.

VARIATIONS

The Previous section outlines the essentials of what the heroes need to do in order to save the plane. You can set up a number of different variations on the basic theme by giving the heroes additional problems or factors to take into account. Some of these variations can given heroes who lack the abilities necessary to rescue the plane additional parts to play in the scenario.

DOGFIGHT

The plane is under attack! The damage to its engine is no accident, but the result of someone attacking the plane

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with the intention of bringing it down or destroying it in the air. In addition to the Challenge, the heroes have to fight off the attackers. The Power Corps from the **Rogues Gallery** section make good adversaries for this variation.

HIJACKERS

The plane has been hijacked! Criminals or terrorists on board the plane have seized control. The damage to the plane's engine might be accidental or there may be a deliberate attempt to crash it. The heroes might start out looking to save a plane full of hostages from the hijackers and then have to save the plane when it gets damaged or their foes try to destroy it. Use stats for thugs or militants from the **Rogues Gallery** section (page 128). For additional complication add a supervillain or two.

DISTRACTION

The imperiled plane is the bait to lure the heroes into a trap. Villains have deliberately damaged the passenger plane, and perhaps even sent a distress signal, in order to get the heroes involved in a rescue attempt, only to ambush them. Naturally, for this to work, it requires villains who can all fly or otherwise pace the damaged plane and spring from cover (likely a convenient cloud bank or the like) to attack. Perhaps some of the villains are hidden as passengers on the plane, busting out of it to attack and also depressurizing the cabin further endangering the passengers (see **Falling Passengers** for one example).

MEDICAL EMERGENCY

In addition to the damage to the plane, there is a medical emergency on-board. The classic is a passenger who has a heart attack and needs to be rushed to a hospital as well as treated on the scene with CPR. The heroes have to get inside the plane and assist in treating the victim—and opportunity for characters with medical skills or healing powers to shine—and get the victim to proper medical care, all while saving the plane and passengers in general.

FALLING PASSENGERS

A breach in the plane has sent one or more of the passengers hurtling to their deaths if the heroes don't act quickly! Heroes can use movement powers like Flight or Leaping, or Create or Move Object, to catch the falling passengers. They can pretty much do so automatically, provided they're able to move fast enough; less than speed rank 4 may require an Acrobatics skill check (DC 13) to fall fast enough to catch up.

MID-AIR ABDUCTION

The damage to the plane is in addition to an attempt to abduct one or more of the passengers! In fact, damaging the plane might be a deliberate attempt to create a distraction, keeping the heroes occupied while the villain escapes. This is similar to the **Dogfight** variation, except the heroes pursue a foe who flees the plane with the kidnapped victim, while also trying to save the plane and other passengers. This variation also works with a villain

attempting to steal something from the plane—in either the passenger or luggage compartment—and then make a mid-air getaway. The villain's escape may depressurize the plane, leading to a **Medical Emergency** or **Falling Passengers** scenario as well.

RUNAWAY TRAIN

This variation suits more ground-based heroes who cannot necessarily handle a falling plane. Instead, the vehicle in distress is a runaway train, which is careening out of control down the tracks, either headed towards a damaged bridge or collision with a train station or yard. Most of the guidelines given in **The Challenge** section still apply, except the heroes have few options in terms of guiding the train's direction, other than finding and activating a switch in the tracks.

SPACE CRISIS

With how often superheroes visit space, they are just as likely to find themselves aboard a spaceship as hostile forces attack. Space vessels may crash into a planet just as a plane would crash into the ground, but other hazards include black holes and strange stellar phenomenon. The vacuum of space also offers a whole new challenge!

DISASTER STRIKES

Like *Mid-Air Rescue* (previously) *Disaster Strikes* is a Challenge encounter for a group of *Mutants & Masterminds* heroes. The focus is on an incident when a disaster threatens a building and the people trapped inside of it. It provides examples of Challenge Sequences (see page 76) as well as non-combat focused opportunities for heroism.

IN THIS EXCITING ISSUE

A twenty-story office building in an urban area is on-fire and badly damaged. People are trapped inside and need rescue. Emergency services are responding, but the height of the building and damage to its structure poses significant challenges.

The fire imposes a number of hazards:

Heat: In areas where the building is on fire, characters have to contend with extreme heat, requiring a DC 10 Fortitude check each minute (10 rounds) to avoid becoming Fatigued. The DC increases by +1 for each previous check.

Fire: In some areas, characters must move directly through the flames! This requires a DC 15 Acrobatics or Dodge check each round in that area to avoid taking Damage 5 from the fire. A successful check means no damage.

Smoke: Thick smoke fills much of upper floors of the building, creating Partial Concealment for everything there. Additionally, the smoke requires characters to hold their breath in the area; they can do so for rounds equal to twice their Stamina. After that, they must make a Fortitude check each round to avoid suffocation.

GETTING THE HEROES INVOLVED

The heroes may get an alert or call to action, either directly from the authorities or via the news media when the story about the disaster hits.

Alternately, they could be in the area when the disaster happens, or even in the building. To add drama, and provide some Hero Points, one or more of the heroes' loved ones might be in the building as well.

SCENE: THE WORLD AFLAME!

You can read the following to the players when the heroes arrive on the scene and see the disaster:

> Thick columns of black smoke pour from the upper floors of a high-rise in the city as flames lick out of some of the shattered windows. Sirens wail as emergency vehicles respond and fire-fighters gather, but the height of the fire makes it clear that fighting it will be difficult and risky, and the people still streaming and stumbling out the doors of the building show the structure is far from empty yet.

There are a number of different ways the heroes can help people escape the disaster or prevent things from getting worse. Offer these opportunities to the players as you see fit, based on their characters' actions and efforts to help. For example, if a player asks about people in need of evacuation, offer the **Evacuation** Challenge. If another says their hero is looking for people who are trapped, then the **Trapped** or **Falling Elevator** Challenges are suitable, and so forth. Be willing to create additional Challenges on the fly to accommodate other player strategies.

Heroes can work together on Challenges or split up to handle as many as possible. Use action time and initiative to keep track of things, even though the heroes aren't necessarily fighting a foe (see **Variations**). This keeps everyone's actions orderly and allows you to cut from one Challenge to another when the heroes are separated.

Test or No Test? Some of the Challenges do not specify a test, in which case you can generally assume the heroes efforts succeed so long as they are taking action, unless you want to further complicate matters. Others specify a test and the outcomes for success or failure.

EVACUATION

First and foremost, the heroes' objective is to get people out of the building as quickly and safely as possible. They can accomplish this in a number of ways:

- Forming escape ramps or tubes using powers like Create or by manipulating existing material or debris using their powers.

- Using fire safety nets or other platforms, or powers like Move Object, to scoop up people and carry them safely down to the ground.

- Helping create safe corridors out of the fire and smoke and guiding people quickly to the exits.

- Grabbing and carrying people outside. A hero with Quickness, like the Speedster, can do this *fast,* effectively evacuating the entire building in a round!

By default, clearing the building requires eight degrees of success, with heroes earning an automatic degree each round they assist, or more with a DC 15 Effect Check.

FIRE EXTINGUISHING

The heroes may attempt to put out the fire, either in a part of the building or the entire thing at once, depending on the extent of their powers.

This is a test of the power rank the hero is using against DC 18. Success puts out the fire on half of one of the floors of the building. It takes at least six successful tests to put out the entire fire. If the hero's power affects a significant area, you can allow one test to extinguish an entire floor at once or even more.

If the hero isn't directly using a power to put out the fire, use an appropriate Ability rank for the test, such as the Strength rank needed to lift a nearby rooftop water tank and fling its contents into the building, or the speed rank of a movement power used to create a vacuum to smother the flames. Let the players be creative.

TRAPPED

One or more people are trapped in part of the building, unable to escape without aid. Overcoming this Challenge may involve:

Moving debris. This is normally just a matter of having sufficient Strength, but if you want to make it more difficult, set it at a weight rank where a hero needs to use Extra Effort to lift it. See the **Extra Effort** on page 74.

Breaking through a barrier. This could be a jammed door a collapsed ceiling, or the like. The barrier can be Toughness 3 (for wood) to 7 or 8 (concrete) or 9 (metal). See the **Damaging Objects** on page 73.

Getting through the flames. The heroes might have to pass through an area on fire to reach the trapped people and find them a safe way out. See **Fire** under **In This Exciting Issue** and **Fire Extinguishing**, previously, for some guidelines.

FALLING

A person trapped by the fire either attempts to climb out a window to safety and falls or has no other option but to jump! A hero with the right movement or ranged powers can come to the rescue and simply catch the victim, or find some way of slowing their fall so they can land safely.

FALLING ELEVATOR

People are trapped in an elevator that has lost power and gotten stuck between floors and is now damaged and threatening to fall. It takes a DC 15 Strength check to pry open the jammed elevator doors and four rounds to evacuate the people in the elevator. However, unless the weight rank 6 elevator is braced or held in place, it falls two rounds after the doors are opened. A strong enough hero can grab the damaged cables to hold the car in place, or heroes might come up with another plan to hold it.

BUILDING COLLAPSE

The fire and other damage has compromised the building's structure and it is threatening to collapse entirely, injuring or killing everyone left inside and emergency workers below! The heroes need to prevent the collapse or find some way to contain it and prevent further damage.

It takes a total Strength rank of 8 to prevent the collapse for the first round, with the required rank increasing by +1 each round. Heroes can combine their Strength to shore up the building, with lesser ranks adding +1 to the highest Strength rank. Extra Effort can provide an extra rank of Strength for one round (see the **Pushing the Limits** section) for last-minute stragglers.

While some heroes are holding off the collapse, others can attempt to shore up the building using their powers or skills. This requires a DC 14 Effect Check, and the heroes must earn a total of five degrees of success to stabilize the building before it collapses.

Alternately, some of the heroes might evacuate the immediate area around the collapsing building or create barriers to contain the collapse and protect the nearby buildings. See **Evacuation** for guidelines.

Anyone inside the building when it collapses must resist Damage 15, plus the victims are buried and must resist Damage 10 each round thereafter until they escape. It requires Strength 10 to move the debris.

VARIATIONS

You can use the essentials of **Disaster Strikes** in a number of different ways, or use similar Challenges for damage caused by earthquakes, storms, or man-made disasters like superhero fights. The following are some variations you can apply to the basic scenario to make it more challenging or to incorporate it into other adventures.

ARSON

The disaster was not an accident but deliberate. This might mean an investigation after the fact (DC 15 Investigation, Perception, and Expertise checks), or the criminals responsible for the disaster might even still be on site! They may attempt to hide amongst the victims and escape in the confusion or fight the heroes to prevent them from putting out the fire they set.

COLLATERAL DAMAGE

The disaster is actually just collateral damage from something else, such as a stray blast from the villain (or even a hero) or a villain's effort to distract the heroes while they are up to something else, such as escaping or pulling off a crime across town. The villain may even still be present, forcing the heroes to fight them while also trying to deal with the disaster.

EXPLOSION

The disaster is worse than it seems: the building also contains dangerously combustible or explosive materials. Within a minute or two (10–20 rounds), the fire will reach them and set off an explosion that triggers the **Building Collapse** Challenge. The heroes have to race against time to get people clear and stop the disaster, if they can.

LARGER DISASTER

The building fire is just part of an even bigger disaster, such as an earthquake or an attack that has damaged buildings throughout the city. The heroes might have to handle similar Challenges multiple times, or variations on these Challenges, with this one scene standing in for the larger set of Challenges. You can play them all out or just the one and then on to the next scene, with the heroes exhausted, but successful.

SHADOW OF THE PAST

SHADOW of the Past is a longer introductory *Mutants & Masterminds* adventure, pitting a group of heroes against the sinister organization SHADOW, or at least a part of it, with the potential for a larger conflict in the future.

This adventure pulls together a lot of the concepts found in the previous introductory adventures, including super-villains of different power levels, villainous minions, and disasters, as well as an opportunity for investigation.

Read through and familiarize yourself with the entire adventure before running it. You can start things off quickly with **Scene 1** and **Scene 2**, then allow the players a bit of breathing room and the opportunity to investigate and follow up on clues.

IN THIS EXCITING ISSUE

New super-criminal Luna Moth was stretching her wings and digging into the criminal past of Freedom City, when she came upon an old underground installation. By breaking in, she reactivated its long-dormant machinery. The installation belonged to SHADOW, the Secret Hierarchy of Agents for Domination Over the World. It was built during SHADOW's "corporate" period decades ago when its leader, Overshadow, was missing for an extended time.

Luna Moth didn't get much time to explore, as the reactivation process revived a number of SHADOW agents in cryogenic storage in the installation. Unaware of the passage of time, the clone agents followed their pre-programmed instructions: defend the installation, eliminate any threats, and reactivate the facility, including a robotic replica of Overshadow—one of a series of fakes used by the leaders of SHADOW at the time to cover up the villain's absence. When armed SHADOW agents attacked, Luna Moth fled and some of the agents pursued her.

Another detachment of SHADOW agents sought out the equipment and material they need to repair and reactivate the installation. That leads them to a nearby ASTRO Labs warehouse, which they loot and proceed to set ablaze to cover up any evidence of their activities.

The heroes first learn of trouble when they encounter Luna Moth, pursued by SHADOW agents, hear about the warehouse fire, and have the opportunity to offer their assistance. They can track clues back to the hidden SHADOW facility beneath the streets of the city, just as its agents are "reviving" their fake Overshadow. Things get more complicated when the present-day SHADOW organization realizes their old base is active again and dispatches agents, accompanied by the mercenary Battle Brothers to ensure the base and its information do not fall into the hands of the authorities.

The adventure wraps up in a big three-way fight between the heroes, the SHADOW base personnel (including the fake Overshadow), and the invading SHADOW agents led by the Battle Brothers.

To run SHADOW of the Past, you'll need the following character write-ups from the **Rogues Gallery** section:

You may prefer to photocopy these sheets (or to print them out from the electronic edition of this book) to have them separate for easy reference.

INVOLVING THE HEROES

If the players' heroes are not already together as a team, the events of this adventure might unite them. By the end, they should have a sense of what they can accomplish together, and they'll have some mutual enemies!

If the heroes are not together as a group, then **Scene 1** offers the opportunity for them to work together when they hear reports of a winged woman being chased over the rooftops of the city by SHADOW agents! Heroes might pick up this news online, from the media, or they might be patrolling the city nearby when it happens.

SCENE 1: FLAME TO A MOTH

It's early evening in the city when an unusual chase gets everyone's attention. Start things off by reading the following text aloud to the players. You can paraphrase or put things in your own words, as you see fit.

> It has been a quiet day so far but, as evening descends on the city, things take an unexpected turn. A winged woman swoops among the rooftops not far from a more industrial district of the city, pursued by people riding flying sky-bikes of some sort. The pursuers wear the uniform of the sinister organization known as SHADOW and have opened fire on their quarry! She weaves and dodges and a stray energy blast strikes the side of a building, sending a cascade of shattered brick, mortar, and glass tumbling towards the street and a group of startled bystanders below!

Things shift immediately to an Conflict scene. Ask the players to roll initiative for their heroes, and do the same for Luna Moth and the SHADOW agents:

- **Luna Moth:** +2 initiative bonus
- **SHADOW Agents (6):** +1 initiative bonus

Organize the heroes, Luna Moth, and the SHADOW Agents in order from highest initiative total to lowest, then start with the highest, resolve their actions, and continue on to the next character in the initiative order until you get to the lowest. After that, start a new round from the top of the order.

FALLING DEBRIS

The debris blasted loose from the building "acts" at the end of the initiative order, allowing all of the heroes to take action on the first round before it strikes. There are a half-dozen people on the sidewalk below who are in danger. Encourage the players to take immediate action to rescue them, whether moving people out of the way, or deflecting or destroying the debris.

Moving People: Heroes can move people based on their abilities: It takes Strength 2 or higher to pick up a bystander and move them out of the way and the hero's full round of actions to do so; a move Action to reach the victims and pick one up and another move Action to move them to safety. Heroes with Strength 4 or higher can grab and move two people at a time, and those with appropriate powers may be able to move more people at once.

Stopping the Debris: Let the players come up with their own ideas for how to use their heroes' abilities to stop the debris. Options may include blasting it with a Ranged Attack, spreading out a Snare or similar effect to catch it, whipping up a wind using Flight or Speed to deflect it, standing over a bystander to shield them, and so forth.

Debris Hit: At the end of the first round, the debris hits the sidewalk with the effect of a rank 6 Burst (see page 61). Any targets still in the area must roll a DC 16 Dodge Resistance Check. If the check succeeds, they roll their Toughness Resistance Check against DC 18. If it fails, they roll Toughness against DC 21 instead.

Hero Points: Award a Hero Point to any player who immediately takes action on the first round to save people from the falling debris.

LUNA MOTH

Luna Moth's goal during this scene is escape, from both the SHADOW agents and the heroes! She only attacks in order to distract or slow down possible pursuit, although she might also use her pheromone capsules on the heroes on the first round to try and focus their attention on the SHADOW agents. While the two sides are fighting, she can slip away.

Escape! Each round Luna Moth flees, roll a check with her Flight rank 7 and have any pursuer do the same with their own movement speed rank (rank 0 if they are on foot or have no movement powers). Compare Luna Moth's check result against the highest pursuer. For each degree of success she achieves (see **Graded Checks** on page 8), she gets a check mark or token. Once she has four or more tokens, she escapes. However, if Luna Moth's check result is lower than the highest pursuer, she loses a token for every degree of failure. If no one pursues, Luna Moth rolls against DC 0 that round and will likely escape quickly.

Until Luna Moth escapes, her pursuers can still use their Standard Action each round to attack or otherwise attempt to capture her.

Let's Make a Deal: If Luna Moth is cornered or captured, she offers the heroes a deal: if they let her go, she'll give

them information about SHADOW that's way more valuable than capturing a new, small-time thief. It's up to the players whether or not they take her deal, and whether or not they uphold their end of it. If a player roleplays this encounter well, award them a Hero Point. Either way, it's clear Luna Moth has some useful information, which might come up for **Scene 3**.

SHADOW AGENTS

There are six SHADOW agents in pursuit of Luna Moth. Each agent rides a "sky-bike," a sort of anti-gravity flying motorcycle with Flight 7 and Toughness 7, equipped with a mounted Blast 7 energy weapon the agents can use for Ranged Attacks with a +5 attack bonus. Use the SHADOW Agents' own Dodge and Parry defenses for their sky-bikes.

The SHADOW agents are minions and subject to the guidelines given in the **Minions & Monsters** section. In particular, if an agent fails a Resistance Check, they suffer the worst degree of effect, so a failed Toughness check means the agent is immediately incapacitated.
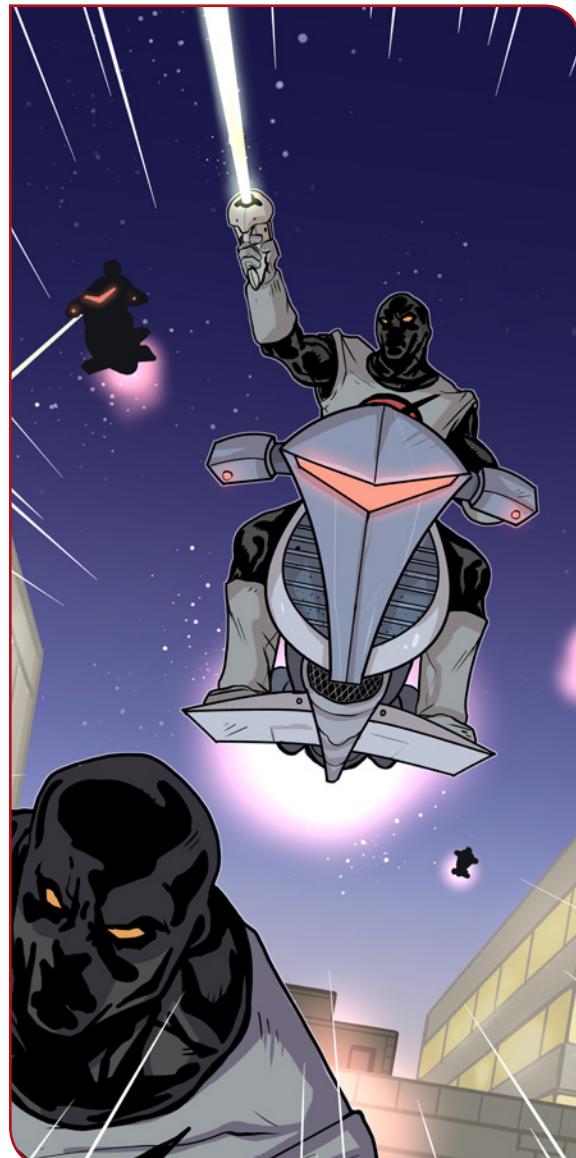
The SHADOW agents are initially focused on capturing Luna Moth and bringing her back to their base but, once the heroes intervene, their focus shifts to stopping the newcomers as well. If a SHADOW agent incapacitates Luna Moth, they catch her in a metal-mesh net to carry her off. Use the same guidelines given under **Escape!** for Luna Moth to see if the agents can get away. If it becomes clear they cannot capture their quarry or escape, the agent fight the heroes until they are defeated.

The fanatically programmed SHADOW agents do not surrender, and only attempt to escape if they capture Luna Moth or the heroes are all defeated. They carefully avoid leading the heroes back to their hidden base, unless the heroes find a way to follow them without being detected.

WRAP-UP

Once the conflict with the SHADOW agents is over and Luna Moth has either escaped or been captured, the police arrive to take the villains into custody. This offers the opportunity for you to feed the players information about the next scene.

SCENE 2: INFERNO!

Right after the heroes deal with the villains and the action from Scene 1, they are alerted to another emergency in the nearby industrial section of town: a warehouse fire! Read or paraphrase the following aloud to the players:

> A warehouse is reported ablaze nearby! You can smell and see smoke billowing into the distant sky. Arriving on the scene, it's clear the fire-fighters have their hands full battling the blaze: Trucks are arrayed near the building, with fire crews hosing it down, just trying to contain the fire so it doesn't spread to the neighboring structures before they can put it out.
>
> "Start pulling back!" the chief yells. "Radio says it's an ASTRO Labs warehouse with volatile chemicals inside! It could blow any minute!"

Ask the players to roll initiative and tell you what their heroes are going to do. If you have previously run some version of *Disaster Strikes!* for your players, they should have some experience in dealing with a similar situation.

GOALS

The heroes have several goals in dealing with the fire:

- Four firefighters are inside the building, looking for anyone who might have been trapped inside. They will soo need rescuing as the fire cuts off their retreat.

- An unconscious night watchman is threatened by the fire and in need of rescue.

- The warehouse does indeed contain volatile chemicals. If the fire reaches them, they will explode.

- The fire itself needs to be put out before it destroys any evidence or spreads.

See the *Disaster Strikes!* adventure for details of the conditions inside the warehouse and dealing with the smoke, heat, and so forth.

Generally speaking, the warehouse structure and barriers the heroes encounter are Toughness 8. See **Damaging Objects** in the **Defenses, Damage & Recovery** section for details on how they can break through such things.

RESCUE

Two pairs of firefighters are inside the warehouse, looking for anyone who might be trapped inside. Just before the heroes arrive, a heavy stack of crates collapses, blocking their escape as the fire continues to spread. The firefighters' gear will protect them from the effects of the fire for five rounds.

Heroes need to move over, around, or through the burning debris to reach the firefighters and help escort them out, dealing with the conditions inside the burning warehouse. The debris and heavy crates surrounding it are Toughness 6 and require Strength 6 or higher to move out of the way. Any hero touching or handling the burning debris must make a Toughness Resistance Check against rank 6 fire damage each round.

There is also a night watchman lying unconscious, after being knocked out by the SHADOW agents earlier. It takes a DC 15 Perception check for the heroes to spot him through the flames and smoke. If none of the heroes succeed on the check, you may want to have one of the firefighters point him out so the heroes don't miss him. It takes Strength 2 or more for a hero to carry the man out—if none of them can do it, the firefighters cooperate to do so while the heroes clear the way.

EXPLOSION!

A fenced-in storage area of the warehouse holds some volatile chemicals. If the flames reach them and they are heated to a critical level, they will explode! The explosion occurs six rounds after the heroes enter the building. If it happens, it affects the area as a Burst 10, filling the entire warehouse and causes the **Building Collapse** Challenge detailed in *Disaster Strikes!*

Locating the chemical storage area requires a DC 15 Perception check. The chain-link enclosure is Toughness 6 and opening the padlock on the gate requires a DC 20 Sleight of Hand or Technology check (or the key carried by the night watchman).

Heroes can prevent the explosion by removing the chemicals from the building in time. There are five containers, each weighing about 200 lbs. Alternatively, the heroes can put out the fire around the chemical storage to ensure they remain safe until the rest of the fire is out. See the **Building Collapse** Challenge detailed in *Disaster Strikes!*

PUTTING OUT THE FIRE

See the **Fire Extinguishing** guidelines in *Disaster Strikes!* for putting out the fire. It takes four successful efforts to

completely put out the blaze. This doubles to eight if the blast from **Explosion!** occurs. If the heroes are unable to put out the fire but manage to handle all of the other challenges, you can have the firefighters handle the rest and get the blaze under control.

WRAP-UP

Emergency medical technicians treat anyone the heroes rescue from the warehouse and offer to treat the heroes as well, if they have suffered any damage or injury (see the **Treatment** skill description and assume the EMTs have a +5 skill bonus). When the night watchman revives, he says the fire was no accident: it was set to cover up a theft!

The firefighters are grateful for the heroes' help and cooperate however they can, including letting the characters investigate the scene. See **Scene 3** for the things the heroes can discover.

SCENE 3: SHADOW'S TRAIL

After the encounter with the SHADOW agents and dealing with the warehouse fire, it should be clear to the heroes something strange in the city needs their attention. Now they have to piece together the information they have and track down other possible clues or sources to guide them to the location of the hidden SHADOW base.

This investigation scene is very free-form. It kicks off with information from the warehouse fire but, after that it is largely up to the players to decide what avenues of investigation they want to pursue. Use the basic mechanics, especially for skill checks, to improvise around this.

THE WATCHMAN'S REPORT

Hassan Haddad, the night watchman at the warehouse, is in his mid-20s, the son of Lebanese immigrants. He reports that a group of six men "in black and gray uniforms, wearing black face masks" broke in. If someone describes or shows him the uniforms of the SHADOW agents from Scene 1, he points and says, "That's them!"

Hassan says he went for the alarm pull but the men "shot him with some kind of ray gun" and that's the last he remembers before the EMTs revived him outside of the burning warehouse. It's clear SHADOW is involved in this incident too and likely that the fire and their pursuit of Luna Moth are somehow connected.

THE WAREHOUSE

The warehouse itself is currently leased to ASTRO Labs: The Advanced Scientific and Technological Research Organization, a cutting-edge technological development think-tank. ASTRO Labs has an excellent reputation and no know association with anything criminal. Most of the contents were electronics, laboratory equipment, and chemicals. Unfortunately, the damage from the fire is extensive enough to make it impossible to be certain if any-

thing is missing from the inventory, which was likely why the fire was set.

A successful Investigation skill check can turn up the following clues from the warehouse site:

One degree (DC 13): The back fence gate and back door lock of the building were blasted open, showing marks consistent with the blasters carried by the SHADOW agents. The fire was hastily set using volatile chemicals.

Two degrees (DC 18): Drag marks on the floor and the concrete outside the back door show something heavy and wooden was moved through there recently, probably a fairly large crate. Further marks show the crate was likely set down outside of the back fence, after which any trace disappears. (The SHADOW agents used sky-bikes to lift the crate away, but there's no evidence to show this.)

THE SHADOW AGENTS

The SHADOW agents the heroes defeated in **Scene 1** are in police custody. Unfortunately, SHADOW agents are brainwashed clones utterly loyal to the organization and preserved in stasis since the 1980s, so there is nothing the heroes can do to convince them to talk. What's more, the clones have a limited lifespan without the constant support of the facilities of a SHADOW base, so they won't last more than a few days in custody. They don't know it, but it wouldn't matter even if they did.

The only way the heroes can get any information from the SHADOW agents themselves is using a power like Mind Reading (see the **Powers** section), which can tell them the location of the SHADOW base and that it has recently been reactivated.

However, the agents' uniforms and sky-bikes are another story. Heroes can examine these—impounded by the authorities—for potential clues. This involves an Investigation check for the uniforms and a Technology check for the sky bikes:

One Degree (DC 13): The SHADOW uniforms and vehicles are *not* of recent manufacture. In fact, there are signs they've been in storage for years, if not decades. There are indications they were stored somewhere underground for a long period of time.

Two Degrees (DC 18): The outdated navigation, communication, and tracking systems in the sky-bikes can be traced back to a building in same the industrial area where the warehouse fire occurred. The condemned structure is slated for demolition next year after being repossessed from a holding company ten years ago.

LUNA MOTH

Lastly, Luna Moth knows the location of the SHADOW base, and may have even offered to share it with the heroes before in **Scene 1**. The gossamer-winged thief is no fool, and she's willing to bargain with the good guys, particularly if it gets SHADOW off her trail and ends up with some heroes owing her a favor.

How negotiations with Luna Moth go depends on the situation. She might be in police custody, in which case she starts by demanding the heroes break her out or get her cut loose in exchange for what she knows. However, she'll bargain down to a plea deal, which the district attorney will agree to in order to deal with SHADOW.

If Luna Moth escaped at the end of **Scene 1**, things are more difficult. The heroes have to track her down, lay a trap for her, or put the word out that they're looking to talk and cut a deal. Improvise these scenes as needed using the game rules as guidelines, particularly **Challenge Sequences**.

Alternately, you can have Luna Moth get in touch with them to make or re-issue her offer of information, possibly in exchange for a future favor, if the heroes are willing to bargain.
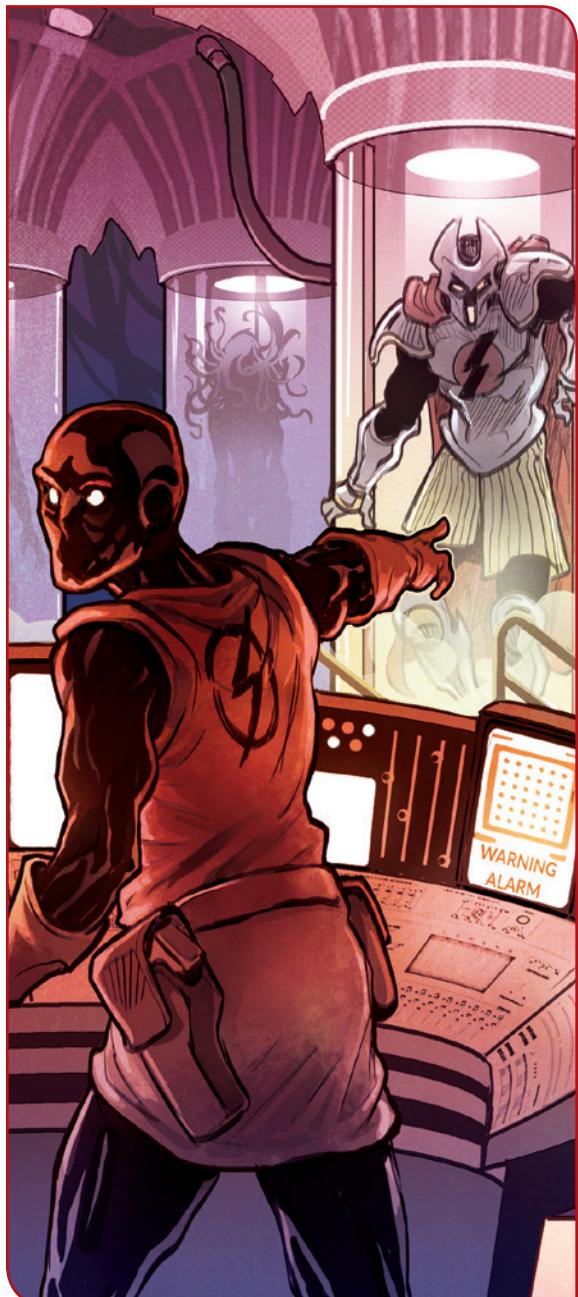
SCENE 4: SHADOW PLAY

This scene is the climax of *SHADOW of the Past*. The heroes take on the forces of SHADOW to deal with the reactivated base. Things are complicated, however, by there being not one but two SHADOW factions at work, both of them interested in preventing the forces of law and order from obtaining any further information about the organization.

THE SHADOW BASE

The SHADOW base is hidden beneath a condemned factory in the industrial area of the city. After Luna Moth discovered it, the revived SHADOW agents reactivated the base's defenses to the best of their ability.

Finding the Entrance: The base has a concealed entrance in the floor of the factory. Entering the proper code in a hidden keypad behind a false wall panel causes a section of the concrete flooring to retract and slide open, revealing a ramp down. Finding the keypad or the hidden floor panel are DC 20 Perception checks.

Getting In: Unless the heroes have the right code from a SHADOW agent, they need to either hack the security panel, a DC 20 Technology check, or break through the floor panel, which is Toughness 10. Breaking in alerts the SHADOW base they are coming.

BEWARE THE OVERSHADOW!

When the heroes get inside the SHADOW base, read or paraphrase the following to the players:

> Beyond the metal door is a stark, industrial chamber of concrete supported by heavy, rusting steel arches, lined with coffin-like chambers connected to retro-looking technology. There is a bank of antiquated computers humming with large reels of tape. One end of the room has a raised dais, with steps leading up to another coffin-like chamber. The opposite end has a low raised platform with a control podium beside it.
>
> Inside the chamber is busy with at least a dozen figures in SHADOW uniforms, two of them working beside the chamber atop the dais. Just as you enter the room, a pneumatic hiss announces the chamber's opening to reveal a tall figure clad in black and silver armor, red cloak, and a full helm reminiscent of a hooded serpent. He steps out of the chamber, one hand pointing towards you. An electronically amplified voice booms from behind his helm.
>
> "Who dares enter the presence of the Overshadow unbidden? Guards! Destroy them!"

Things shift to an action scene: ask the players to roll Initiative checks for their heroes, and do the same for Overshadow and the SHADOW agents:

- **Overshadow:** +1 initiative bonus
- **SHADOW Agents (14):** +1 initiative bonus

Organize the heroes, Overshadow, and the SHADOW Agents in order from highest initiative total to lowest, then start with the highest initiative character.

Overshadow: Fortunately for the heroes, the "Overshadow" they encounter in the base is not the genuine article, but a convincing robot replica—used by the ruling council of SHADOW decades ago while Overshadow was out of commission—to maintain the illusion that he still ran the organization. Use the character sheet for Overshadow from the **Rogues Gallery** section, except the robot has Immunity to Fortitude Effects and mental powers (neither being alive nor having a real living mind). Reduce all the robot's defenses (including Toughness), attack modifiers, skill ranks, and damage by 2, making the robot version of Overshadow a PL 13 foe.

The fake Overshadow blasts the toughest-looking heroes on his actions and avoid close combat unless a hero closes to melee with him, in which case he responds in kind. The first time Overshadow fails a Toughness Resistance Check, damage through his armor shows he is actually a machine and not a living person in armor.

SHADOW Agents: There are fourteen SHADOW agents present, plus any who escaped from the heroes in **Scene 1**. They open fire with their blasters, looking to incapacitate the heroes. You can have groups of SHADOW agents use the **Team Check** action (page 9) to improve their chances of hitting a hero, and the **Team Attack** maneuver (see page 83 to have a better chance of harming tough heroes).

DOUBLE TROUBLE

At the start of the third round of the Conflict, agents of the modern version of SHADOW burst in. Read the following aloud to the players:

A shimmer of light and an electronic hiss sounds from the platform opposite Overshadow's dais and a group of eight more SHADOW agents appear out of nowhere.

Standing in front of them are two men, one white with a blond crewcut, the other black and bald with a short goatee. They each wear black and red uniforms and a single high-tech bracer on one arm, the infamous super-mercenaries: the Battle Brothers!

"Light 'em up!" the black man yells as they and the agents charge into the room.

Hero Points! Give each player a Hero Point when the other villains appear for the unexpected turn of events.

Roll initiative for the newcomers, the Battle Brothers and their team of SHADOW agents. See their character statblocks in the **Rogues Gallery** section.

- **Battle Brothers:** +2 initiative bonus
- **SHADOW Agents (8):** +1 initiative bonus

They take their place in the initiative order, acting when their turn comes up.

The Battle Brothers, working for the present-day SHADOW, were sent to secure the base or, failing that, destroy it. The Overshadow robot does not recognize them, however, and orders its followers to fight the newcomers as well.

Use this opportunity to adjust how the conflict is going for the heroes: If they had a difficult time in the first couple of rounds, have the base's agents and Overshadow turn their attention to the newcomers, giving the heroes a chance to regroup. If they were on the verge of defeating Overshadow and his forces, on the other hand, then the Battle Brothers and additional SHADOW agents attack the heroes to make things more challenging for them.

If it becomes clear to the Battle Brothers they are losing, they move to the platform—a teleportal connected to SHADOW's teleportation network—and activate a recall signal as a free action, disappearing. They treat the agents with them as disposable. The Battle Brothers' retreat also wipes the teleportal's memory so they cannot be traced, and triggers the base's self-destruct.

If the Battle Brothers and their agents defeat the heroes, the villains finish off the rogue SHADOW faction and depart through the teleportal in much the same way. They remark that these "newbies" aren't worth their time, and leave the heroes behind.

COUNTDOWN

When the Battle Brothers—and possibly their agents—depart, the heroes become aware of a computerized voice giving a sixty-second countdown. If they were incapacitated, the sound awakens them at "38...37..."

The SHADOW base is set to self-destruct!

The heroes have 10 rounds (5 if they were incapacitated in the previous fight) to either escape the area or stop the countdown. If they flee immediately, they can easily get clear. If they take time to try and save some eighteen unconscious SHADOW agents left behind by the Battle Brothers, things may take longer. See the **Evacuation** section of *Disaster Strikes!* for some ideas and guidelines. Give any player who takes a risk to try and save the SHADOW agents a Hero Point.

Shutting down the self-destruct is a Challenge Sequence (see **Challenges**) requiring the Technology skill. The heroes must achieve a total of five degrees of success against DC 18 before time runs out.

Anyone in the base when the countdown reaches zero is hit by Burst 15 followed by a building collapse, as detailed in the *Disaster Strikes!* adventure.

EPILOGUE

If the heroes don't stop the self-destruct, but escape, the SHADOW base is destroyed and no longer a threat to anyone. If they managed to stop the self-destruct, the authorities can take over the base and examine it for useful information about the criminal conspiracy. Either way, the heroes have drawn the attention of SHADOW and the real Overshadow for the future!

ROGUES GALLERY

Protecting a city from muggers and bank robbers may be satisfying and an important service, but it makes for a dull comic book or movie, and just as dull a game. To help you get started running your own game, here are seven different villains with different powers, themes, and motivations. The villains presented over the next 16 pages use the same rules as player characters, and in fact you can use one of them as a character sheet for a new player joining your table if you wish (although they might be more or less powerful than the rest of your players, depending on the character you select and how long your group has been playing)!

MAKING VILLAINS YOUR OWN

Great heroes are defined by great villains, but a villain is more than just a collection of powers. They need personality, goals, and quirks.

As you get ready to present any of these characters as enemies to your players, think about what they want out of life and what they want out of their encounters. What kind of personality will make them stand out? Can you think of any fun catch-phrases that will help them stick in your players minds? You can use the exact same statblock for two or more very different villains by changing how you describe them, their personalities, and their powers.

You are free to use any of the villains in this book exactly as written, or change them to fit your superhero story. You could use Malador the Mystic's statblock with new art and description to be the evil queen Morgan le Fay from Arthurian myth, or use Overshadow's statblock as the super-genius dictator of a small European nation. Luna Moth is an insecure thrill-seeker just starting out, but you

could use her powers—flight, snaring people, and controlling emotions—to create a suave, confidant vampire whose gaze controls mortal minds and causes opponents to freeze in fear. If you replace her cocooning gauntlets with illusions, you can instead make a frantic, puckish fey trickster. How you describe and speak for your characters makes all the difference.

You can also increase or decrease the threat each villain presents. Simply add +1 to the damage, attack modifiers, defenses, and skill bonuses to increase a villain by +1 Power Level, and reduce those same numbers to lower the danger they pose. If you like Mindfire and want her to be the ultimate threat in your campaign, simply increase all her effective numbers by +3 or +4. It's simple enough that you can usually make these adjustments at the table with just a little practice. If a modified villain is going to be a recurring character, you may also want to look over their Skills and Advantages and adjust them to fit their role.

You can make your own villains from scratch as well, using the same rules in this book for creating player characters. Simply come up with a character idea, select an appropriate archetype, and make all the important choices. You can give your villain extra Skill ranks or Advantages as well to fit their role in the story, or increase or decrease their Power Level to fit important roles.

If you are more familiar with the rules, you can even make a villain by selecting all the Ability, skill, Advantage, Defense, and Effect ranks you want, but keep an eye on how those ranks work together, so you don't make a villain too powerful for the heroes to stop, or such a pushover they aren't fun to confront.

POWER LEVEL AND THREAT

Power Level is important to keep in mind when designing villains and encounter. On average, a hero has a slightly better than 50/50 chance of defeating a villain with the same Power Level; a PL 10 hero (the starting Power Level in the *Mutants & Masterminds Basic Hero's Handbook*) has a better than average chance of besting a PL 10 villain.

For every +2 increase in Power Level, a villain become about twice as powerful, so a PL 12 villain is about twice as powerful as a PL 10 hero, and a PL 16 villain is eight times as powerful! A team of four PL 10 villains or two PL 12 villains is a tough match-up for four starting heroes, but the heroes will win slightly more often than they lose.

MINIONS

One special category of enemies are Minions, who are far less powerful than heroes and generally much easier to overcome than other opponents. Minions may be weak or strong, ordinary or blessed by strange powers, but they are not as resilient, resourceful, or lucky as major superhero and villains.

Decide when you include a character if they are a true threat or a minion. Minions are generally lower powered and appear in greater numbers, but heroes may face a small handful of powerful minions instead. See page 129 for a few potential minions.

- Minions cannot score Critical Hits on non-minions.

- Non-minions can make Attack Checks against minions as routine checks (see **Routine Checks** under **Checks**). This means if the non-minion's attack bonus equals or exceeds the minion's Defense + 10, an attack automatically hits.

- If a minion fails a Resistance Check, the minion suffers the worst degree of effect, regardless of the actual degree. So a minion failing a Toughness Resistance Check against damage, for example, is automatically incapacitated (the worst degree of effect).

- Some traits, like the **Takedown** Advantage, work specifically against minions.

LUNA MOTH

Everybody's family tree has the odd branch or two. Certainly, Alexandra Cline's did, although she didn't know it at first. On the contrary, Alex's life was about as ordinary as you could get, growing up and going to school in the suburbs of Connecticut. Her family was a picture of mainstream middle class American ordinary, which was just what Alex always wanted to escape.

From the time she was a child, she was imaginative, adventuresome, and a frustration to her parents. By the time Alex was a teen, the battlelines were drawn. Her family wanted her to give up on childish things, geeky oddities, and outlandish hobbies to focus on making something of her life. Alex *wanted* to make something of her life, away from home and the ordinary, away from the so-called normality that was nothing more than a façade for meanness and condescension. A fan of imaginative media, Alex got into cosplay and started a fairly successful video channel, although her "adventures" were strictly imaginary.

While hunting through the storage in her parents' house for old clothes and other potential costuming supplies, Alex found the family secret: an old file folder holding a few yellowed newspaper clippings about a super-criminal named the Luna Moth. She did some research, learning how Luna Moth was a daring flying thief who operated in Freedom City in the 1960s. She wondered why her parents would even have scrapbook material about an old-time super-thief hidden away, until she dug deeper and discovered an old court transcript revealing Luna Moth's real name: Samantha Cline.

The pieces quickly added up: Samantha Cline was Alexandra's great-aunt, the younger sister of her grandfather. He moved away from Freedom City after Samantha's criminal activities became public, hoping to escape the media and the stigma to the family name. Luna Moth fought the original Raven on a number of occasions and became somewhat obsessed with him.

When he disappeared, she became increasingly erratic. Alex obsessively tracked down records of her great-aunt's eventual arrest, the court's assessment that she was not psychologically fit to stand trial, and her commitment to Providence Asylum in Freedom City.

Could it be...? Alex investigated and, yes, Samantha Cline was still alive and in the asylum's care. Alex soon found herself on the way to Freedom City.

She was able to arrange a visit with Samantha based on their family relationship and Alex was stunned when she met her. Was this poor, sick, frail old woman really the sexy and daring super-thief who captivated men's hearts and battled the Raven? Alex tried to explain to Samantha who she was and why she had come, but then she was at a loss: What did she really want from this woman, this complete stranger? Then fate took a hand.

Samantha's attention was drawn to something past Alex's shoulder. A television in the visiting area showed news footage from New York City, where a new Raven, the third to carry that name, was making headlines.

"He's back," Samantha said, barely above a whisper. "He's back after all this time...and it's like he hasn't changed at all." She turned her attention back to her visiting great-niece with a sudden intensity.

"I know why you're here," she told Alex. Then she gave her an address and a combination and told her to look inside the closet on the third floor. "It's yours now."

The address took Alex to an old house in the West End of Freedom City, once a sprawling family home, long condemned. She snuck inside, made her way up the damaged and dangerous steps to the third floor apartment. Inside one of the closets was a false panel, leading into a

LUNA MOTH   PL8

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
0	1	2	2	4	4	3	3

POWERS

Cocooning Gauntlets: Project streams of fast-hardening polymer at range with a Snare 8 effect. On a hit, the target makes a Dodge check (DC 18). One degree of failure means the target is Hindered and Vulnerable. Two degrees of failure leave the target Defenseless and Immobilized. Escaping the cocoon requires a DC 18 Strength, damage, or Sleight of Hand check. See **Conditions** for details.

Gossamer Wings: Flight 7 (250 miles per hour)

Pheromone Capsules: Release a cloud of gas 30 feet across that causes an emotional Affliction 8 effect. Anyone in the area of the cloud for that round or the following round makes a Dodge check (DC 18), followed by a Fortitude check: DC 18 if the Dodge check fails, DC 14 if it succeeds. One degree of failure means the target is Entranced. Two degrees of failure and the target is Compelled by some powerful emotion. Three degrees of failure and the target is Controlled by the emotional impulse. See **Conditions** for details.

SKILLS

Acrobatics 4 (+6), Deception 4 (+7), Expertise (Chemistry) 6 (+10), Expertise (Popular Culture) 4 (+8), Expertise (Supervillains) 4 (+8), Insight 2 (+5), Perception 2 (+5), Ranged Combat (Cocooning Gauntlets) 2 (+8), Stealth 6 (+8), Technology 2 (+6)

ADVANTAGES

Defensive Roll 4, Move-by Action, Ranged Attack 2

OFFENSE

INITIATIVE +2	
Cocooning Gauntlets +8	Range, Snare 8 (Dodge DC 18)
Pheromone Capsules	Range, Cloud Area, Affliction 8 (Fortitude DC 18)

DEFENSE

DODGE	10	FORTITUDE	6
PARRY	8	TOUGHNESS	6/2*
WILL	8		

*Toughness 2 without Defensive Roll Advantage.

COMPLICATIONS

Look at Me! What's the point of getting all dressed up if nobody notices? Luna Moth has a need for attention, and tends towards grandstanding, taunting or teasing opponents, and leaving clues and hints as to her next move.

Motivation—Thrills: Although she targets profitable opportunities, Luna Moth primarily sees crime as a thrilling game and is in it for the excitement and the challenge.

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crawlspace and there was a trunk with an old combination lock. Inside was a complete spare set of the Luna Moth's costume and gadgets, a small stash of money, and Samantha Cline's notes and chemical formulas. Alex Cline smiled, she would *never* be ordinary.

PERSONALITY

Luna Moth is an outsider who feels destiny has guided her to her calling, an opportunity for excitement and adventure, to say nothing of wealth and luxury. She's a relative novice dazzled by the idea of life as a glamorous super-criminal, already in too deep and soon to be in over her head. She doesn't particularly want to hurt anyone, but doesn't see anything wrong with taking from those who have everything. She even justifies things by saying she's taking down those who care nothing about people in need, but the truth is Luna Moth is no Robin Hood. She's in it for the excitement and no cause other than herself.

As the new Luna Moth, Alex Cline is torn between maintaining the mystique of her new identity and wanting to shout from the rooftops—or at least go viral on the internet—that she is the infamous flying thief. For now, she remains masked and enjoys the rampant speculation about who the new Luna Moth might be. She plans to start posting videos of some of her capers online, but needs to find the right ways to do it so they don't lead the authorities immediately to her.

Although her great-aunt might have planned for the new Luna Moth to confront the current Raven, Alex has no such plans. However, she's aware the Raven might come looking for her sooner or later.

POWERS & ABILITIES

As Luna Moth, Alex Cline relies on her namesake's original equipment and costume, which consist of a harness and set of "gossamer" wings that allow her to fly, and a pair of gauntlets containing chemical reservoirs and projectors.

The gauntlets can fire a stream of fast-hardening polymer to "cocoon" targets, even gluing them to a surface with the polymer's sticky texture before it hardens. It is strong enough to hold most people indefinitely until a reagent is applied to dissolve the bonds. For a hero trapped in Luna Moth's cocoon, breaking free requires a DC 20 check using Strength or the rank of a damaging power like Blast.

Luna Moth's gauntlets can also fire capsules of a concentrated pheromone gas. They burst on impact, releasing a cloud of the gas. Those exposed become highly emotional, tending towards either irrational anger and aggression or a high level of suggestibility depending on the capsule Luna Moth uses. She can cause people to feel strangely trusting and protective of her and willing to do what she asks in order to impress or keep her safe, or make them angry enough to violently attack someone else. Filters in Luna Moth's mask protect her from the pheromone's effects.

THE POWER CORPS

The Power Corps is a team of mercenaries originally re-cruited and trained by the supervillain Mastermind, an immortal genius. He outfitted his agents with advanced suits of power armor—enough to make them a match for heroes like the Freedom League. The Power Corps spent years in Mastermind's employ, going up against the League individually and as a group. Eventually, when Mastermind went missing and was presumed dead, the Power Corps struck out on their own. They took their armor and became super-mercenaries for hire.

Since then, the Power Corps have worked for anyone able to afford their services, ranging from body-guarding to theft, intimidation, assassination, and even overthrowing the occasional small government. Their client list includes crime-lords, would-be dictators, and, of course, various super-criminals. They have previously returned to the employ of their original boss, Mastermind, by means of the genius's formidable psychic powers. Since then, the Power Corps have adjusted the psionic circuitry Master-mind placed in their armor to control them. Instead, it now generates a psionic jamming frequency to shield them against mental influence.

A portion of the Corps' fees goes toward maintaining their armor, and they've established safe-houses and supply caches in various places around the world. Occasionally, the team sees fit to replace a member lost in combat or who decides to leave the group, but they are fairly tight-knit, and few choose to leave the Power Corps.

Each Power Corps suit of armor has a number (1 through 8) on its chest-plate, and the wearer is referred to by number while in the field: Number One, Number Two, and so forth. Number One is the team leader while Number Two is his second-in-command.

MEMBERS

With eight suits of armor available, the Power Corps typically has eight active members at any given time. Not all of its members will necessarily be active on the same job, and Number One sometimes splits the team, sending another squad under Number Two's command to handle a separate job at the same time.

The eight members of the Power Corps use the same stat-block, but with some adjustments (listed below) for each individual. Numbers One and Two have remained consis-tent leaders of the Power Corps since its inception. Feel free to add or subtract from this list as desired, putting new characters into the armor and into the Corps' mix.

Number One: Randall "Rand" Trask earned his dishon-orable discharge from the U.S. Army the old fashioned way: brawling and conduct unbecoming. He worked as a mercenary in a number of bush-wars in South and Central America, including a stint or two with SHADOW (see Overshadow on page 126) before drawing Mastermind's attention. Originally a loyal soldier, Trask saw an opportu-nity after Mastermind met his defeat and took the Power Corps off in its own direction, and has been leading it ever since. Number One has Intellect and Presence 1 and the Leadership Advantage, as well as 3 more ranks in Exper-tise: Mercenary in addition to the listed traits.

Number Two: Margaret "Mags" Malinski was as good a soldier, if not better than anyone in her unit. But because she was a woman, no one acknowledged it, and because she was a lesbian, they discharged her. She made a name for herself as a mercenary. Trask recognized her skills early on and recruited her, making Mags his Number Two in the Corps and she has been his loyal right hand since. Anyone who crosses him has to answer to her. Number Two has Awareness 2 and 2 more ranks in Expertise: Mercenary in addition to the listed traits.

THE POWER CORPS   PL10

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
9/1	1	1	1	5	0	1	0

POWERS

Power Corps Armor: Wearers gain the following powers:

- **Armor Plating:** Impervious Protection 10. Attacks with Damage 5 or less have no effect.
- **Boot Jets:** Flight 7 (250 miles per hour)
- **Gauntlet Blasters:** Blast 9 with a +2 Attack Check bonus.
- **Psi-Scramblers:** +4 bonus to Will Resistance Checks against mental powers and the rank of the attacking power is halved (round down).
- **Sealed System:** Immunity 10 (life support)
- **Sensor Suite:** Senses 4 (Direction Sense, Low-Light Vision, Radio, Time Sense)
- **Servos:** Enhanced Strength 8

SKILLS

Acrobatics 6 (+7), Athletics 6 (+15), Close Combat: Unarmed 4 (+9), Deception 4 (+4), Expertise: Mercenary 8 (+8), Insight 8 (+9), Intimidation 8 (+8), Perception 5 (+6), Ranged Combat: Blasters 4 (+9), Ranged Combat: Guns 6 (+7), Stealth 4 (+5), Technology 4 (+4), Treatment 3 (+3), Vehicles 4 (+5)

ADVANTAGES

Agile Feint, Improved Initiative, Power Attack, Precise Attack (Close, Concealment), Set-Up, Teamwork

Number Three: Dan Sullivan is the Corps' munitions specialist. The red-haired and bearded Sullivan likes blowing things up—a little too much for anyone else's comfort. He has Expertise: Demolitions 10 (+10) in addition to the listed traits.

Number Four: Aaron "A.K." Kendall is an African-American ex-Marine who got involved with the Power Corps so Mastermind's advanced technology could replace a foot lost to a landmine. A.K. has thought of leaving the Corps but is too deep in (wanted in numerous countries) and too loyal to Trask to make the leap.

Number Five: Darren "Fastball" Larson started out in the minor leagues of baseball before enlisting in the army, where he could toss a grenade as well as a fastball. He was drummed out for an incident involving avoidable civilian casualties. Number Five has Ranged Combat: Throwing 8 (+9) in addition to the listed traits.

Number Six: Del Chambers is a brawny bruiser known for penchant for violence and making Number Two's life difficult by going off half-cocked and not respecting her authority. He's the most likely Corpsman to get replaced if he doesn't learn to get in line. Chambers has Strength 2 (10 in the armor) but one less rank of Close Combat skill.

Number Seven: Rosa Elzie is the Corp's current techie. Her efforts help keep their armor in good operating condition, which is not always easy, nor is being the only other woman in the Corps. "Lucky Seven" has Intellect 2 and Technology 8 (+10) in addition to the listed traits.

OFFENSE

INITIATIVE +5	
Blasters +11	Ranged, Damage 9
Unarmed +11	Close, Damage 9

DEFENSE

DODGE	9	FORTITUDE	10
PARRY	9	TOUGHNESS	11
WILL	10/6*		

*6 vs. interactions or without their helmet

COMPLICATIONS

Motivation—Mercenary: The members of the Power Corps work for whomever can pay them, largely regardless of the job. Once hired, they tend to remain loyal to their employer (having a professional reputation to maintain) but could be swayed by a better offer.

Not Made Here: The Power Corps uses stolen technology, some of it more advanced than they truly understand. They have run into problems in the past with repairing and maintaining their armor, along with it having some unexpected surprises installed.

Number Eight: Raymond "Ray Blast" Blair was a military sniper, later a freelance assassin. He enjoys picking off his targets and the sheer power provided by his Corps armor. Number Eight has the Improved Aim Advantage in addition to the listed Power Corps traits.

POWERS & ABILITIES

The members of the Power Corps are all trained soldiers, skilled in both combat and small unit tactics. Each wears a suit of metallic-and-ceramic-composite power armor. The armor's boots contain turbofan rockets, allowing the Power Corps to fly at high speed, while the gauntlets contain kinetic blaster weapons. Each suit has a sealed life-support system and the helmet's reflective black faceplate can display sensor information and readouts inside. The armor's read-outs and computers help to coordinate the Corps' tactical movements, allowing them to operate efficiently as a unit. The psionic jammers in their helmets halve the rank of mental powers resisted by Will (such as Mind Reading, and Affliction effects based on psychic powers, but not mental powers with physical effects like Move Object) when used against the Power Corps, also granting Corps members a +4 bonus to their Will defense against those powers.

When they outnumber opponents or face foes who outpower them, the Power Corps use Team Attacks to help even the odds. They use the Set-Up Advantage to pass the benefits of interaction checks, including the Agile Feint Advantage, to other members of the team.

THE BATTLE BROTHERS

Both Jack Bryce and Malcolm Manning were doing thirty years in prison for armed robbery and assault. The pair took the opportunity to escape from a chain-gang during an assault by F.O.E. (the Fraternal Order of Evil). They ran, still handcuffed to each other. Fleeing the authorities in the Mount Stanley National Park area of Emerald City, the convicts literally stumbled upon a small cave opening. Inside, they found a half-buried container, holding a pair of strange, high-tech wrist-guards. Thinking they might at least be valuable, Bryce and Manning decided to take them. But having no easy way to transport the decaying box, and still handcuffed together, they each put one of the bracers on.

The moment they closed and locked in place, the alien devices activated. It's likely the bracers were intended for a single wearer, so being split between two had unexpect-ed side effects. The devices greatly enhanced the strength and stamina of both men, but also linked them, psychically and physiologically. They are each capable of knowing what the other is thinking and instinctively reacting as if they were one. The bond in permanent, though, and the greater the distance between them, the weaker they become, until they both begin to die.

Initially, however, Bryce and Manning knew nothing of these drawbacks. Calling themselves the "Battle Brothers" the two men sought to steal enough to set themselves up with a temporary haven and hire themselves out as mercenaries to the highest bidder. Since learning about the dangers of separating too far, the Battle Brothers have shifted their goals to include better understanding the bracers they wear and learning how to adjust them to the eliminate their weaknesses.

Bryce and Manning have been in and out of prison since their initial escape and empowerment, and generally find work as mercenaries when they're at large, supplementing their criminal income with straight-forward robbery. For theft and the like, the Brothers usually work alone or with some hired thugs to run interference and carry things. The rest of the time, the Battle Brothers are working for someone else and providing the muscle for more powerful agents.

The brothers are loyal jobbers—super-criminal muscle for hire—with some tricks up their sleeves, like their ability to communicate psychically. They are useful as hirelings for master villains or mundane crime bosses, or may be encountered operating on their own looking to fill their coffers with loot. They are equally motivated by maintaining their comfortably lavish lifestyles and researching the alien technology that grants their powers and ties them together.

PERSONALITY

The Battle Brothers were two of a kind even before alien technology linked them together: both crude and brutal criminals, bullies used to taking whatever they wanted, but also close friends. Both are too short-tempered and violent to last long at any legitimate job and now they both enjoy their newfound power far too much to ever give it up.

The Battle Brothers are fairly simple in their wants: a good fight, enough money to enjoy themselves, and maybe a chance to fix the battle bracers so they can be even more powerful and do more of the same. The two men are as close as either is capable of being; they look out for each other as if they were actual brothers, but also argue frequently—sometimes even coming to blows.

THE BATTLE BROTHERS   PL11

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
12	12	2	0	5	0	0	0

POWERS

One-Two Punch: When one Battle Brother hit an opponent with a Close Attack, the other Brother may make a Close Attack against the same target as a reaction.

Powerful Legs: Leaping 10 (1 mile)

Reinforced Physiology: The Brothers have Enhanced Stamina 9, Enhanced Strength 9, Immunity 10 (Life Support), and Impervious Toughness 10. Enhanced Abilities lose 1 rank per 1 distance rank between the Brothers.

Unbreakable Connection: The Brothers can communicate telepathically at a hundred times the rate of speech, and if one fails a Will Resistance Check, the other can roll it as well and replaced the failed check with a successful one.

SKILLS

Athletics 4 (+16), Intimidation 8 (+8), Perception 3 (+3), Ranged Combat: Throwing 8 (+8), Stealth 2 (+4)

ADVANTAGES

Close Attack 5, Interpose, Power Attack, Startle, Takedown, Teamwork, Uncanny Dodge

OFFENSE

INITIATIVE +2

Unarmed +10	Close, Damage 12

DEFENSE

DODGE	8	**FORTITUDE**	13
PARRY	10	**TOUGHNESS**	12
WILL	9		

COMPLICATIONS

Battle Bracers: The Battle Brothers' powers are derived from the alien bracers they each wear. Interference with the bracers' technology can interfere with their powers.

Connected: The Battle Brothers are linked by their bracers. Moving more than distance rank 10 apart causes them both to acquire the dying condition until they move within that distance again. If one of them dies or becomes incapacitated, the other does so as well. See **Conditions** for details.

Motivation—Bullies: The Battle Brothers like wealth and power, but ultimately they just like to feel bigger, stronger, and meaner than those around them.

Still, the fact that they literally feel each others' pain to some degree helps keep them on good terms.

POWERS & ABILITIES

The battle bracers have enhanced Bryce and Manning's physiology to superhuman levels: each of them is strong enough to lift a hundred tons, make mile-long standing jumps, and shrug off even heavy-weapons fire for a time. They're both largely immune to concerns like changes in temperature or things like toxins and pathogens.

The bracers have also linked them together on a fundamental level. The Battle Brothers almost move as one when they go into action. They're a profoundly effective team: they communicate silently on a psychic level at a rate a hundred times faster than ordinary speech, although they still talk outside of "battle mode" largely out of habit. Their connected minds also reinforce each other, allowing both Brothers to re-roll any failed Will Resistance Check against a mental power or attack and keep the better of the two rolls.

The Brothers coordinate their actions well, and can react instantly to each others' moves. Their "one-two punch" power lets one Battle Brother make an immediate Close Attack as a reaction when the other successfully attacks on his turn, effectively doubling their number of combat actions. A favorite tactic is for one Brother (usually Manning) to make a grab attack (see **Grab** in the **Actions** section) to put an opponent in a hold, giving the other (usually Bryce) an immediate attack against the held foe, followed by the other Brother's regular action for another

attack, making a fairly devastating combo. They employ interaction skills like Intimidation and Startle together as well; one Brother feints against a target, the other attacks and, if he hits, the first Brother gets an immediate Close Attack as a Reaction against the target's feint-reduced defenses.

Although the Battle Brothers' powers originate from their bracers, the devices are permanently affixed to their respective arms. There is as yet no known way to remove them, even if the Brothers wanted to. Interference with the devices may affect the Brothers' powers, but the alien items themselves are virtually indestructible and self-repairing, so any such interference is likely to be temporary. The bracers may detach if the Battle Brothers die, but the theory has not been tested. Neither Brother is interested in testing it, either.

The exact origins of the battle bracers are left vague so you can adjust them to fit your campaign. They may be alien devices left over from a crashed starship, the technology of a lost hero or villain from another generation, or strange devices from another dimension. Whatever origins you pick, try using it to tell new and interesting stories. If the bracers are alien, the Battle Brothers may agree to work with the alien Loma Slife in exchange for learning more about alien technology, or she may hunt the Battle Brothers to claim the bracers as trophies for her arsenal, forcing the player characters to defend their former adversaries! If the technology belonged to a former hero, it may be an old rival of Overshadow, who now feels entitled to the strange technology. Extradimensional or magical bracers would attract the attention of Malador the Mystic, who would have much use for indestructible minions.

MINDFIRE

Emma Jeffries is the daughter of Michael Jeffries, wealthy philanthropist and mob lawyer. The senior Jeffries was responsible for keeping numerous organized crime figures out of jail, but to his great frustration, was never admitted further into the families. Behind closed doors, he took his frustration out on his wife and child. At nine years old, Emma was shipped off to the first of the high-priced boarding schools that were her home from then on. A year after she left, Emma's mother committed suicide.

After that, Emma felt little connection to her father and knew him mainly as the man who controlled the purse strings and who beat her at his whim. She learned early on how to read and play with the expectations of the dangerous men around her and became hyper-aware of her surroundings, so nothing would surprise her—successful survival strategies for someone in her situation.

Years of abuse left lasting scars and inured the girl against empathy. When Daddy learned about her role in the disappearances of her many "pets" and the violent beatings she inflicted on friends who'd angered her, she was moved from the boarding schools to secure, discreet mental hospitals. She was being moved from one such facility to another in the back of a limo when the explosion of a nearby industrial truck sent their car tumbling across the street and imbued Emma with strange, alien energies.

Her psionic abilities literally exploded into being. They shredded the limo and the men around her. After recovering enough self-control to work through what had happened and what she could do, Emma made her way home and showed her dear father the new skills his "charity" had blessed her with— slowly, and in excruciating detail.

Freed from her previous life, Mindfire immediately put her knowledge of her father's many criminal associates to use in order to hire herself out as super-powered muscle. She's expanded her client list since then, but not her goals—money, fun, and plenty of people to inflict pain upon are all she really wants and she indulges those whims as she likes.

Mindfire works well as a villain-for-hire and as a mastermind of a sort. More powerful villains like Malador and Overshadow sometimes have need of her raw power, her ability to read the minds of their enemies, or just her terrifying reputation, although they know she is difficult to control and rarely offer her real authority or sensitive information. Mindfire also hires criminals and minions to assist her own schemes, though these are often selfish or limited in scope; she likes robberies and punishing anyone she feels is trying to act "better" than her.

PERSONALITY

Mindfire's personality is a dangerous mix of frustrated entitlement, a lifetime of rage, and complete indifference to the value of human life. She projects a playful and over-friendly exterior and maintains enough self-control to

MINDFIRE   PL11

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
0	5	3	3	2	1	4	2

POWERS

Fiery Telekinetic Wings: Flight 6 (120 miles per hour)

Psi-Active: Senses 5 (Ranged Radius Acute Extended Mental Awareness)

Psionics: Mindfire can use her mental powers for a number of different psionic effects:

- **Telekinetic Torture:** A target in Mindfire's line of sight must resist Damage 10 using Fortitude rather than Toughness as she telekinetically disrupts their biology.
- **Telepathic Intrusion:** Mind Reading 11, Cumulative, Effortless, Sensory Link
- **Telekinetic Attack:** Move Object 11 (50 tons) that can also inflict damage like a Blast 11 attack. Mindfire can also move multiple objects in an area around her, so long as their total weight doesn't exceed her power rank.
- **Telepathic Speech:** Mindfire can communicate mind-to-mind with a subject she can see or knows within a few hundred miles of her.
- **Telepathic Torture:** Mental Blast 10
- **Terrifying Hallucination:** Affliction 10. A target Mindfire can see must roll a DC 20 Will Resistance Check. With one degree of failure, the target is Dazed and Vulnerable; two degrees, her target is Stunned and Defenseless, and with three degrees of failure, they are Incapacitated. The target must roll a new Will Resistance Check at the start of each of Mindfire's actions and degrees of failure are cumulative until a successful check ends the effect. Targets immune to fear are not affected.

Psychokinetic Aura: Force Field 8, Impervious. Attacks with Damage 4 or less have no effect on Mindfire while using this power.

SKILLS

Deception 12 (+14), Expertise: Streetwise 8 (+9), Insight 10 (+14), Perception 10 (+14), Persuasion 10 (+12)

ADVANTAGES

Attractive, Connected, Taunt

OFFENSE

INITIATIVE +3	
Telekinetic Attack	Perception Range, Damage 11
Telekinetic Torture	Perception Range, Damage 10, Resisted by Fortitude
Telepathic Torture	Perception Range, Damage 10, Resisted by Will
Unarmed +2	Close, Damage 1

DEFENSE

DODGE	9	FORTITUDE	8
PARRY	9	TOUGHNESS	13/5*
WILL	14	*without her Psychokinetic Aura active.	

COMPLICATIONS

Motivation—Thrills & Safety: Mindfire had an abusive upbringing and she seeks to make herself safe from potential threats. That same abuse also left her for a thirst for power, control, and adulation that manifests as thrill-seeking and indulgence.

Sadist: Mindfire loves exerting her power over others and can get so wrapped up in it that she doesn't pay attention to what's happening around her.

Temper: Mindfire has a violent temper that often gets the best of her. She can go from calm to murderous in an instant, especially when she feels helpless, powerless, or belittled.

operate in everyday life, but the temper she learned from her father is always there, burning hot and hungry just below the personable surface.

The only real enjoyment she derives from life since her transformation is using her powers to cause pain and suffering, or to flaunt them to prove she's superior to whomever she's dealing with. If she ever had the ability to feel for others—and given her family history, it seems like a dubious bet to make—her father's violence snuffed it out long before she developed powers. Emma ultimately enjoys being a monster just as much as her father did before her.

Mindfire isn't stable or reliable enough to accumulate many allies. She has worked with a number of other superhumans when the occasion called for it, but her violent, erratic tendencies and inability to plan long-term restricts her choice in "friends" to those she can't easily hurt in a fit of pique or those that pay her handsomely. Many of her late father's former associates funnel work her way along with doing favors for her if she needs something. Whether they do it out of respect for her father's service to them or fear of Mindfire's powers isn't clear. She also hires minions and other desperate criminals through these same channels for especially large robberies.

POWERS & ABILITIES

Mindfire is a psionic, and not a subtle one. She is both telepathic and telekinetic, able to read minds, project her thoughts and emotions into the minds of others, and move objects at a distance with thought alone. The manifestations of power are always accompanied by a ghostly fire-like glow. This distinctive psionic signature is a reflection of her sadistic personality, and does not actually burn or generate any heat, though it makes her very easy to see at night.

Mindfire's telepathy is blunt and brutal. Entering others' minds is painful for her victim unless she concentrates-something she only does when she's paid well to be gentle or forms a brief infatuation with a target. She would love to develop her gift into mind control, but despite her best efforts all she's managed to develop is the ability to create illusions of the target's worst fears. She can also project the psychic impression of her own fear and abuse, inflicting mental damage.

LOMA SLIFE

The Chorna were among the first species to discover faster-than-light travel. Aided by a natural psionic homing instinct, they charted the stars and built titanic cities and mysterious monuments across hundreds of worlds long before civilization even arose on Earth. Their era having long since passed, only a handful of Chorna remain in the galaxy as ancient, reclusive, and respectable guardians of mysterious knowledge and sacred sites.

And then there's Loma Slife.

Possibly the last born member of her race, Loma has no respect for a long-dead heritage or responsibilities to obscure long-ago legacies. Instead, she plies the space-ways hunting bounties mainly for the opportunity to pick fights and add to her ever-growing collection of trophies. Her strength, uncanny senses, and dedication to the job result in no shortage of crime lords, planetary dictators, and general space scum willing to pay her outrageous fees, and her curious powers ensure that no one, no matter how skilled, can escape her for long. Despite all her power, though, Loma wants very little out of life beyond a good fight, fun toys, exotic highs, and the company of even more exotic males.

PERSONALITY

Loma Slife is violent, prideful, and in love with all the shiny toys found across the universe. Equal parts warrior and gearhead, ancient racial instincts drive her to horde all manner of things, from alien weapons to secrets to favors owed. While she shows little empathy for other sentients, Loma has a soft spot for well-built machines and is especially maternal towards her hotrod and trophy collection, in terms of both care and protectiveness.

Not one for long-term companionship, Loma takes allies of convenience where she can find them—including criminals, helpful local heroes, and duped law enforcement agencies—but rarely maintains alliances for long. Those few beings she considers friends she still only visits occasionally, but her usual bullying softens into a gentle and flirtatious teasing over time for those who endure it long enough.

Loma Slife is on the watch lists of a dozen galactic empires as well as the galactic law-enforcement agency known as the Star Knights, though the vagaries of intergalactic law usually keep her bounty-hunting activities just this side of legal. Loma herself tends to fixate on the biggest and most dangerous quarries, both for the thrill of the chase and the ample payouts. She considers her 5,000-year lifespan too short to hold serious grudges, not when there's so much to see, do, and acquire.

POWERS & ABILITIES

Like all Chorna, Loma Slife is massive and intimidating, able to weather incredible damage, survive harsh environments, and live for millennia. She is an exceptionally durable and strong member of her species—traits she derisively explains with a different origin story every time it comes up, from stealing ancient technology to eating a space wizard.

While already a gifted tracker, Loma's experiences have warped her race's natural navigation sense, allowing her to psychically bond to any trophy she claims—literally any single prize she takes from a defeated opponent, from their weapons to their body. She can both track its location anywhere in the cosmos and even warp space to bring it to her over a shorter distance, roughly limited

LOMA SLIFE   PL13

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
11	15	6	4	11	0	5	1

POWERS

Chorna Biology: Loma's size and alien physiology give her +2 to her Strength and Toughness (already included in the listed ranks), a +1 modifier to Intimidation, –1 modifier to Stealth, and a –1 modifier to Dodge and Parry (already included). She has Immunity 11 (aging, life support), Impervious Toughness 10, and Leaping 4 (120 feet). Attacks with Damage 5 or less have no effect on Slife.

Omniversal Translator: This small in-ear device allows Slife to understand and be understood in any spoken language.

Trophy Arsenal: Loma Slife carries an arsenal of the following trophy weapons:

- **Lor Psych Rifle:** Blast 12, Resisted by Will instead of Toughness.
- **Grue Morph-Pistol:** On a hit, the target makes a DC 13 Fortitude Resistance Check. On a failure, the target is transformed into a normal form with no powers. Make a new Fortitude check at the beginning of each of the target's turns; success ends the effect, as does another use of the morph-pistol.
- **Khanate Battle Blades:** These dual blades allow Loma to make two close combat attacks against two different targets in reach with one attack action. Each attack does Damage 13 (this includes her Strength ability rank). If she makes a single attack against one target, the battle blades do Damage 15.
- **Ruluan Pacifier Gauntlet:** Stun 13
- **Star Knight Beam-Bow:** Blast 11. Loma has an extra +2 attack bonus with this weapon.

Trophy Recollection: As a Standard Action, Loma Slife can cause any of her bonded trophies (see **Powers & Abilities**) to teleport into her grasp from up to 8,000 miles away.

Trophy Sense: Loma can sense her bonded trophies from up to 100 millions mile away and track them unerringly.

Beast: Loma Slife's starship has Strength 12, Flight Speed 9 (1,000 MPH) in an atmosphere, Defense 14, Toughness 14. It is equipped with an Alarm System (DC 25 Technology check to overcome), Communications System, Holding Cells, and Remote Control. Beast's weapons are Blast 12 and the ship can travel between star systems in under an hour, or between galaxies in less than a day.

SKILLS

Close Combat: Unarmed 3 (+14), Expertise: Criminal 12 (+12), Expertise: Law Enforcement 4 (+4), Expertise: Streetwise 14 (+14), Insight 5 (+10), Intimidation 15 (+17), Perception 10 (+15), Ranged Combat: Guns 9 (+13), Technology 10 (+10), Vehicles 8 (+12)

ADVANTAGES

Benefit (Licensed Bounty Hunter), Improved Grab, Improved Smash, Power Attack, Takedown 2, Well-informed

OFFENSE

	INITIATIVE +6
Morph-Pistol +13	Ranged, Affliction 13, Fortitude DC 13
Battle Blades +11	Close, Damage 13 (two targets) or 15 (one target)
Psych Rifle +13	Ranged, Damage 12, Will DC 27
Pacifier Gauntlet +11	Ranged, Stun 13, Will DC 23
Beam-Bow +15	Ranged, Damage 11
Unarmed +14	Close, Damage 11

DEFENSE

DODGE	11	**FORTITUDE**	15
PARRY	11	**TOUGHNESS**	15
WILL	9		

COMPLICATIONS

Motivation—Good Times: Loma loves a good fight and new toys, and her chosen profession provides her with plenty of opportunities for both.

I Got One Rule: Though far from honorable, Loma has one rule: she does the job until she gets paid. She won't give up a bounty or turn on a client while under contract. After her contract is fulfilled, however, she's all too happy to put a blaster bolt through a problematic former client.

Don't Give a Damn About My Bad Reputation: Loma is a bully, but effective. Her clients generally see her as a necessary evil, and no one would shed a tear over her death or come to her aid ... if she ever needed it.

to a planet's surface or high orbit. Among other things, this means any target Loma Slife has rightly defeated and captured is not getting away from her for very long: She'll track them down and warp them into her hands again. Likewise, it means stealing from Loma is just a bad idea, since there hasn't been anywhere in the cosmos remote enough for a thief to hide from her.

She outfits herself and her star cruiser—a candy-apple red hotrod of an interdictor, fondly named *Beast*—with tech either stolen or taken in payment from a dozen different alien races. Her current arsenal of trophies includes Lor weapons that cause psychic feedback, a Grue morph-pistol that forces a creature into a stable form, ritual blades from the Stellar Khanate, and a Ruluan gauntlet that paci-

fies targets (not a favorite, as it tends to prevent more interesting fights). She also has a Star Knight beam-bow with considerable range and accuracy that she likewise considers a boring distraction from the fun of fisticuffs (but is useful for those obnoxious flying foes who keep their distance).

Loma's trophies are up for grabs to anyone who can best her in combat, with victors able to claim any of her treasures and break her psychic link to them. Indeed, defeating Loma at a challenge she agrees to is the only way to ever truly be free of the bounty hunter no one can escape. Loma's ego is just as inescapable, however, and heroes who beat her once can be sure she'll show up again some day for a grudge match.

MALADOR THE MYSTIC

Malador was born millennia ago in the ancient civilization of Atlantis. He became a promising student, and later accomplished master, of the mystic arts. He earned the mantle of Master Mage—the one mage on Earth honored and entrusted with the responsibility of guarding the world against mystical threats. But Malador was prideful and selfish as well, and betrayed his oath and his duty to humanity. He bargained with unspeakable evil beings from other dimensions, bound in eternal slumber in realms beyond the ken of mankind. He sought power and knowledge above all else—the position of Master Mage simply being another gate to that power—and would have gladly surrendered the whole world to his dark patrons. The remaining sorcerers of Atlantis united against Malador, and were able to overcome him with the combined might of their magic. They stripped him of his power and bound him, body and soul, in a tomb for all time. Malador cursed all of Atlantis with his final breaths, and it was not long thereafter that the island civilization sank in a terrible cataclysm—some claim as retribution by his otherworldly masters.

Archeologists uncovered Malador's tomb in the 1930s and unwittingly awakened the ancient mage. One of them, Adrian Eldrich, was invested with the power of an Atlantean sorcerer and became Malador's arch-foe throughout the 20th century. Malador clashed with Eldrich and various other heroes a number of times over the years. he has been defeated time and again, but always at great cost, until he finally vanished from Earth entirely more than a decade ago. Now that Adrian Eldritch has vanished, however, Malador seems poised to return with no Master Mage to oppose him.

Malador is an ancient and powerful sorcerer, from an age when might truly did make right and the weak existed solely to serve the strong. He wishes to reshape the universe in his image, and rule over a new netherworld as its Dark Lord.

PERSONALITY

Once a noble protector of humanity and a scholar of mystical lore, Malador has become mad with power-lust. He wants nothing more than to wield ultimate power and be acknowledged as the supreme master of the mystic arts. Anything in his way must be eliminated, preferably in a manner that demonstrates Malador's power to any other fools who might dare to challenge him.

Malador sees himself as a god and wields enough magical power that he may as well be. Immortal and patient, his schemes are labyrinthine and always built with multiple failsafes. More often than not, an apparent "victory" over him actually serves the ancient sorcerer's needs. He may release a powerful magical creature to destroy the city, with the heroes discovering only after winning the day that the monster was a mystical guardian keeping trespassers locked out of an ancient vault. Malador is quick to take advantage of others' misfortunes as well, offering them a quick solution to a difficult problem in exchange for some seemingly innocent favor—deliver a gift, read a strange book, offer the dark wizard a vial of hero's blood—but this devil's bargain always carries a more dangerous cost than it appears.

Malador is supremely confident and assured of his own power and abilities. Minions who question him end up transformed into slavering monsters or sacrificed to his otherworldly patrons, depending on Malador's mood. He cannot resist an opportunity to gloat once he has a foe in

MALADOR THE MYSTIC   PL14

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
0	5	0	1	0	3	10	2

POWERS

Mystic Shield: Impervious Protection 13. Attacks with a Damage rank of 7 or less have no effect on Malador.

Possession: If his physical body is destroyed, Malador's spirit can possess anyone putting on his golden mask, transforming them into his new host body.

Sorcery: Malador can cast a variety of spells, including the following:

- **Curse of Transformation:** Affliction 11. A target in Malador's line of sight must roll a Will Resistance Check (DC 21). With one degree of failure, the target is Dazed; two degrees of failure leave the target Compelled, and three degrees of failure leave them Transformed into a monster under Malador's control. See **Conditions** for details.
- **Levitation:** Flight 4 (30 miles per hour)
- **Mystic Bindings:** Snare 11
- **Mystic Blast:** Blast 16
- **Mystic Passage:** Teleport 8 (Accurate, Extended). Malador can teleport 1 mile as a Move Action, or 250 miles with two Move Actions.
- **Phantasms**: Illusion 7 (affects all senses, Selective, Limited to Minds)
- **Scrying:** Malador can see and hear any point within 4 miles as if he were standing there, even locations on other dimensions like the Astral Plane, but while doing so he can't see or hear his own surroundings.
- **Sorcerer's Hand:** Move Object 16 (1600 tons)

Undying: Immunity 30 (Fortitude effects). Malador automatically succeeds on any Fortitude Resistance Check.

SKILLS

Expertise: History 6 (+9), Expertise: Magic 16 (+19), Insight 4 (+14), Intimidation 8 (+10), Persuasion 6 (+8), Ranged Combat: Sorcery 11 (+12)

ADVANTAGES

Benefit (fearless), Languages 4 (various ancient tongues)

OFFENSE

INITIATIVE +0	
Mystic Blast +12	Ranged, Damage 16
Mystic Bindings +12	Ranged, Snare 11 (Dodge DC 21)

DEFENSE

DODGE	10	FORTITUDE	Immune
PARRY	10	TOUGHNESS	18
WILL	14		

COMPLICATIONS

Hideous: Malador can no longer pass for an ordinary human, limiting his ability to act subtly or gather resources.

Motivation—Power: Malador desires power and mystic knowledge above all else, and will do anything to get it.

Out of Date: Malador is long out of touch with the modern world and is unfamiliar with modern technology of all sorts. He often underestimates technology and its capabilities, considering them far inferior to magic.

his clutches—his enemies must not merely be defeated, but utterly humiliated and made to cower before him!

POWERS & ABILITIES

Malador is a master sorcerer, capable of casting a wide range of spells. His arsenal includes bolts of mystic power and magical shields that protect him from harm. He can levitate (allowing him to fly through the air), entrap others in mystic chains, transform people or animals into demonic monsters, magically spy on distant places, and more. The only real limits on Malador's power are his concentration, his time, and the amount of mystic energy at his command. Feel free to add additional spells built from the effects in this book, or make up unique effects to represent strange, forgotten magic or artifacts the ancient wizard has collected or stolen. Most of Malador's mystical effects will function at rank 11, requiring a DC 21 Fortitude or Will Resistance Check to resist.

In addition to his own power, Malador can summon or create all manner of magical creatures to serve him. He can animate a dozen or more zombie minions (see page 129) at will, and conjure more powerful servants in between adventures. Use the rules for building characters in this book to create new magic-themed agents

to serve Malador and keep the heroes on their toes. His favored servants are drawn from the energy controller (elementals), gadgeteer (wielders of cursed artifacts), mystic (apprentices and demons), and powerhouse (golems and colossal beasts of legend) archetypes. He may even mind-control other heroes to act as his assistants.

Malador is no longer a living being, having become more of an undead creature sustained by his powerful magic. He no longer suffers from mortal concerns like aging or needing to eat or breathe, and is immune to most harmful environmental conditions. Malador's life force is bound to the golden mask he wears. Should his physical body be destroyed, Malador's life force enters the mask and waits there until a suitable host-body comes into contact with it. Malador can then possess that person and magically transform their body into a duplicate of his own.

More than once, heroes have believed the threat of Malador the Mystic was ended, only to have him return, as powerful as ever. The mask is empowered by the dark gods Malador serves, and destroying it is nearly an impossible task; even the great sorcerers of Atlantis could not manage to destroy Malador's power. Attempting to remove his threat from the world forever is a difficult task, and likely one that requires many adventures against dangerous magical foes.

OVERSHADOW

Wilhelm Kantor was born in Germany in the early 1900s—most recently. A dashing, athletic, and intellectual young man, he found his way into certain esoteric circles around the same time the National Socialist Party was gaining prominence in his homeland. Eventually, Kantor was initiated into the Thule Society, a secretive lodge of mystics who embraced the ideal of an Aryan past and wielded ancient Teutonic magic.

Kantor's experiences in the Thule Society awakened him to numerous past lives, in particular a previous incarnation in ancient Egypt when he was the sorcerer Tan-Aktor, who betrayed and attempted to overthrow Prince Heru-Ra. He learned that his soul—his *ka*—and that of Heru-Ra had reincarnated throughout history to carry out their age-old conflict as part of a curse from that betrayal.

The awakening of his *ka* made Kantor a formidable ritualist, quickly exceeding his mentors and rising to prominence within the Thule Society. Coupled with his perfect Aryan looks and cold ambition, Kantor earned the favor of the Nazis and of the Führer himself. He became a key occult advisor to Hitler, placed in charge of various secret Nazi programs to create *übersoldaten*: super-soldiers for the Fatherland. Kantor used the opportunity to ensure many of these Nazi super-agents were loyal to him rather than the German state, foreseeing the day when he would topple the small-mined Hitler and claim the world for himself. Despite his position within the nazi party, Kantor himself considered his peers fools; his power grew from lifetimes among multiple cultures, and while he knew himself to be personally superior to all others, the notion of a "master race" was a laughable as it was easily exploited.

During the Second World War, Kantor was a shadowy mastermind behind numerous Nazi occult schemes. His rituals granted many infamous supervillains of the 1930s and 1940s their powers, and he maintained something of a rivalry with the Nazi supervillain Übermensch, Hitler's favored champion, as they both plotted to eventually eliminate the Führer for their own reasons.

When the Third Reich collapsed in defeat, Kantor fled Germany for South America, along with a cache of gold, occult artifacts, and a handful of loyal followers. For years, he schemed to regain the power he'd lost and more. Eventually he used a combination of occult lore and the technology of lost civilizations to clone himself, replacing his aging body with a young, healthy, physically perfect form. He also created clones in his own image as the ideal footsoldiers, programmed for loyalty and obedience. From this grew the organization known as SHADOW, with Kantor as its supreme leader—the Overshadow.

Since then, the Overshadow has abandoned pretenses of Aryan superiority and now focuses solely on *his* superiority. He wants nothing less than complete world domination, and he's come close to getting it on a number of occasions. His old foe Heru-Ra returned for a number of years as a superhero called the Scarab to oppose Kantor's schemes, but proved a far less intimidating foe in this lifetime. SHADOW has also struggled against the agents of AEGIS—the American Elite Government Intervention Service—and their superhero allies, working various schemes to eliminate their opposition. He also treads carefully amongst his various "allies," most of who would betray him—and he them—in order to achieve their own goals. A handful of underlings remain unswervingly loyal, but the only face Kantor trusts is his own, reflected in the programmed loyalty of his cloned legions.

Although Overshadow has assumed control of his own cycle of reincarnation through a series of cloned bodies, he has not broken the ancient blood curse that binds his *ka* with that of his ancient enemy, and he secretly worries that Heru-Ra will once again be reborn in the body of super hero to face him.

OVERSHADOW
PL15

STR	STA	AGL	DEX	FGT	INT	AWE	PRE
12/2	2	1	3	10	14	7	7

POWERS

Clone Transfer: If Overshadow dies, his mind is automatically transferred into a new clone body, allowing him to return within about a week's time.

Overshadow Armor: Overshadow's high-tech suit of armor grants him the following powers:

- **Deflection Field**: Enhanced Dodge 3, Enhanced Parry 3
- **Life Support System**: Immunity 10 (life support)
- **Power Blast**: Blast 15
- **Reinforced Armor**: Protection 15, Impervious 10
- **Sensors**: Senses 10 (Accurate Radio (radar), Darkvision, Direction Sense, Distance Sense, Extended Radio, Infravision, Radio Communication, Time Sense)
- **Strength Magnifier**: Enhanced Strength 10

SKILLS

Close Combat: Unarmed 2 (+12), Deception 4 (+11), Expertise: Magic 8 (+22), Expertise: Science 6 (+20), Insight 8 (+15), Investigation 4 (+18), Perception 8 (+15), Persuasion 8 (+15), Ranged Combat: Power Blast 10 (+13), Technology 11 (+25), Vehicles 5 (+8)

PERSONALITY

Overshadow is a megalomaniac, supremely confident and assured of his fitness to assume ultimate power and rule over all of humanity, if not over all of reality. He cares nothing about anyone else; others are merely pawns to be used to achieve his ends, sacrificed if necessary in order to win or to stave off defeat.

Overshadow's greatest fear is loss of control, in particular over his own endless cycle of reincarnation. He has snatched immortality from the jaws of death with his cloning and mind-transfer technology, but fears the possibility of its failure wiping out all that he has achieved. He would be reborn, but as a helpless infant, waiting for years, perhaps even lifetimes, to be reawakened to his true destiny. That must not happen! He is therefore conservative when it comes to altering his own body or mind for the sake of power, relying upon advanced technology and occult rituals.

These qualities combine to make Overshadow a schemer par excellence. He prefers to operate behind the scenes, despite his considerable power, until he has an overwhelming advantage. Only then does he reveal himself in order to claim victory. In spite of his best efforts, Overshadow cannot resist the opportunity to move center-stage and claim the moment of victory for himself, which has undone him in the past.

Overshadow is known to use clones of himself rather than appear in person. These clones use the same statistics listen here, but their Strength, Stamina, Intellect, defenses, and skills are all 2 ranks lower, reducing them to PL 13.

ADVANTAGES

Benefit 3 (Leader of SHADOW), Languages 4 (English plus seven others; German native), Leadership, Second Chance (Will Resistance Checks against mental powers), Skill Mastery (Technology)

OFFENSE

INITIATIVE +1	
Power Blast +13	Ranged, Damage 15
Unarmed +12	Close, Damage 12

DEFENSE

DODGE	13	FORTITUDE	11
PARRY	13	TOUGHNESS	17
WILL	15		

COMPLICATIONS

Motivation—Power: Overshadow seeks power and eventual domination over the world, as is his destiny.

Past Lives: Overshadow has a long history, stretching back to ancient civilization, and has lived many lives, making more than a few enemies along the way.

POWERS & ABILITIES

Overshadow has a brilliant inventive and tactical mind, enhanced by the recollection of lifetimes of experience in his other incarnations.

Overshadow's main power resides in the advanced suit of technological armor he wears almost constantly. The Overshadow armor provides full-spectrum life support, advanced protective plating reinforced by invisible deflector fields, sensors and voice amplification in the helm, and powerful particle accelerators in the wrist bracers, which allow Overshadow to project blasts of force. The villain frequently experiments and adds various gadgets or weapons to his armor; feel free to modify the existing game traits to add other offensive powers in place of or in addition to the power blast.

Overshadow has mastered many occult rituals, both in his previous lives and in his years as a member of the Thule Society, and can create new and strange effects in between adventures to further his plans.

In addition to his personal powers, all the forces of SHADOW are at Overshadow's command, and he is rarely encountered without at least two dozen guards, if not an entire legion of troops, support vehicles, and weapons. SHADOW technicians turn out endless devices to further Overshadow's schemes. SHADOW's technology also provides banks of back up clone bodies and mind-transfer technology, allowing Overshadow to die and return to menace the world over and over again.

MINIONS & MONSTERS

Supervillains don't commit their crimes or carry out their schemes alone. They often have various monsters, agents, or followers to carry out their bidding. Likewise, not every foe is a supervillain: heroes also face off against strange monsters, rampaging robots, and ordinary bank robbers from time to time. This section looks at some ready-made minions and monsters for your M&M adventures.

The opponents presented here generally use the special **Minion** rules (see page 113). They attack in large numbers and rely on team checks and the Team Attack maneuver against very powerful opponents. You may also decide not to make some of these opponents minions, particularly more powerful examples like the monster and the robot.

Each entry here include customizing options to help make that minion more unique for different scenes. Select the most appropriate for each encounter, or mix and match for more diverse encounters and challenges. You can also increase the Power Levels of these minor characters just as you would for supervillains, adding +1 to their Attack, damage, Defense, and Skill Checks to increase their Power Level by +1. This simple adjustment is particularly useful if you want a "leader" or "alpha" in command of less-powerful criminals or creatures.

THUG — PL3

STR 2 **STA** 2 **AGL** 1 **DEX** 1 **FGT** 2 **INT** 0 **AWE** 0 **PRE** −1

Equipment: Leather jacket or equivalent (Protection 1), light pistol (Blast 3)

Skills: Athletics 4 (+6), Expertise: Criminal 2 (+2), Expertise: Streetwise 4 (+4), Intimidation 4 (+4), Stealth 2 (+3), Vehicles 4 (+5)

Offense: Initiative +1, Pistol +1 (ranged, Damage 3), Unarmed +2 (close, Damage 2)

Defense: Dodge 2, Parry 2, Fortitude 4, Toughness 3*, Will 0
*Toughness 2 without jacket or other protection

Complications: Motivation—Greed: Thugs are usually motivated by greed or loyalty to their current employer, which is most often bought.

Thugs are run-of-the-mill henchmen in the employ of criminals and supervillains, as well as petty crooks, muggers, gang members, and other common criminals.

- **Gimmick:** Some villains give their thugs gadgets that provide a scaled-down version of their own power, up to 3 ranks in an attack power or 5 ranks in a movement power.

- **Ninja:** Comic book ninjas can also use these stats, but add a sword or nunchuks (+2 close damage) and Stealth +8.

MILITANT — PL4

STR 1 **STA** 1 **AGL** 1 **DEX** 1 **FGT** 1 **INT** 1 **AWE** 1 **PRE** 1

Equipment: Light body armor (Protection 2), light pistol (Blast 3), radio

Skills: Close Combat: Unarmed 4 (+5), Deception 4 (+5), Expertise: Demolitions 6 (+7), Intimidation 3 (+4), Ranged Combat: Pistol 4 (+5), Technology 4 (+5), Vehicles 4 (+5)

Offense: Initiative +1, Pistol +5 (ranged, Damage 3), Unarmed +5 (close, Damage 1)

Defense: Dodge 4, Parry 4, Fortitude 4, Toughness 3*, Will 2
*Toughness 1 without body armor

Complications: Motivation—Fanatical: Militants are fanatically devoted to a particular cause.

Militants are would-be militia members or terrorists, anyone with para-military training, equipment, and a fanatical devotion to a cause. Militants can also represent better trained and armed henchmen or mercenaries. Even more capable militants are power level 5 and have better weapons:

- **Assault rifle:** A Blast 5 weapon with the Multiattack extra.

- **Grenades:** Explosive Blast 5 weapons with the Burst extra.

- **Explosives:** Various bombs equipped with timers and remote detonators, generally doing up to rank 10 Damage in a Burst area when they are set off.

SHADOW AGENT   PL5

STR 1 **STA** 1 **AGL** 1 **DEX** 1 **FGT** 5 **INT** 0 **AWE** 0 **PRE** 0

Equipment: Blaster (Blast 5), body armor (Protection 4)

Skills: Athletics 4 (+5), Expertise: Tactics 4 (+4), Insight 4 (+4), Perception 4 (+4) , Ranged Combat: Blasters 4 (+5)

Offense: Initiative +1, Blaster +5 (Ranged, Damage 5), Unarmed +5 (Close, Damage 1)

Defense: Dodge 5, Parry 5, Fortitude 4, Toughness 5, Will 4
*Toughness 1 without body armor

Complications: Motivation—Programmed Loyalty. One Body, One MInd: SHADOW Agents are clones with no individual identity, personality, or history.

SHADOW Agents are clones force-grown in tanks in hidden SHADOW facilities and programmed with artificial skills and memories, and particular with unwavering loyalty to SHADOW and its cause. The clones make up the bulk of SHADOW's secret army, some of them kept "on ice" until they are needed for operations.

Some SHADOW Agents are programmed with additional specialist skills; feel free to choose ones that suit the agent's intended mission, such Deception for an infiltrator or Vehicles for a driver or pilot.

MONSTER   PL6

STR 6 **STA** 6 **AGL** 0 **DEX** −1 **FGT** 6 **INT** −2 **AWE** 0 **PRE** 0

Powers

Senses: The monster can see normally in darkness.

Speed: The monster is able to move quickly (Speed 4, 30 miles per hour)

Skills: Intimidation 4 (+4), Perception 4 (+4)

Offense: Initiative +0, Unarmed +6 (Close, Damage 6)

Defense: Dodge 6, Parry 6, Fortitude 6, Toughness 6, Will 6

Complications: Motivation—Loyalty: Monsters are either loyal to a master they serve or are out for themselves, usually to destroy and eat as much as possible.

Monster is a basic model for any non-human creatures, usually minions of a villain. They can be large animals, giant insects, aliens, demons, or what have you. Monsters tend to attack superheroes in packs.

You can customize the basic monster with the addition of one or more powers, such as:

- **Aquatic:** The monster can breathe underwater and has Swimming instead of Speed.
- **Fire-Breathing:** Blast 8 with a +4 attack bonus.
- **Giant:** The monster is 20–30 feet tall. Increase Strength, Stamina, Fortitude, and Toughness to 12. Increase Power Level to 9.
- **Wall-Crawling:** The monster can stick to walls and ceiling with two ranks of the Wall-Crawling ability of the Movement power.
- **Web-Spinning:** Snare 8 with a +4 attack bonus.
- **Winged:** Flight 4 with the Wings flaw.

ROBOT   PL8

STR 10 **STA** — **AGL** 0 **DEX** −1 **FGT** 5 **INT** 0 **AWE** 0 **PRE** —

Powers

Armor: The robot's armor plating gives it Protection 10. This bonus is already included in the robot's Toughness defense.

Blasters: Blast 10

Machine: As a machine, the robot is immune to any effects with a Fortitude or Will Resistance Check. It automatically succeeds at such checks, making it immune to disease, poison, suffocation, mental powers, etc.

Skills: Perception 4 (+4), Ranged Combat: Blasters 6 (+5)

Offense: Initiative +0, Blaster +5 (ranged, Damage 10), Unarmed +5 (close, Damage 10)

Defense: Dodge 6, Parry 6, Fortitude —, Toughness 10, Will —

Complications: Motivation—Programmed: Robots follow programmed instructions and carry them out to their best of their ability.

Robot is a basic archetype for a roughly human-sized and -shaped fighting machine. The robot has great strength, armor plating, and built-in blaster weapons. Robots tend to be limited to pre-programmed activities and cannot use interaction skills, so they are immune to interaction skills like Intimidation.

You can customize this basic robot with the addition of other powers, such as:

- **Giant:** The robot is 30 feet tall or more. Increase Strength and Toughness to 16 and Power Level to 11.
- **Rockets:** The robot is equipped with rocket propulsion, giving it Flight 7 (250 miles per hour).
- **Shock Field:** The robot can electrify its metal surface briefly, causing a Stunning 8 effect to anyone touching it.

ZOMBIE   PL2

STR 2 **STA** — **AGL** −1 **DEX** −1 **FGT** 1 **INT** — **AWE** −1 **PRE** —

Powers

Undead: As undead, the zombie is immune to any effects with a Fortitude or Will Resistance Check. It automatically makes such checks. Zombies are incapable of independent thought or interaction and are immune to interaction skills.

Offense: Initiative −1, Unarmed +1 (Close, Damage 2)

Defense: Dodge 0, Parry 1, Fortitude —, Toughness 3, Will —

Complications: Motivation—Commanded: Zombies either obey the commands of a master or creator or else are ramping monsters, attacking and destroying at will.

This archetype is a typical zombie, a walking human corpse animated by mad science or magic. Zombies are not particularly fast although they're strong and tough by human standards and immune to many things that affect the living. Still, it takes hoards of them to be much of a threat to superheroes.

You can apply the same "undead" power to other minions and villains to generate other kinds of walking dead. Applying it to thugs creates intelligent "ghouls" and applying it to a monster creates an undead animal.

WHERE TO GO FROM HERE
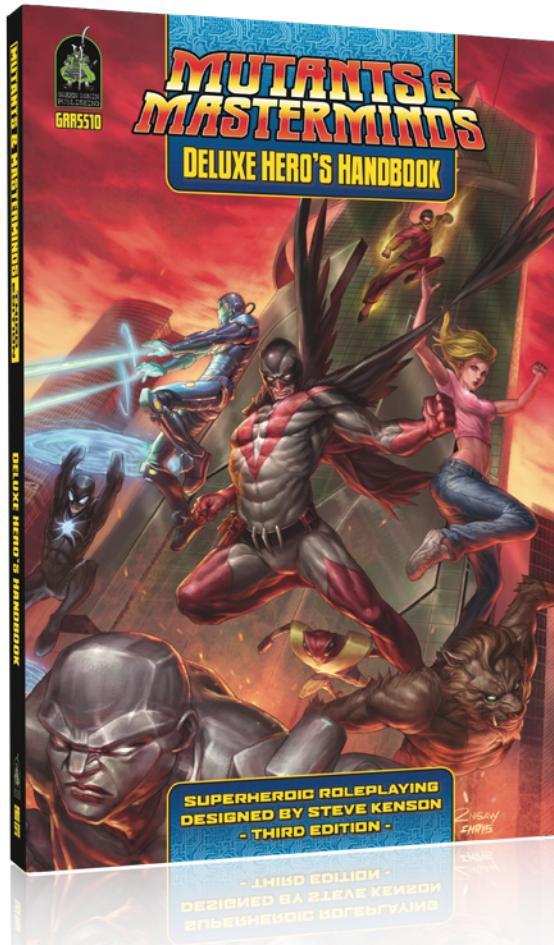
Once you have mastered the rules in the *Mutants & Masterminds Basic Hero's Handbook*, your next step is the *Deluxe Hero's Handbook*, which introduces additional rules and character options using the same basic framework as the *Basic Hero's Handbook*. The *Deluxe Hero's Handbook* expands the options and control you have over the game. Here are a few of the changes you'll find:

- **Power Points:** The *Deluxe Hero's Handbook* does not use archetypes to create characters. Instead, the Power Points offered by your GM as rewards for your adventures are the basic building blocks from the very beginning. You start with a pool of pp and use those to buy exactly the Ability rank, Defenses, Skill, Advantages, and Effects you want for your character.

- **Custom Power Creation:** With Power Points as the building blocks for your character, power creation is more in your control, with additional base effects like Communication, Environmental Control, and Weaken, plus universal Extras and Flaws covering more than 60 pages. You get to fine-tune powers and abilities to get exactly what you need.

- **Expanded Equipment Rules:** Sweet gadgets are important for a lot of character concepts, and the *Basic Hero's handbook* only briefly touches on this complex idea. The *Deluxe Hero's Handbook* includes more robust rules for mundane equipment, super-powered gadgets, and special options like super vehicles and secret headquarters.

GAMEMASTER'S GUIDE

To broaden your skills as a gamemaster, the *Mutants & Masterminds Gamemaster's Guide* includes extensive information on how to design adventures, build a campaign world, create villains, and customize the rules to fit your group. The book also contains eighteen generic archetypes for villains, ready for you to use in your own campaigns, along with pages upon pages of minions and other minor threats, rules for disasters, and maps and descriptions for iconic villain lairs like an abandoned amusement park or a flying sky fortress.

If you are a *Mutants & Masterminds* Gamemaster, This is the most helpful book to add to your collection.
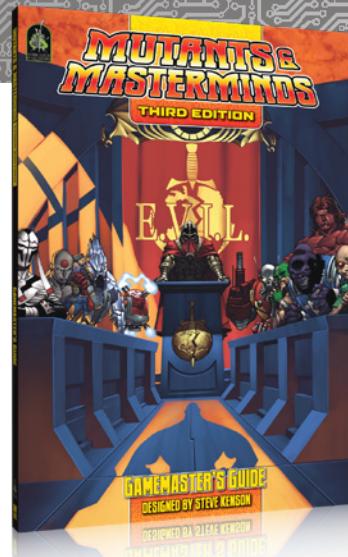
POWER PROFILES

The potential to make almost any super power you can imagine using the building blocks in the *Deluxe Hero's Handbook* can be overwhelming. *Power Profiles* uses those same rules to offer a huge variety of powers built around themes, ranging from air to martial arts to time, ready for heroes and villains alike, along with suggestions for character themes and complications. Each power includes a breakdown of the mechanics behind it so you understand exactly how it functions, and lists a Power Point cost if you need to simply build your character quickly and move on. *Power Profiles* also includes several articles with advice for how to handle problematic powers.

If you are a *Mutants & Masterminds* player or Gamemaster, This is a very helpful book to add to your collection.
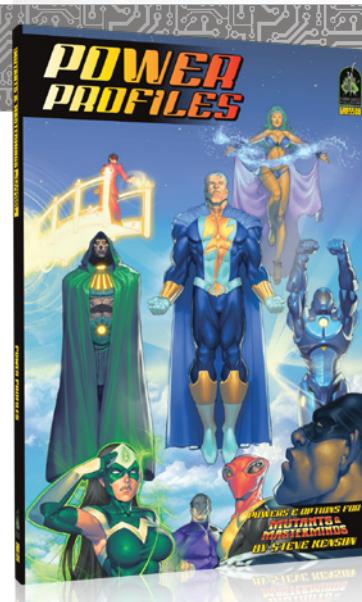
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Whether you are a player or a gamemaster, this is a useful book to add to your collection, though GMs will find more utility in its pages, especially in planning a campaign.

HERO NAME

HERO POINTS

COMPLICATIONS

MOTTO _____

REAL NAME _____ **PLAYER** _____

HEIGHT _____ **WEIGHT** _____ **EYES** _____ **HAIR** _____

APPEARANCE _____

PHYSICAL ABILITIES

STR	STA	AGL	DEX
Close Damage	Toughness Defense, Fortitude Defense	Dodge Defense, Initiative Bonus	Ranged Attack Checks

MENTAL ABILITIES

FGT	INT	AWE	PRE
Close Attack Checks, Parry Defense	Intelligence Checks	Will Defense	Presence Checks

SKILLS

SKILL	RANKS	TOTAL
_____	___	___
_____	___	___
_____	___	___
_____	___	___
_____	___	___
_____	___	___
_____	___	___
_____	___	___
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ADVANTAGES

ADVANTAGE	PG
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___
_____	___

POWERS & EFFECTS

TYPE		ACTION	
RANGE		DURATION	

TYPE		ACTION	
RANGE		DURATION	

TYPE		ACTION	
RANGE		DURATION	

TYPE		ACTION	
RANGE		DURATION	

HEALTH & CONDITIONS

HITS

NOTES

HIT	DAZED	STAGGERED	INCAP.
Fail by 1–5	Fail by 6–10	Fail by 11–15	Fail by 15+
Cumulative –1 Penalty on Toughness Checks	–1 Penalty on Toughness Checks / Take Only a Move or Standard Action Until End of Next Turn	–1 Penalty on Toughness Checks / Take Only a Move or Standard Action / Move Half Speed	Defenseless, Stunned, and Unaware

DEFENSES

	DEFENSE	DEFENSE CLASS
TOUGHNESS		BASE +10
DODGE		BASE +10
PARRY		BASE +10
FORTITUDE		BASE +10
WILL		BASE +10

OFFENSES

INITIATIVE

ATTACK	BONUS	SAVE	EFFECT
_____	____	____	_____
_____	____	____	_____
_____	____	____	_____
_____	____	____	_____
_____	____	____	_____

MUTANTS & MASTERMINDS

IT'S ALL ABOUT TEAMWORK

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