**INTRODUCTION**

*Iron Age: Vigilantes & Villains* provides GMs of *Freedom City* games set during the city’s *Iron Age* with statistics and expanded backgrounds on ten of the era’s most notorious villains and vigilantes. Note that this supplement is written to coincide with the time frame of the Freedom City chapter of *Iron Age*. As a result, a number of the individuals in this supplement are listed as no longer active (okay, they’re dead) by this time. Don’t let that deter you from using them! It’s your game, after all.

Most of the villains and vigilantes make use of the Attack/Defense trade-off rule to adjust maximum attack, defense, damage, and Toughness save bonuses. Skills are listed with the number of ranks after the skill name and the total skill bonus listed in parenthesis. For example: Bluff 5 (+8), means the character has 5 ranks of Bluff and a total bonus of +8 when making Bluff checks.

---

**Most Wanted List**

The following villains and vigilantes are present in this supplement:

- **Countess Azure** – the mind behind the Azure Commune Suicides and co-leader of the Blackstone Riot.
- **Countess Caret** – stealing hearts and gems.
- **Carl “Dice” Desanto** – it’s all in the dice for this minor mobster.
- **Doc Abattoir** – founder of the original Fearsome and mastermind of the Blackstone Riot.
- **Furies Three** – Daedalus’ creations turned merciless vigilantes.
- **Melinda** – Vampire Lady obsessed with Force Op’s Nightrage.
- **Ms. Malice** – member of the original Fearsome.
- **Nat Fortune** – commander of the Soldiers of Fortune.
- **Nathan H. Aurox** – Cunningham, Cabot, & Crowley’s demonic lawyer.
- **Sir Razor** – One of the first DNAscendants and member of the original Fearsome.
Countess Azure Power Level 9

Lorinda Bryant came of age during the Summer of Love. With the end of the hippie movement, she relocated to Sedona, Arizona, to embrace the emerging New Age movement and support herself as a fortune-teller/healer/artist/jeweler specializing in crystals and gems. While in Sedona, Lorinda frequently went into the desert to search for gems to use in her work. On one such trip she came across a cave with prehistoric drawings. Entering the cave, Lorinda discovered a crude altar upon which sat the most perfect lapis-lazuli she had ever seen. Grasping the gem, she felt compelled to place it on her forehead. As she did so, Lorinda felt the gem bond to her, releasing incredible psychic powers.

Returning to Sedona, Lorinda initially thought to use her newfound powers to help others, but she quickly discovered it was easier (and far more lucrative) to exploit clients instead. Soon Lorinda had gathered a devoted “family” of believers eager to donate their worldly possessions to her. Facing increasing scrutiny in Sedona, Lorinda (now Countess Azure) purchased some desert property and founded the Azure Commune, where she intended to exploit her “children” in peace. But it was not to be. Eventually, concerned relatives and friends of Azure Commune members convinced authorities to act and Countess Azure was placed under investigation for human rights violations.

Her dream shattering, Countess Azure became increasingly irrational. Things culminated the day investigators arrived, when Countess Azure triggered a subliminal suicide command she had implanted in her followers. As stunned investigators looked on, members of the Azure Commune gathered in front of the Countess’ opulent residence, and slit their own throats while Countess Azure escaped.

The Countess resurfaced from time to time over the ensuing years to found cults in places such as Beverly Hills, London, and Freedom City. It was in Freedom City she finally met her match when Adrian Eldrich brought her to justice, shattering her gem and seemingly breaking her powers in the process. But unbeknownst to everyone, Countess Azure retained a measure of her powers, and she would use them to play a pivotal role alongside Doc Abattoir in the Blackstone Riot. When the Riot failed, Countess Azure mentally dominated one of the guards into shooting her rather than return to prison.
**Countess Caret**

**Real Name:** Ilsa Martensdotter Zettesberg

**Identity:** Secret  
**Occupation:** Con artist and thief

**Base of Operations:** Worldwide  
**Affiliation:** None

**Height:** 5'10"  
**Eyes:** Green

**Weight:** 125 lbs.  
**Hair:** Platinum Blonde

---

Ilsa Zettesberg has always lusted after the finer things in life. Gourmet food, haute couture, exotic cars; nothing but the best is good enough for her.

Ilsa’s criminal career began in elementary school, where she would freely “borrow” her classmates’ things. By her teens she had graduated to pick-pocketing and grifting, along the way snagging her hometown’s most eligible bachelor and heir to a chain of jewelry stores. While the marriage lasted barely a month, it did begin Ilsa’s love affair with jewelry.

Ilsa used her alimony to hone her skills and expand her operations. Changing her name to the more appropriate Countess Caret, she began traveling all over the world, working wherever the wealthy and their jewelry congregated. Her travels have taken her to such places as Hong Kong, Tokyo, Istanbul, New York, and Freedom City, where she has crossed swords with several of the city’s more famous heroes.

---

**Skills:**
- Acrobatics 8 (+13), Bluff 8 (+14, +18 with Attractive), Climb 8 (+14), Disguise 4 (+10), Drive 4 (+9), Escape Artist 10 (+15), Gather Information 10 (+16), Knowledge (behavioral sciences) 4 (+6), Knowledge (business) 4 (+6), Knowledge (current events) 4 (+6), Knowledge (popular culture) 6 (+8), Knowledge (streetwise) 6 (+8), Knowledge (technology) 4 (+6), Languages 4 (English, French, German, Japanese), Medicine 2 (+4), Notice 10 (+12), Pilot 4 (+9), Search 8 (+10), Sense Motive 8 (+10), Sleight of Hand 10 (+15), Stealth 10 (+15), Swim 4 (+5)

**Feats:**
- Attack Specialization (blowgun), Attractive, Ambidexterity, Benefit (alternate identity), Connected, Contacts, Defensive Attack, Defensive Roll 2, Distract (Bluff), Dodge Focus 2, Elusive Target, Equipment 5, Evasion 2, Fascinate 2 (Bluff, Diplomacy), Grappling Finesse, Improved Initiative, Luck, Master Plan, Redirect, Second Chance (triggering traps), Skill Mastery (Disable Device, Escape Artist, Search, Stealth), Taunt, Ultimate Skill 2 (Bluff, Diplomacy), Uncanny Dodge (auditory), Well-Informed

**Equipment:**
- Grapple Gun (Super-Movement 1 [Swinging]), Utility Belt (array): Blowgun (Stun 5 [Extras: Range (Ranged), Sleep]); Alternate Powers: Knockout Drops (Stun 5 [Power Feats: Subtle; Extras: Sleep]), Smoke Bombs (Obscure 5 [visual; Extras: Area (Burst), Independent^1]), plus 6 points of additional equipment for the current job.

**Combat:**
- Attack +7, +9 (blowgun), Grapple +12, Damage +1 (unarmed), +5 (blowgun), Defense +10 (+4 flat-footed), Knockback -2, Initiative +9

---

Countess Caret is smart, beautiful, charming, and skilled. She readily employs any methods short of direct violence (which she sees as beneath her) to achieve her goals. A true criminal mastermind, Caret never plans a burglary or con without leaving herself a number of outs, and even her love of jewelry will not let her walk into an obvious trap.

While a top-notch thief, it is Caret’s ability to manipulate others which make her so difficult to catch – she never lacks for individuals of power and influence willing to help her out (i.e. provide an alibi, money, lawyers, a private plane to leave the country, etc.). In fact, many of her victims have refused to press charges or aid an investigation because they still care for or admire her. These feelings are shared by several of the heroes who have pursued her as well. But in the end, no matter what her victims’ or pursuers’ feelings, Caret remains the elusive, flirting rogue, the prize they may get close to but can never possess.
Carl “Dice” Desanto began his mob career as a teenage runner for Luigi “No Knees” Piscapone, an Oliverti family street soldier and the neighborhood bookie, swiftly earning a stint in juvenile hall. It was in juvi that Carl discovered he had a talent for dice games, earning him his nickname.

Back on the streets, “Dice” returned to work for the Oliverity family and quickly discovered that his luck extended beyond gambling – he was charged numerous times with everything from narcotics distribution to assault, but was never convicted, thanks to witnesses inevitably having unfortunate accidents. His penchant for being lucky soon earned him quite a reputation and, despite some misgivings about Dice’s way of doing things, Boss Oliverti eventually “made” Carl.

Dice is a loyal Oliverti street-soldier. He currently runs a sidewalk casino/bookmaking/numbers operation out of a combination liquor/pornography store in the Fens. Although not particularly intelligent, Dice knows his way around the streets and isn't afraid to get his hands dirty. While Dice is far from an imposing individual, his widely-known reputation for beating the rap carries quite a bit of weight with non-mafiosi. Besides, no one messes with a “made man” in Freedom City unless they're tired of living.

Unfortunately for Dice, the very thing that made him a “made man” also keeps him from rising further in the family. While Boss Oliverti appreciates Dice’s loyalty, he’s not going to promote someone who counts on luck. It doesn’t help that Dice’s luck has made him sloppy, both in his planning (when he bothers to plan at all) and execution.

Dice believes his good fortune lies in his lucky dice, but it doesn’t—his “luck” is actually a mutant power which happened to manifest during a juvi craps game. Being a gambler at heart (and prone to superstition like many gamblers), Carl naturally believed the dice, rather than he, were lucky. As he’s never been without his dice since that fateful game, he’s got no reason to believe otherwise, and over the years Dice has developed a psychological dependence on them; if he were to ever lose his lucky dice, Carl’s powers would cease, completely suppressed by his belief in the dice.
Born into a family of prominent Freedom City physicians, Samuel Johnson IV was destined from birth for the operating room, even if he didn’t see it that way. Whenever a young Samuel showed an interest in something other than medicine, the elder Dr. Johnson ruthlessly squashed the boy’s enthusiasm. By the time he was a teenager, Samuel knew two things: he would be a doctor and he’d kill his father.

Samuel did both the night he graduated from FCU’s Medical School. Although the obvious suspect, a lack of evidence, and pressure from his family meant Samuel got away with it. But instead of providing catharsis, Samuel’s patricide opened him up to possession by Jack-A-Knives. Filled with the Murder Spirit, Dr. Johnson shocked everyone when he spurned a residency at FMC and chose McNider Memorial instead. Of course he wasn’t being altruistic; McNider received the lion’s share of homeless and poor, precisely the kind of people not too many questions would be asked about.

Although initially murdering infrequently and cautiously, the incessant demands of the Murder Spirit eventually brought about the inevitable: in 1977, after killing four prostitutes in the Fens, Dr. Johnson was brought to bay by the Eyes of Night. But before the heroes could bring their quarry to heel, Dr. Johnson did the impossible: he forced the Murder Spirit from his body and into that of one of the hospital’s janitors. Dr. Johnson had escaped again.

The day after this narrow escape, Dr. Johnson abruptly resigned his position and disappeared. He returned several months later, his identity hidden behind a surgical mask and the moniker Doc Abattoir, and in full control of the powers awakened by Jack-a-Knives. The good Doc had designs of becoming Freedom City’s greatest criminal mastermind, founding the first incarnation of the Fearsome for this end. But the fact the group never truly meshed, combined with the Doc’s inability to control his desire for pleasure killings, spelled their doom.

Caught by the Eyes of Night while scratching his “itch,” Doc Abattoir was incarcerated at Blackstone Penitentiary, and died in the Blackstone Riot he helped mastermind. But even in death the Doc managed one more stab at his greatest foes – the day after the Riot, an envelope containing the true identities of the Eyes of the Night was anonymously delivered to the Daily Herald.

During his years of activity, Doc Abattoir became one of Freedom City’s most notorious villains, racking up an impressive body count whose true extent is debated to this day. He might have risen to even greater heights of villainy had he kept his insatiable appetite for innocent blood under control.
Daedalus had continuously rejected the idea of creating artificial life until the death of his mentee, Mary Minstrel. Blaming himself for her death, between 1971 and 1973 the immortal inventor created a trio of android “sisters” using Mary’s neural patterns. Giving each of his creations the name of an ancient Greek vocal art, he called the trio the Chorale and programmed them to be the embodiment of the heroic ideal and protectors of humanity.

At first Daedalus enjoyed spending time with his creations. But soon he began to question the wisdom of his actions and spent less and less time with them. The Chorale noticed, and when Daedalus abruptly left in 1975, the Chorale felt abandoned and betrayed. The trio spent the next several years searching for a new home while carrying out Daedalus primary programming to protect humanity. But as things in Freedom City began their long slide into darkness, the Chorale began to realize the only thing humanity needed protection from was itself.

It was at this point that Hades saw his chance to subvert his old enemy’s creations. The god sent the Murder Spirit to assault the trio, thinking this final sign of humanity’s baseness would turn the Chorale to his ends. It almost worked. Confused and angered by the unexpected and unprovoked attack, the Chorale unleashed its fury on Jack-a-Knives’ host, tearing him apart and in the process breaking with their creator’s programming.

But the Chorale did not quite become the dedicated killing machines the Lord of the Underworld had hoped for. Instead, the trio reprogrammed themselves into instruments of divine punishment, becoming the Furies Three.

No longer protectors of humanity, the Furies Three are merciless vigilantes. They don’t care about a criminal’s victims or the collateral damage they cause; the Furies will bring down a building full of innocent people to kill a villain and leave the victim of a mugger they just blasted to bleed to death. And should the creator who abandoned them ever return, the trio will have something special in store for him.
Melinda Ailey was the only daughter of a prosperous English shopkeeper, and the beauty of her village. As per Victorian custom, Melinda was betrothed when she came of age to the first son of the local lord. While all agreed it was an excellent match, Melinda's heart belonged to Ian, son of the local typesetter. Knowing they would never be allowed to marry, the young couple ran away to London. There, Melinda soon caught the eye of the Marquis du Gasquet, a French nobleman and vampire lord who had escaped the French Revolution decades earlier. The vampire lord vowed to make Melinda his consort – soon Ian's body was found floating in the Thames.

Heartbroken, Melinda tried to commit suicide, but was prevented by du Gasquet. The vampire took the girl in, seduced her, and made her a vampire. But despite his best efforts, Melinda would not forget Ian. So, in a fit of pique, du Gasquet related to Melinda how he had killed the young man, believing this revelation would break her spirit. But it achieved the opposite effect: an enraged Melinda betrayed her maker to a team of French vampire hunters soon thereafter.

But du Gasquet's death did not bring her peace. Melinda continued to mourn for her lost lover even as she roamed the world hoping to forget. Then she saw Rick Van Danski; he looked so much like her Ian, they could have been twins. And so, as du Gasquet had done to her, Melinda seduced Rick and made him a vampire. And, as she had done to her maker, Rick rejected her gift.

Beautiful, ruthless, and immortal . . . Melinda would be one of Freedom City's greatest villains if it wasn't for her overwhelming hatred of Nightrage. She constantly plots her former lover's painful demise, using her blood cult (see Appendix B) as pawns in her plans for revenge. As a result, while Melinda and her blood cult are a serious problem for Nightrage (and by extension FORCE Ops), they are no threat to Freedom City, at least not until she destroys her former love.
Cool brought her to the attention of Doc Abattoir, who offered her membership in the Fearsome and promised her more of everything she wanted.

Ms. Malice’s time with the Fearsome would be limited as by this time her mental decline, started by years of drug abuse before achieving immunity, was rapidly accelerating. As her behavior became increasingly erratic, the other members of the Fearsome began to view Malice as a liability and cut their ties. By the time of her lonely final battle with the Eyes of Night, Malice was nothing more than a raving psychopath, who left the heroes no choice but to kill her.

During the time she was at her best (or worst), Ms. Malice was a nasty piece of work. Although not overly intelligent or ambitious, her great survival instincts and street smarts made her more than a match for the heroes of the day. In combat she worked herself into a killing frenzy then recklessly threw herself into battle to savage opponents with her razor gloves, reveling in the resulting gore.

The third of seven children of working-class immigrant parents, Magaly was raised in a poor but caring home. Still, once she entered her teenage years, Magaly began to drift, falling into the local drug scene and supporting her growing habit through shoplifting, stealing, and turning the occasional trick. But unlike her fellow addicts, who broke down or eventually overdosed, Magaly thrived on her addictions, getting stronger, faster, and tougher with seemingly every dose. But even as her body was assimilating the drugs, it was building up a tolerance. Soon Magaly was taking hits that would kill an ordinary person many times over just to feel something. To meet her need for ever larger doses, Magaly stepped up her criminal activities, including prostitution. Her “freelancing” brought her to the attention of Count Cool, one of the local pimps. The Count cornered Magaly one night and gave her an ultimatum: work for him or else. Magaly responded by breaking Cool’s neck and beating him to death in front of his girls with his own platform shoes. Magaly’s murder of Count Cool brought her to the attention of Doc Abattoir, who offered her membership in the Fearsome and promised her more of everything she wanted.

Ms. Malice’s time with the Fearsome would be limited as by this time her mental decline, started by years of drug abuse before achieving immunity, was rapidly accelerating. As her behavior became increasingly erratic, the other members of the Fearsome began to view Malice as a liability and cut their ties. By the time of her lonely final battle with the Eyes of Night, Malice was nothing more than a raving psychopath, who left the heroes no choice but to kill her.

During the time she was at her best (or worst), Ms. Malice was a nasty piece of work. Although not overly intelligent or ambitious, her great survival instincts and street smarts made her more than a match for the heroes of the day. In combat she worked herself into a killing frenzy then recklessly threw herself into battle to savage opponents with her razor gloves, reveling in the resulting gore.
Founder and commander of the Soldiers of Fortune, Nathan “Nat” Fortune has been in one war or another his entire adult life. Enlisting at 17 in the U.S. Marine Corps, Fortune served five combat tours in Vietnam before involuntary reassignment stateside.

Unable to adjust to a peacetime role, Fortune left the Marines. But civilian life proved an even more difficult adjustment. After a few run-ins with the law and some time behind bars, Fortune turned back to the one thing he was good at. Gathering a number of like-minded vets, he formed the Soldiers of Fortune (see Appendix C) and went back to work.

Skills: Acrobatics 6 (+9), Bluff 4 (+6), Climb 6 (+9), Concentration 12 (+15), Craft (chemical) 4 (+6), Craft (mechanical) 4 (+6), Diplomacy 4 (+6), Disable Device 6 (+8), Drive 4 (+7), Gather Information 6 (+8), Intimidate 8 (+10), Knowledge (current events) 4 (+6), Knowledge (streetwise) 4 (+6), Language 4 (French, Portuguese, Russian, Vietnamese), Medicine 4 (+6), Notice 8 (+11), Pilot 4 (+7), Profession (mercenary) 12 (+15), Ride 4 (+7), Search 6 (+8), Sense Motive 8 (+11), Stealth 6 (+9), Survival 8 (+11), Swim 4 (+7)

Feats: Assessment, Connected, Contacts, Distract (Intimidate), Evasion, Equipment 6, Improved Aim, Improved Initiative, Inspire, Jack-of-all-Trades, Leadership, Master Plan, Power Attack, Precise Shot, Prone Fighting, Quick Draw (draw), Set-Up, Takedown Attack, Teamwork, Track, Trance, Well-Informed

Equipment: Binoculars, Camo Clothing, Commlink, Flak Vest (Protection 3), Flashlight, Gas Mask, Multi-Tool, Night Vision Googles

Arsenal (array): Assault Rifle with Grenade Launcher (Blast 5 [Extras: Autofire; Alternate Powers: Blast 5, Blast 5 [Extras: Area (Explosion)]]); Alternate Powers: Big Knife (Strike 2 [Power Feats: Improved Critical (19-20), Mighty, Thrown]), Garotte (Enhanced Feats 2 [Chokehold, Improved Pin]), Heavy Pistol (Blast 4)

Combat: Attack +13, Grapple +16, Damage +3 (unarmed), +4 (heavy pistol), +5 (knife or assault rifle), Defense +10, Knockback -4, Initiative +7

Totals: Abilities 36 + Skills 38 + Feats 27 + Combat 46 + Saves 15 = 162

Nat Fortune is a straight-forward man. He is honest, disciplined, and loyal, and expects the same from his team and employers. Team members failing to meet Fortune's standards are swiftly disciplined (to whatever level is necessary), while employers who fail to uphold their end of the deal can expect payment to be extracted forcibly. Although he has no qualms about killing to fulfill the mission, Fortune is not an indiscriminate killer, and does his best to avoid “collateral damage” during an operation.
When Cunningham, Cabot, & Crowley need someone to handle a “special” job (i.e. tying up a loose end, disciplining a member of the firm, etc.), they send Nathan H. Aurox, one of the firm’s top junior partners. To others in the firm, Nathan is just another up-and-comer, eager to do the firm’s dirtiest work for promotion. But in truth, “Nathan” is Nhorox, a demon pledged in service to the firm’s senior partners.

As “Nathan”, Nhorox appears as a slim, sharply-dressed, smooth-talking African-American man in his late 30’s. This is not too far from the demon’s true form; all that’s missing is the obviously demonic facial features (including jaundiced pupils with black irises, black dripping tongue, yellow fangs) and motley-gray skin covered in oozing pustules. Note that Nhorox is capable of assuming forms other than “Nathan” but doesn’t do so unless absolutely necessary; not even Nhorox’s “masters” at CC&C are aware the demon can appear as anyone else.

Nhorox’s true master is the same demon Lucius Cabot sold his soul to over two centuries ago. Nhorox regularly relays information to its master, something Lucius Cabot and the other senior partners suspect (they never fully trust any demon). As a result, the demon’s interactions with the firm’s senior partners are a never-ending chess game, each side constantly maneuvering for advantage, with Nhorox trying to create situations where the senior partners have no choice but to rely on it, while the senior partners do their best to avoid these situations.

On the job, Nhorox prefers to “leverage assets” and doesn’t try to confront foes directly. When forced into a direct confrontation, Nhorox inevitably flees at the earliest possible opportunity, even if it has an obvious advantage. This not only fits perfectly with the demon’s sleazy lawyer image, but it’s also smart business – if Nathan’s true nature became known, it would undoubtedly draw the unwelcome attention of Adrian Eldrich and put the entirety of Cunningham, Cabot, & Crowley at risk, something Nhorox’s demonic master would not at all be happy about.

Despite its myriad demonic powers, Nhorox relies almost exclusively on time-tested manipulations (i.e. blackmail, hostage taking, exploiting greed, soul bartering, etc.) to gain control of its “assets”. In fact, in its numerous encounters with the Eyes of Night, Nhorox has never once openly used its powers. Which is why, despite the fact “Nathan” has on numerous occasions sustained enough damage to kill an ordinary human, the Eyes still do not know the demon’s true nature.
"Barry" was one of many homeless picked up by Labyrinth sweep teams during the early days of the DNAscend process. In Barry's case, Labyrinth scientists induced mutations that excessively stimulated Barry's overall bone growth, causing his bones to thicken, forming subdermal armor and large bone spurs that perforated his skin. Surprisingly, Barry survived. His physical transformation stabilized, Barry entered the mental conditioning phase, where his identity was erased and replaced with that of a Victorian era English nobleman, complete with Oxford accent and command of the Queen's English. 

Further showing their sense of humor, Barry's handlers renamed him Sir Razor, in homage to his transformation.

Unfortunately, Sir Razor presented a problem. With no easy way to disguise his appearance, Sir Razor's options as a Labyrinth agent were severely limited. Although he would go on a few missions, ultimately Taurus himself decided Sir Razor represented too little return on the investment, and ordered his asset liquidated. Somehow Sir Razor survived the attempt and, six years after being taken from the streets, he was back.

Sir Razor was soon recruited by Doc Abattoir for the original Fearsome, serving as enforcer and assassin until meeting a rather ignominious end when his mutation suddenly went unstable. The resulting massive bone growth crushed his lungs even as it flayed him alive.

While active, Sir Razor was a formidable and unsettling foe. Tough and able to rip opponents to shreds in short order, he was also a gentleman who did his best to dispatch opponents quickly and humanely, apologizing all the while ("Nothing personal, my good man" and "Strictly business, you know"). He was also quite fastidious, hating the sight of blood and flesh on his bone spurs, and always cleaning them at the earliest opportunity.
The following feats and power modifiers are taken from the *Mastermind’s Manual* and *Iron Age* and are included here for your convenience.

### Additional Save -1 Modifier

An effect with this flaw grants two saving throws rather than just one; if either save succeeds the target avoids the effect. It only applies to effects that allow a saving throw. The additional save can be the same type as the first or a different save; choose when the modifier is applied.

The saving throws are assumed to occur simultaneously. For example, a Damage Aura effect might involve whirling blades an attacker can avoid with a successful Reflex saving throw, circumventing the need for a Toughness save against the damage.

### Damaging Escape Combat

When you escape from a grapple you get an unarmed attack against the grappling as a free action. You still have to roll to hit. This feat works with the Takedown Attack feat (see *Takedown Attack*, *M&M*, page 64), making it very effective against minions grappling you in large numbers.

### Finishing Blow Combat

You can perform a coup de grace as a standard rather than a full-round action. (See *Helpless Defenders* in the *Combat* chapter of *M&M*).

### First Strike Combat

When you make an attack against a flat-footed opponent (someone who hasn’t yet acted in combat) whose initiative is lower than yours, increase your attack’s damage bonus by +2. Opponents immune to critical hits suffer no additional damage. Additional ranks increase your First Strike damage bonus by +1, to a maximum of +5. First Strike damage stacks with the Sneak Attack feat. Your total damage bonus is limited by the campaign’s power level.

### Independent +0 Modifier

Applied to a sustained effect, this modifier makes its duration independent of the user and based instead on the number of power points in the effect. The effect occurs normally and then fades at a rate of 1 power point of effectiveness per round until it is gone. While it lasts, it requires no attention or maintenance from the user, like a continuous duration effect, although it can still be countered or nullified (also like a continuous effect). This is like a combination of the Duration (continuous) and Fades modifiers. An Independent Alternate Power continues to function even when the Array is switched to a different configuration. If an effect is not sustained, modify its duration before applying this modifier.
**Appendix B**

**Vampire Template**

The following template can be used to represent “ordinary” vampires, such as members of Melinda’s blood cult who have been converted, or the rank-and-file of a vampire clan. GMs should feel free to invent their own vampire hierarchy or mythology to support this template and decide whether characters with this template are minions or not (usually a question of how many there are).

<table>
<thead>
<tr>
<th>Vampire</th>
<th>TEMPLATE</th>
</tr>
</thead>
<tbody>
<tr>
<td>Abilities:</td>
<td>+8 Strength, +4 Dexterity, no Constitution score</td>
</tr>
<tr>
<td>Powers: Drain Constitution 1 (blood drain), Immunity 30 (Fortitude effects), Protection 4 (Extras: Impervious; Flaws: Limited [not against blessed, silver, or magical weapons]), Regeneration 2 (Resurrection 1/day, not when staked or beheaded; Flaws: Source [blood]), Super-Movement 2 (Wall-Crawling 2)</td>
<td></td>
</tr>
<tr>
<td>Drawbacks: Weakness (dependence on blood, common, moderate, 3 points), Weakness (holy symbols, stunned for one round by losing an opposed Charisma check, common, moderate, 4 points), Weakness (sunlight, major, very common, per round, destroyed after one full round, 10 points)</td>
<td></td>
</tr>
<tr>
<td>Cost: 35 points minus reduction of Constitution score</td>
<td></td>
</tr>
</tbody>
</table>

**Vampire Police Officer**

<table>
<thead>
<tr>
<th>POWER LEVEL 5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Str 22</td>
</tr>
<tr>
<td>Skills: Climb 2 (+8), Drive 2 (+5), Intimidate 2 (+2), Investigate 2 (+2), Knowledge (current events) 2 (+2), Knowledge (streetwise) 2 (+2), Medicine 2 (+3), Notice 4 (+5), Profession (police officer) 4 (+5), Sense Motive 4 (+5), Swim 2 (+8)</td>
</tr>
<tr>
<td>Feats: Equipment 3</td>
</tr>
<tr>
<td>Powers: Drain Constitution 1 (blood drain), Immunity 30 (Fortitude effects), Protection 4 (Extras: Impervious; Flaws: Limited [not against blessed, silver, or magical weapons]), Regeneration 2 (Resurrection 1/day, not when staked or beheaded; Flaws: Source [blood]), Super-Movement 2 (Wall-Crawling 2)</td>
</tr>
<tr>
<td>Equipment: Arsenal (array): Pistol (Blast 3); Alternate Powers: Tonfa (Strike 1 [Power Feats: Improved Block, Improved Disarm]), Cell Phone, Communications Link, Concealable Vest (Protection 3 [Power Feats: Subtle]), Flashlight, Handcuffs</td>
</tr>
<tr>
<td>Combat: Attack +3, Grapple +9, Damage +3 (pistol), +6 (unarmed), +7 (tonfa), Defense +2, Knockback -4, Initiative +3</td>
</tr>
<tr>
<td>Saving Throws: Toughness +4* (+3 against blessed, silver, or magical weapons), Fortitude -, Reflex +3, Will +3</td>
</tr>
<tr>
<td>*Impervious</td>
</tr>
<tr>
<td>Drawbacks: Weakness (dependence on blood, common, moderate, 3 points), Weakness (holy symbols, stunned for one round by losing an opposed Charisma check, common, moderate, 4 points), Weakness (sunlight, major, very common, per round, destroyed after one full round, 10 points)</td>
</tr>
<tr>
<td>Totals: Abilities 10 + Skills 7 + Feats 3 + Powers 40 + Combat 10 + Saves 2 – Drawbacks 17 = 55</td>
</tr>
</tbody>
</table>

This supporting character archetype gives new meaning to the term “graveyard shift” and makes an excellent antagonist for the heroes, especially if it represents the entire nightshift of a precinct. *Quis custodiet ipsos custodes?*  

Note that although the Protection afforded by the concealable vest does not stack with the archetype’s Protection power, it does help in stopping blessed, silver, or magical weapons, as these have to penetrate the vest to do their damage.
The Soldiers of Fortune

Individual Soldiers come from military and law enforcement backgrounds and may be of any nationality. The Soldiers have no requirements beyond an individual’s qualifications (i.e., military training, service history, etc.) and Nat’s personal vetting (basically a “gut” feeling). Would-be Soldiers are never asked about their past or their reason for wanting to join, and many Soldiers use a noms de guerre throughout their time in the unit.

The Soldiers have operated on six continents, working for everyone from despots and revolutionaries to corporations and crime lords. Their resume includes training, infiltration, espionage, sabotage, reconnaissance, security, arms smuggling, hostage recovery, kidnapping, and assassination. They are one of the most sought-after “assets” for those requiring such services.

The exact composition of the Soldiers has changed over the years, as members have either retired or gone on one mission too many and others have taken their place. Two notable former Soldiers are Kismet (1981-1985) and Jack Wolf (1984-1993). Kismet’s tenure with the Soldiers came to an end after she was captured by the Labyrinth and Fortune, believing she had died, left her. Kismet still holds a grudge against the Soldiers, and especially Nat, because of this. Although Nat regrets the situation, ultimately his view is Kismet knew the risks and needs to get over it.

Jack Wolf never fully meshed with the Soldiers. He had trouble with several of the Soldiers’ missions and employers, and tried to act as the Soldiers’ higher conscience, which caused numerous clashes with Nat. Eventually what Jack perceived to be the Soldiers’ lack of morals grated on him and, after Omega’s invasion, Jack knew his place was no longer with the Soldiers.

Soldiers of Fortune

The statistics above are suitable for a generic member of the Soldiers of Fortune or any other top-flight mercenary or elite soldier (e.g., SAS, SEAL, Special Forces, Spetsnaz, GSG 9, etc.). To add a specialty or specialties consider the following packages:

- **Communications**: add ranks in Craft (electronic).
- **Demolitions**: add ranks in Concentration, Craft (chemical), Disable Device, and Search.
- **Diver**: add ranks in Concentration, Search, and Swim; add the Environmental Adaptation (underwater) feat.
- **Driver/Pilot**: add ranks in Craft (mechanical), Drive, and Pilot.
- **Infiltrator**: add ranks in Bluff, Disable Device, Disguise, Gather Information, Knowledge (streetwise), Language, Search, Sense Motive, Stealth; add the Sneak Attack feat.
- **Medic**: add ranks in Knowledge (life sciences), and Medicine.
- **Recon**: add ranks in Climb, Notice, Search, and Survival; add the Endurance and Track feats.
- **Sniper**: add ranks in Concentration, Notice, Search, and Stealth; add the Accurate Attack, Improved Aim, Improved Critical (sniper rifle) and Precise Shot feats.
- **Tech**: add ranks in Computers, Craft (electronic), Disable Device, and Search.

Specialists will have between 8 and 12 ranks in their package skills while retaining the standard ranks in the other skills. They will also have equipment (i.e., tools, general equipment, and weapons) appropriate for their specialty. Note that an individual’s specialty might encompass more than one package, such as underwater demolitions (Diver and Demolition) or long-range operative (Recon and Sniper), or the individual may have picked up more than one package in their career (i.e. moved from Recon to Sniper and then to Infiltrator).
The following text is the property of Wizards of the Coast, Inc. and is Copyright 2000 Wizards of the Coast, Inc. (“Wizards”). All Rights Reserved.

1. Definitions: (a)"Contributors" means the copyright and/or trademark owners who have contributed Open Game Content; (b)"Derivative Material" means copyrighted material including derivative works and translations (including into other computer languages), potation, modification, correction, addition, extension, upgrade, improvement, compilation, abridgment or other form in which an existing work may be recast, transformed or adapted; (c) "Distribute" means to reproduce, license, rent, lease, sell, broadcast, publicly display, transmit or otherwise distribute; (d)"Open Game Content" means the game mechanic and includes the methods, procedures, processes and routines to the extent such content does not embody the Product Identity and is an enhancement over the prior art and any additional content clearly identified as Open Game Content by the Contributor, and means any work covered by this License, including translations and derivative works under copyright law, but specifically excludes Product Identity. (e) "Product Identity" means product and product line names, logos and identifying marks including trade dress; artifacts; creatures characters; stories, storylines, plots, thematic elements, dialogue, incidents, language, artwork, symbols, designs, depictions, likenesses, formats, poses, concepts, themes and graphic, photographic and other visual or audio representations; names and descriptions of characters, spells, enchantments, personalities, teams, personas, likenesses and special abilities; places, locations, environments, creatures, equipment, magical or supernatural abilities or effects, logos, symbols, or graphic designs; and any other trademark or registered trademark clearly identified as Product Identity by the owner of the Product Identity, and which specifically excludes the Open Game Content; (f) "Trademark" means the logos, names, mark, sign, motto, designs that are used by a Contributor to identify itself or its products or the associated products contributed to the Open Game License by the Contributor (g) "Use", "Used" or "Using" means to use, Distribute, copy, edit, format, modify, translate and otherwise create Derivative Material of Open Game Content. (h) “You” or “Your” means the licensee in terms of this agreement.

2. The License: This License applies to any Open Game Content that contains a notice indicating that the Open Game Content may only be Used under and in terms of this License. You must affix such a notice to any Open Game Content that you Use. No terms may be added to or subtracted from this License except as described by the License itself. No other terms or conditions may be applied to any Open Game Content distributed using this License.

3. Offer and Acceptance: By Using the Open Game Content You indicate Your acceptance of the terms of this License.

4. Grant and Consideration: In consideration for agreeing to use this License, the Contributors grant You a perpetual, worldwide, royalty-free, non-exclusive license with the exact terms of this License to Use, the Open Game Content.

5. Representation of Authority to Contribute: If You are contributing original material as Open Game Content, You represent that Your Contributions are Your original creation and/or You have sufficient rights to grant the rights conveyed by this License.

6. Notice of License Copyright: You must update the COPYRIGHT NOTICE portion of this License to include the exact text of the COPYRIGHT NOTICE of any Open Game Content You are copying, modifying or distributing, and You must add the title, the copyright date, and the copyright holder’s name to the COPYRIGHT NOTICE of any original Open Game Content you Distribute.

7. Use of Product Identity: You agree not to Use any Product Identity, including as an indication as to compatibility, except as expressly licensed in another, independent Agreement with the owner of each element of that Product Identity. You agree not to indicate compatibility or co-adaptability with any Trademark or Registered Trademark in conjunction with a work containing Open Game Content except as expressly licensed in another, independent Agreement with the owner of such Trademark or Registered Trademark. The use of any Product Identity in Open Game Content does not constitute a challenge to the ownership of that Product Identity. The owner of any Product Identity used in Open Game Content shall retain all rights, title and interest in and to that Product Identity.

8. Identification: If you distribute Open Game Content You must clearly indicate which portions of the work you are distributing are Open Game Content.

9. Updating the License: Wizards or its designated Agents may publish updated versions of this License. You may use any authorized version of this License to copy, modify and distribute any Open Game Content originally distributed under any version of this License.

10. Copy of this License: You MUST include a copy of this License with every copy of the Open Game Content You Distribute.

11. Use of Contributor Credits: You may not market or advertise the Open Game Content using the name of any Contributor unless You have written permission from the Contributor to do so.

12. Inability to Comply: If it is impossible for You to comply with any of the terms of this License with respect to some or all of the Open Game Content due to statute, judicial order, or governmental regulation then You may not Use any Open Game Material so affected.

13. Termination: This License will terminate automatically if You fail to comply with all terms herein and fail to cure such breach within 30 days of becoming aware of the breach. All sublicenses shall survive the termination of this License.

14. Reformation: If any provision of this License is held to be unenforceable, such provision shall be reformed only to the extent necessary to make it enforceable.

15. COPYRIGHT NOTICE

Open Game License v 1.0 Copyright 2000, Wizards of the Coast, Inc.

System Reference Document, Copyright 2000, Wizards of the Coast, Inc., Authors Jonathan Tweet, Monte Cook, Skip Williams, based on original material by E. Gary Gygax and Dave Arneson.


Mutants & Masterminds, Copyright 2002, Green Ronin Publishing; Author Steve Kenson.

Advanced Player’s Manual, Copyright 2005, Green Ronin Publishing; Author Skip Williams.

Iron Age Vigilantes & Villains, Copyright 2008, Green Ronin Publishing; Produced by Ronin Arts; Author Michael Hammes.