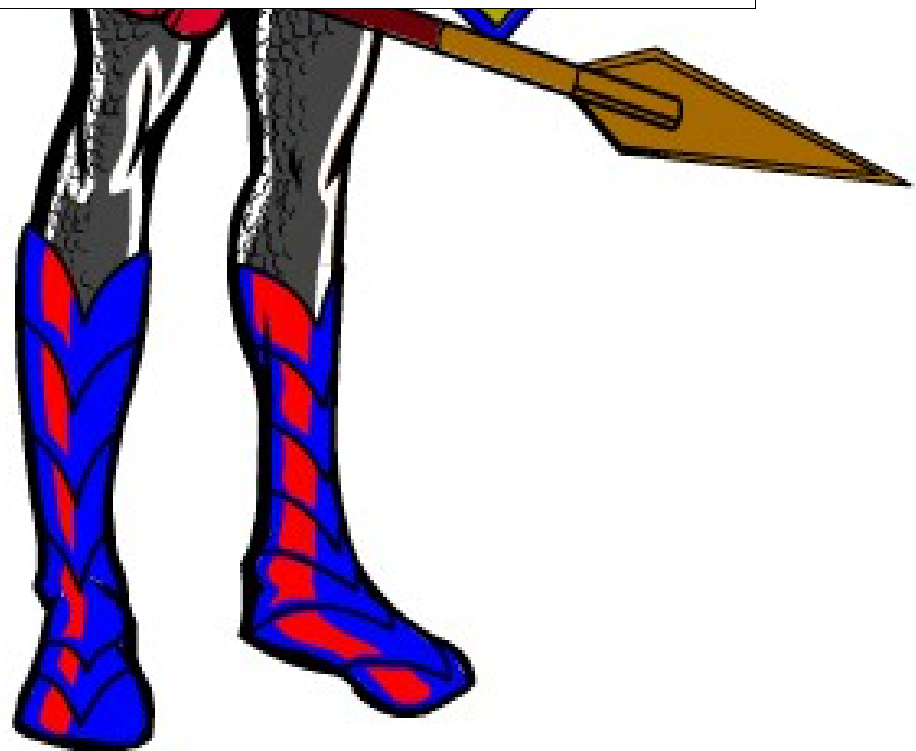




## **Atlantis On My Mind**

*a Mutant and Masterminds 3<sup>rd</sup> Edition adventure by  
Chad Lubrecht*

*For 4 PL 10 characters*



*Last Time in Freedom City: Our heroes discovered the whereabouts of the missing Freedom League, assisting the Star Knights defending the galaxy from an expansion by the Grue empire. After breaking a siege and saving the Freedom Leagues, our heroes were granted probationary membership in the League to serve in the rest of the League's absence. They have returned home and begun to settle in at Freedom Hall.*

## Adventure Overview

This adventure covers the heroes investigating attacks by the forces of Atlantis, that lead them to learn of a coup in Atlantis and a psychic usurper-king who calls himself Poseidon. King Theseus's whereabouts are unknown but he is presumed dead. They may learn that Poseidon attacked Freedom City in search of the Crown of Triton, which Theseus hid on the orbital Lighthouse before he left the Freedom League. Or they can progress straight to Atlantis to confront the usurper and restore the throne to its rightful heir. The heroes may enlist the aid of Nereid or others on the Next-Gen.

## Scene 1: Freedom Hall

It is a beautiful Spring day, a week after the heroes' return from The Citadel. Repairs on Freedom Hall's computer systems have proceeded quickly and are almost finished. The heroes have had a chance to make themselves at home in Freedom Hall, if they like, claiming bedrooms, making additions to the trophy museum, working out in the Wreck Room. They have just finished a session in the Wreck Room when Cynthia announces visitors in the lobby.

Two police cruisers are parked outside the Hall, and in the lobby wait three officers. Two are in uniform of high-ranking officers, an older heavysset gentleman bald on top with pure white hair on the back and sides of his head and a fit middle-aged woman with short brown hair and rectangular frame eyeglasses. The third officer is a young man sporting the three chevrons of a sergeant.

When greeted, the woman will speak first, identifying herself as Special Inspector Jane St. Claire and the older man as Deputy Chief Teddy Byrne. St. Claire is the official liaison from the FCPD to the Freedom League, and Chief Byrne is in charge of all police operations in City Central. She'll ask if it's a good time for a meeting to discuss recent events.

Once seated, St. Claire will get right to the point.

As you may know, I am in charge of dealing with all matters related to the Freedom League, as they affect the Freedom City Police Department, and law enforcement in general. It has been a rather nerve wracking few months as no one on the Freedom League bothered to tell me they were leaving town, apparently for an extended period. Then we had that incident at Weckel and Shields and I had reports coming in about the Freedom League gone rogue or clones or alien duplicates. We're still trying to get things straightened out and calm the populace. Now you four appear to have moved into the hall and still haven't explained anything to us.

In general, she'll heap some abuse on the players for awhile, while Chief Byrne types up something on his laptop, occasionally asking his assistant (Sgt. Nick Hammond) for paperwork. Then she'll sigh and ask whether this group will cooperate with her in law enforcement matters.

The FCPD can extend “Special deputy” status, which will give heroes certain legal immunities, in exchange for coordination with St. Claire during states of emergency. Apprehended villains should be turned over to the FCPD if they can be safely restrained, if not they ask the heroes call St. Claire to at least assess the situation before the villains are transferred to a secure holding facility. The other Freedom Leaguers, as well as the Atom Family and the Next-Gen already have this arrangement.

While discussing these plans, Chief Byrne receives a phone call, and starts swearing at the phone. “Damn it to hell, I'm getting too old for this. New spandex heroes every week and now explosions downtown. Jane, I've got to run to handle this. Get these freaks on board.”

Inspector St. Claire is a little distressed as she checks some updates on her smart phone, but waits for an answer from the heroes. She'll try withhold information on the explosion until the heroes sign her paperwork, but will ultimately reveal that something is going on at the Aquarium. The Freedom Hall computer can also check news reports and provide the information. She will insist on coming along if the heroes go to investigate.

## **Scene 2: The Aquarium**

News report and internet posters provide a disorganized picture. There have been explosions and fires down at the Freedom Aquarium on the Waterfront. A Channel 3 News Helicopter has crashed into the South River, apparently shot down. Police are pinned down by Mermaids or roman soldiers or sea monsters.

### ***Situation at the aquarium***

The Aquarium and a neighboring building are on fire, police have blocked off approach to the building and are taking cover behind their squad cars while engaging in sporadic gunfire with armed hostiles. A few groups of civilians are hiding behind food carts and trucks in the park area around the aquarium.

The hostile forces are a group of men carrying shields and spears and wearing what appear to be scale armor. Two of the men carry strange guns that are firing barbed metal arrows. A submersible vehicle has crawled halfway out of the river, and is firing rockets at anything that moves. And what looks like a giant Octopus is hurling debris at the police. Police report that there may still be people in the Aquarium.

Reports of the crashed helicopter are true. It sunken most of the way the South River, the remains of the tail is the only thing sticking out of the water.

Ambulances have arrived behind the police, and on shore near the helicopter.

### ***Rescue Actions***

There are a number of people who need to be rescued at the scene. Most prominently the crew of the News 3 Copter. Lifting the helicopter requires Strength 8, a DC 20 Athletics check is required to exert full strength while swimming. DC 15 will allow Strength -2. Characters with swimming or flight powers can exert their full strength without a check. A DC 10 Athletics check to swim and a damage check to break open the doors (Toughness 8) is required to pull the crew out of the helicopter. Once the helicopter is open, 4 DC 10 swimming checks are necessary to carry the crew to the surface (Two each for the Pilot and Cameraman) Both are unconscious and require first aid at this point, paramedics are

onshore and ready to help.

The Aquarium building is on fire, and it is unclear how many people are trapped inside. Perception DC 15 check if entering the Aquarium near the flames will find a victim. 50% can be immediately carried to safety, 25% are trapped behind the fire (which must be overcome in some way) and 25% are pinned under fallen rubble (Strength 6 to lift, Toughness 6 to break with a chance to create further collapse or hurt the victim(Hero Point)). There are 10 civilians still in the building.

There are still a dozen civilians trapped in the Aquarium area, who won't escape without an escort. The police are holding up pretty well. One officer is injured, but his partner has already stabilized his condition. Rescuing any of these will draw fire from the assault sub.

### **Combat at the Aquarium**

There are a six Atlantean soldiers with spear and shield in the park already. More will arrive as needed. The more serious combatants here are a pair of Atlantean raiders armed with Gauss spear-guns, the assault sub and a giant mutant octopus.

There are also two raiders inside the aquarium, additionally armed with evolution rays. These devices can transform sea-life into larger, smarter creatures, with ability to move on land. (Sharks grow legs, the octopus can move swiftly over land, smaller fish gain flight and organize in swarms). Until these two are dealt with, more mutated sea-life will join the battle, and much will flee into the ocean to join Atlantean forces later.

### **Atlantean Solider**

The basic foot soldier of the Atlantean Army. They are well trained and disciplined, ready to support more elite soldiers with their spears and shields. Each soldier is also armed with a supply of fragmentation grenades, which they are trained to throw as a group against difficult targets.



---

**Atlantean Soldier** - PL 6, Minion  
**STR** 3, **STA** 2, **AGL** 1, **DEX** 1, **FGT** 5, **INT** 0, **AWE** 0, **PRE** 0  
**Offense:** Init +1, Fragmentation Grenade +3 (DC Dog 15), Grab +6 (DC Spec 13), Spear +6 (DC 21), Throw +3 (DC 18), Unarmed +6 (DC 18). **Defense:** Dodge 5, Parry 7, Fort 2, Tou 5, Will 0  
**Powers:**  
Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting)  
Senses 1 (Low-light Vision)  
Swimming 2 (Speed: 2 miles/hour, 30 feet/round)  
**Equipment:** Chain-mail, Fragmentation Grenade, Medium Wooden Shield, Spear.  
**Advantages:** Close Attack, Equipment 6, Ranged Attack 2. **Skills:** Athletics 4 (+7), Expertise: Soldier 4 (+4), Intimidation 2 (+2), Perception 2 (+2), Vehicles 2 (+3).

---

### **Atlantean Raider**

These elite Atlantean soldier, provide the stronger core of the Atlantean army. They are armed with an advanced Spear-gun suitable for use above or below water, a magic Orichalcum sword that slows its victims reactions, making them vulnerable to further attacks. Some of the raiders have been equipped with an evolution ray, which causes sea-life to grow stronger and more intelligent and come to the aid

of the Atlantean soldiers (A plot device to introduce the aquarium monsters)



---

**Atlantean Raider** - PL 8

**STR** 4, **STA** 3, **AGL** 1, **DEX** 3, **FGT** 5, **INT** 0, **AWE** 0, **PRE** 0

**Offense:** Init +1, Fragmentation Grenade +9 (DC Dog 15), Gauss Speargun: Blast 4 +9 (DC 19), Grab +8 (DC Spec 14), Sap Speed: Affliction 8 +8 (DC Fort 18), Strike: Strength-based Strike 4 +8 (DC 23), Throw +9 (DC 19), Unarmed +8 (DC 19). **Defense:** Dodge 6, Parry 6, Fort 12, Tou 8/3, Will 4

**Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting)

Senses 1 (Low-light Vision)

Swimming 2 (Speed: 2 miles/hour, 30 feet/round)

Gauss Speargun 4 (Easily Removable, piercing, DC 19; Multiattack)

Orichalcum Sword, Sap Speed 8 (Linked; magical, 1st degree: Hindered, Vulnerable, 2nd degree: Immobile, Defenseless, Resisted by: Fortitude, DC 18; Extra Condition; Instant Recovery, Limited Degree), Strike 4 (Linked; Removable, magical, slashing, DC 23)

**Equipment:** Chain-mail, Fragmentation Grenade

**Advantages:** Accurate Attack, Close Attack 3, Defensive Roll 2, Equipment 4, Power Attack, Ranged Attack 6

**Skills:** Athletics 5 (+9), Expertise: Soldier 6 (+6), Intimidation 4 (+4), Perception 3 (+3), Vehicles 2 (+5)

---

### Atlantean Assault Sub

An amphibious submarine/hovertank. Crewed by three soldiers, this sub supports Atlantean troops with a mix of explosive or kinetic rockets in the water or on land.

---

**Atlantean Assault Sub** - PL 10

**STR** 8, **Def** 6, **Tou** 10, **Size** Huge

**Offense:** Explosive Rocket: Burst Area Blast 8 (DC 23), Torpedo/Rocket Launcher: Blast 10 +10 (DC 25)

**Powers:**

Protection 1 (+1 Toughness; Impervious [9 extra ranks])

Speed 2 (Speed: 8 miles/hour, 120 feet/round)

Swimming 4 (Speed: 8 miles/hour, 120 feet/round)

Torpedo/Rocket Launcher 10 (kinetic, DC 25; Accurate 5: +10)

Explosive Rocket 8 (Alternate; DC 23; Burst Area: 30 feet radius sphere).

---

(For stats on mutated sea creatures, see Appendix 1, page 22)

## Scene 3: Investigation

Any captives will be sure to identify themselves as soldiers of Atlantis. A new King Poseidon has risen to the throne and they have come to claim the legacy of King Theseus who once ruled the Kingdom of Freedom from Freedom Hall. (Freedom Hall databases, or an Expertise/Intellect DC 20 can confirm that Theseus was once a member of the Freedom League as Sea King)

The soldiers will insist that the evolution rays are Atlantean technology, obviously superior to anything available from surface technology.

At this point, the players will probably want to learn more about Atlantis. Freedom Hall databases will reveal only that it is an undersea kingdom ruled by King Theseus. Relations have often been

strained between Atlantis and the surface world, but have been peaceful since Theseus took the throne. Dr. Atom of the Atom Family is a better resource and in particular he knows that Thetis Sidon, a student at the Claremont Academy is from Atlantis (He also knows she is King Theseus's daughter, but may or may not tell the heroes). An Investigate:Gather Information check may also reveal information about Thetis, up to and including her membership in the Next-Gen.

The best known researcher on Atlantis is Doctor Robert Pierce at Freedom City University, but he has been missing for weeks.

### ***Atlantis Facts***

Atlantis is an undersea kingdom hidden in the center of the North Atlantic. Ancient Atlantis had highly advanced technology and were learned in the ways of magic. Modern Atlantis has access to much of this, though they do not have full understanding or the ability to reproduce it all. Though Atlantis is considered an urban myth by many, most governments and scholars know that it exists somewhere in the Atlantic Ocean, it's exact whereabouts are known only to a select few. King Theseus once served with the Freedom League as Sea King and most major super-hero groups have had some contact with Atlantis or its denizen at some point in their career.

Thetis and Dr. Atom should both be able to confirm that the Evolution Ray is not Atlantean tech. It is actually developed by Dr. Peter Hanks of the Labyrinth, but there are no tell-tale signs pointing to them. The Spear-guns, Sub and Orichalcum swords are legitimate Atlantean artifacts, though.

Since Thetis is King Theseus's daughter, King Poseidon's rise to power is not legitimate; the throne should have passed to her if something happened to Theseus.

Atlantis's army is well trained and competent, but the small size of the kingdom and lack of significant air support mean they are unlikely to be able to actually hold Freedom City if the United States military got involved.

Before he returned to Atlantis, King Theseus entrusted an ancient artifact to the Freedom League for safe keeping. This is the real goal of the Atlantean attack as they assume it must be at Freedom Hall. The artifact actually forms a significant role in the orbital base the Lighthouse's defense systems. The soldiers in the aquarium scene won't know about this, but higher ranking Atlantean's from later scenes will.

### ***Dr. Atom***

The Atom family are again busy elsewhere, but Dr. Atom is happy to help the heroes. He can provide all the relevant information on Atlantis. He'll point out the lack of logic and impracticality of a real invasion, and suspects Thetis may be the real target. If the heroes want to go to Atlantis, he can provide a sub and compact re-breather devices he developed.

### ***Rumors***

Checking up on rumors around the street or online will also reveal the existence of an Atlantean at Claremont Academy. Some sources portray Thetis and the Claremont Academy in a sinister light. Strange things like monster attacks and rampaging super-villains always seem to happen around Claremont. Some sources go as far as assuming that Claremont's Atlantean is organizing these attacks.

As soon as the heroes learn of the existence of an Atlantean at the Claremont Academy. News reports

come in of another Atlantean attack. This time in Bayview, home of the Academy.

## Scene 4: Claremont Academy

The Claremont Academy is a well respected and exclusive private school in Bayview, a rich neighborhood in South Freedom. News reports claim that Atlanteans are swarming all over Bayview and there is video showing fires and explosions at the Academy.

Heroes arriving will see that most of the students have already fled the school. Buildings are on fire and a pair of assault subs have driven on to the quad. A muscular man in black with white hair and grayish is fighting off a group of Atlantean soldiers (minions) with a combination of his obviously superhuman strength and energy beams from his fists. (Megastar) When he sees the arriving heroes, he'll wave them over.

“She's in Headmaster Summer's office.” he'll yell. “I've got a handle on things out here, but I don't know what's going on inside.” He'll point toward an administrative building, then concentrate on his fight. If pressed with more questions, he'll provide more information, obviously distracted and annoyed. “Thetis”, “Nereid”, “The Atlantean girl”, “Mr. Summer's is protecting her, he thinks she's what these people want.”



Duncan Summers has Thetis in his office. She is a thin teenager with long blonde hair, looking visibly upset. Also with her is a young black man in jeans, a black t-shirt with the letter S on it and a black bandana pulled over his eyes as a mask (Lemar Phillips, aka Sonic), and a young native American teen in a blue and white tracksuit (Jacob Wood aka Lupine). Lemar is leaning on a crutch and has a fiberglass cast on his right leg.

A TV in the office is playing scenes of the attack at the aquarium over and over again, while a number of computer monitors are displaying security footage from outside. Megastar is mostly handling the enemies, keeping them away from the administrative building, but other Atlantean troops can be seen entering other buildings and taking up strategic positions.

Duncan will explain that he is keeping Thetis out of this fight, because he suspects she is the reason for the attack here, but he doesn't think they can hold the enemies off long enough for Megastar to take her to safety. Sonic is too injured to escort her, Jacob is too young. Thetis breaks in “I don't need to be escorted to safety. With Seven and Bolt on leave, I'm the senior member of Next-Gen. I'm Nereid. I'm the Royal Princess of Atlantis, I should go out there and command them to stop.” Duncan shakes his head, “Would your father have ordered this attack? If they're not following his orders, why would they follow yours.”

Before he can ask the heroes to help, a shout comes over a communicator. “Aahh! You're getting company! Get her out of there!” Security cameras show that Megastar is being overrun. A muscled Atlantean warrior has knocked him down and is threatening him with a sword, while a figure with a staff shoots arcane bolts at him. A moment later, the wall is blown open and a figure in a battlesuit flies through.

## Scene 5: Battle for Thetis

The attackers in the office, Ultramarine, Pacifeon and two Atlantean Wizards, will concentrate their efforts to capture or incapacitate Nereid. Sonic and Lupine will help defend, but due to injury and inexperience, should be treated as minions. Duncan will also help, but he has little of his Raven gear available. For stats for the Next-Gen, see the Appendix

### Ultramarine

---

#### Ultramarine - PL 10

**STR** 10, **STA** 8, **AGL** 2, **DEX** 2, **FGT** 4, **INT** 4, **AWE** 2, **PRE** 2

**Offense:** Init +2, Blue-Green Laser: Damage 10 +10 (DC 25), Grab +10 (DC Spec 20), Netline: Cumulative Affliction 6 +14 (DC Dog/Fort/Will 16), Throw +8 (DC 25), Unarmed +10 (DC 25). **Defense:** Dodge 8/4, Parry 8/4, Fort 8, Tou 12, Will 8.

#### Powers:

Ultramarine Armor (Removable)  
Blue-Green Laser 10 (DC 25; Increased Range: ranged)  
Netline 6 (1st degree: Hindered, Vulnerable, 2nd degree: Defenseless, Immobile, DC 16; Accurate 2: +4, Alternate Resistance (Dodge), Cumulative, Extra Condition, Increased Range: ranged; Limited Degree)  
Strength Booster 10 (+10 STR)  
Computer Controls 16 (Traits: Dodge +4 (+8), Parry +4 (+8), Advantages: Close Attack 4, Ranged Attack 4)  
Force-Field Enhanced Armored Exoskeleton  
Conceals Identity 1  
Enhanced Ability 6 (+6 STA)  
Impervious Defense 8  
Protection 4 (+4 Toughness)  
Multi-Environment Turbines,  
Flight 7 (Speed: 250 miles/hour, 0.5 miles/round)  
Swimming 7 (Speed: 60 miles/hour, 900 feet/round)  
Sealed Systems  
Immunity 9 (Disease, Environmental Conditions (All), Poison, Suffocation (All))  
Environmental Adaptation: Aquatic  
Sensors 9 (Accurate: Ultra-Hearing, Direction Sense, Low-light Vision, Radio, Radius: Ultra-Hearing, Ranged: Ultra-Hearing, Time Sense, Ultra-hearing).  
**Advantages:** Benefit, Wealth 3 (millionaire), Close Attack 4, Interpose, Inventor, Ranged Attack 2, Ranged Attack 4, Teamwork.  
**Skills:** Athletics 4 (+14), Close Combat: Unarmed 2 (+6), Expertise: Navy 1 (+5), Expertise: Science 6 (+10), Expertise: West Coast 6 (+10), Perception 6 (+8), Ranged Combat: Battlesuit Armament 2 (+4), Technology 9 (+13), Treatment 1 (+5), Vehicles 3 (+5).

---

Ultramarine wears an amphibious flying battlesuit, with enhanced strength and integral weaponry. If Thetis can be subdued or ensnared, Ultramarine will be the first to try to fly her off the battlefield.



## Pacifeon



---

### Pacifeon - PL 10

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

**Offense:** Init +3, Blade: Strength-based Strike 4 +12 (DC 23), Chill: Weaken 8 +12 (DC Fort 18), Drown: Concentration Cumulative Affliction 12 +8 (DC Fort 22), Grab +3 (DC Spec 14), Throw +8 (DC 19), Unarmed +3 (DC 19), Water Control: Element Control 10 (DC 25). **Defense:** Dodge 12, Parry 12, Fort 10, Tou 7/3, Will 10

#### **Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting)  
Senses 1 (Low-light Vision)  
Swimming 5 (Speed: 16 miles/hour, 250 feet/round)  
Drown 12 (water, 1st degree: Fatigued, 2nd degree: Exhausted, 3rd degree: Incapacitated, Resisted by: Fortitude, DC 22; Concentration, Cumulative, Increased Range: ranged; Limited: Must be Water nearby)  
Water Control 10 (Alternate; water, Element: Water, 25 tons, DC 25; Damaging, Precise)

#### Ice Blade

Blade 4 (Linked; slashing, DC 23)  
Chill 8 (Weaken Fortitude, Linked; cold, Resisted by: Fortitude, DC 18)  
Mist (Environment 3, water, Visibility (-2), Radius: 120 feet)  
Dense Mist (Environment 1, Alternate; water, Visibility (-5), Radius: 30 feet), Power-lifting 2 (+2 STR for lifting)

#### **Equipment:** Chain-mail

**Advantages:** Daze (Intimidation), Defensive Roll, Equipment 1, Ranged Attack 6, Weapon Bind

**Skills:** Acrobatics 3 (+6), Athletics 3 (+7), Close Combat: Ice Blade 9 (+12), Intimidation 12 (+13), Perception 6 (+7), Stealth 2 (+5), Treatment 12 (+15).

---

Pacifeon is a water controller and is aware of Nereid's water form power. When she assumes that form, we will gleefully make use of it allowing him to grab her with his water control power or draw water off her to use his drown power on other characters.



---

### Atlantean Wizard - PL 6

**STR 2, STA 0, AGL 1, DEX 2, FGT 1, INT 3, AWE 0, PRE 0**

**Offense:** Init +1, Bonds of Water: Affliction 6 +5 (DC Dog/Fort/Will 16), Grab +1 (DC Spec 12), Mind Control: Mind Control 3 (DC Will 13), Sonic Pulse: Magic 6 +5 (DC 21), Throw +5 (DC 17), Unarmed +1 (DC 17), Wizard's Staff +1 (DC 19). **Defense:** Dodge 6, Parry 2, Fort 4, Tou 6, Will 8

#### **Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting)  
Senses 1 (Low-light Vision)  
Swimming 2 (Speed: 2 miles/hour, 30 feet/round)  
Magic  
Sonic Pulse 6 (magical, sonic, DC 21)  
Bonds of Water 6 (Alternate; magical, water, 1st degree: Hindered, 2nd degree: Immobile, 3rd degree: Paralyzed, DC 16; Alternate Resistance (Dodge), Increased Range: ranged)

---

---

Mind Control 3 (Alternate; magical, psionic, DC 13)  
 Sea-Friends 2 (Alternate; sea animals, magical; Mental Link,  
 Multiple Minions: 2 minions, Type (General): Sea Animals)  
 Water Wall 4 (Alternate; Volume: 15 cft., DC 14; Increased  
 Range: perception),  
 Flight 6 (Alternate; magical, Speed: 120 miles/hour, 1800  
 feet/round)  
 Water Field 6 (magical, water, +6 Toughness)  
**Equipment:** Wizard's Staff (Club)  
**Advantages:** Equipment 1, Improved Aim, Power Attack, Precise Attack  
 (Ranged, Cover), Ranged Attack 3  
**Skills:** Expertise: Atlantean Magic 8 (+11)

---

More Atlantean Soldiers will enter the building's front doors and join the battle as needed. After 3 turns, Agenor and another Atlantean Wizard will have defeated Megastar and come to join the battle. (If the heroes attempt to join up with Megastar before that, he will have already fallen.). Nereid will recognize Agenor and expect him to come to her aid. She will be crushed emotionally when he joins with her attackers.




---

**Agenor - PL 10**

**STR 3, STA 4, AGL 6, DEX 6, FGT 7, INT 1, AWE 1, PRE 0**

**Offense:** Init +6, Grab +7 (DC Spec 13), Hold-out Pistol +10 (DC 17), Orichalcum Sword: Strength-based Strike 3 +13 (DC 21), Sap Speed: Affliction 6 +13 (DC 16 Fort), Throw +6 (DC 18), Unarmed +11 (DC 18). **Defense:** Dodge 13, Parry 13, Fort 9, Tou 7/4, Will 9

**Powers:**

Environmental Adaption: Underwater 1, Immunity 6 (Environmental Condition: High Pressure, Environmental Condition: Cold, Environmental Condition: Heat, Environmental Condition: Need for Sleep, Starvation & Thirst, Suffocation: Drowning)

Power-lifting 2 (+2 STR for lifting)

Senses 1 (Low-light Vision),

Swimming 2 (Speed: 2 miles/hour, 30 feet/round).

Orichalcum Sword

Strength-based Strike 3 (Linked, Easily Removable, DC 21;

Multiattack [3 extra ranks], Penetrating 6)

Sap Speed 8 (Linked; magical, 1st degree: Hindered, Vulnerable, 2nd degree: Immobile, Defenseless, Resisted by: Fortitude, DC 18; Extra Condition; Instant Recovery, Limited Degree)

**Equipment:** Hold-out Pistol

**Advantages:** All-out Attack, Daze (Intimidation), Defensive Roll 3, Equipment 1, Evasion, Favored Environment: Underwater, Improved Aim, Improved Critical: Orichalcum Sword, Power Attack, Precise Attack (Close, Concealment), Startle, Ultimate Effort: Aim, Uncanny Dodge.

**Skills:** Acrobatics 10 (+16), Athletics 10 (+13), Close Combat: Orichalcum Sword: Strength-based Strike 3 6 (+13), Close Combat: Unarmed 4 (+11), Expertise: Atlantean Court 6 (+7), Expertise: Weapons 6 (+7), Insight 10 (+11), Perception 6 (+7), Persuasion 8 (+8), Ranged Combat: Hold-out Pistol 4 (+10), Stealth 4 (+10), Technology 6 (+7)

---

If Nereid is captured, the enemies will retreat with her, heading South down the coast, not back to sea.

## ***Rescue Operations***

Most of the students have evacuated the school. They've seen this sort of thing before, they don't know for sure that the Next-Gen are students here, but they do know there always seem to be strange things happening here, and Next-Gen are often involved.

Lupine ushered as many lingering students as he could find out of the school before heading for the Headmaster's office, but if the heroes want to search the dorms they can find a few trapped students (Require Investigate or Perception checks. While in the burning buildings, take Fortitude checks DC 10 +1 per previous check to avoid becoming fatigued, once per 10 minutes)

## ***Interrogating Prisoners***

Any of the villains who are captured can be questioned. The soldiers and the wizards don't know much. They were ordered to follow Agenor and Ultramarine and told the goal was to capture a traitor to the crown.

Ultramarine is acting as a mercenary. She just has a description of Thetis in both civilian and Nereid forms and was told to kidnap her and take her to a rendezvous at the Lighthouse. She doesn't know much about the political situation in Atlantis. She was hired by agents of King Poseidon, and his gold spends as well as anyone's money.

Agenor was one of King Theseus's bodyguards, but now he is operating under the orders of King Poseidon. He is here to find a pretender to throne, claiming to be princess of Atlantis. He will assert that Theseus died without an heir and Poseidon his long lost brother has taken the throne and wishes this fake princess arrested.

Psychic or psychological examination of Agenor will reveal that he has been brainwashed into believing Poseidon is the rightful heir to the throne, the brother of King Theseus before his death. He doesn't know how Theseus died, he was left to mind Atlantis in his absence. If the brainwashing can be undone (Counter a rank 14 power, or DC 20 Expertise:Psychology (Presence based)), he'll remember that when Poseidon arrived to claim the throne, he at first refused to yield the palace and there was a fight between Agenor and the Royal Guard and Poseidon's soldiers. He lost that fight, and then just remembers being sure that Poseidon was right.

Nereid (If she wasn't captured) will become extremely upset at the news of her father's death. She'll press Agenor for more information, but while brainwashed he will not recognize Nereid and will insist that Theseus never had a daughter. She will berate him, saying he was Theseus's bodyguard and he should be responsible for keeping him safe. This will hurt him emotionally, but he'll insist Theseus left and would not accept help.

## **Scene 6: The Lighthouse**

If Nereid is captured, her captors will take her to the south to a re-purposed abandoned lighthouse. If she was not captured, one of the defeated enemies has a GPS device set to the Lighthouse's location. The lighthouse stands at the top of a rocky cliff on the shore. A steep pathway leads down from the lighthouse to the water. The other three sides are overgrown with long dried out grasses.

From the outside, it looks like a normal lighthouse. But 300' around it is a spherical force-field preventing entrance. The force field does not extend underground or can be teleported through. Damaging the field (Toughness 15) will leave an opening for 1 round large enough for someone to

move through, but will alert the defenders.

Once the defenders are alerted, three sets of automated machine guns will be activated. Each pair covers a 120° arc around the lighthouse. The machine guns (+5 to hit, Blast 6 Multiattack) have Defense 0 and Toughness 6.

There is an entrance door to the lighthouse on the ground floor, and one on the catwalk on the top floor. Each floor also has a window. Doors are Toughness 8, Windows are Toughness 2. Both doors and windows have an electrical field defense (Reaction Damage 8) attacking anyone who tries to go through without a DC 20 Technology check to disable the fields.

The five above-ground floors of the lighthouse are mostly empty, containing some living quarters. A room on the second floor is heavily secured, with Toughness 12 walls and doors, and contains a teleport booth identical to the one in Freedom Hall.

Most of the important things are in the basement levels. There is a mini robot factory, building Deep-Bot, a stash of Atlantean weapons, and a “Dimensional Cell.” This is a cell with Toughness 12 walls and doors. But the walls and door exist in all dimensions, posing difficulties for teleporters or phasers. (Hero point for anyone so thwarted because of their power descriptors). Doctor Roger Pierce is confined here, as is Nereid if she was captured.

Just offshore are three functional assault subs, though no one is crewing them.

### ***Defenders***

This Lighthouse is serving as the base of operations for these attacks on Freedom City. It is an old Labyrinth base the Atlanteans took over. The teleport booth is operational, but they do not have the access codes to connect to other booths. One of Deimos's goals is to get the codes to connect to the Freedom League's orbital base (Also called The Lighthouse), where the Freedom League has stored “The Crown of Triton” an ancient Atlantean artifact that Poseidon has declared Atlantis's stolen heritage. The lighthouse's defenders include Deimos, the tech-wielding leader, Polymdus the sonic master and Cassepia & Valeria the twin martial artists (using identical stats). Deimos also commands a number of Deep-Bots, snake-shaped robots with electrical powers. If more of the Next-Gen is accompanying the heroes and Thetis, you may want to introduce additional enemies. You can include more Raiders or Wizards from the previous scenes or add enemies from Green Ronin's Threat Report series.

## Deimos



---

### Deimos/Sylanith - PL 11

**STR** 4, **STA** 2, **AGL** 2, **DEX** 5, **FGT** 2, **INT** 3, **AWE** 2, **PRE** 3

**Offense:** Init +2, Electric Grasp: Strike 5, Grab-based (DC 20), Gauss Gun: Blast 6 +16 (DC 21), Grab +18 (DC Spec 14), Strike: Strength-based Strike 1 +7 (DC 20), Throw +5 (DC 19), Unarmed +7 (DC 19). **Defense:** Dodge 13, Parry 13, Fort 16, Tou 9/4, Will 6

#### **Powers:**

Env Adaptation: Underwater 1,  
Immunity 3 (Env Condition: High Pressure, Env Condition: Cold,  
Suffocation: Drowning)  
Power-lifting 2  
Senses (Darkvision)  
Strike 1 (DC 20)  
Swimming 2  
Protection 2,  
Antigrav Belt 2 (Removable, Speed: 8 miles/hour, 120 feet/round;  
Unreliable (5 uses)),  
Electric Grasp 5 (electricity, DC 20; Increased Duration 2: sustained;  
Grab-based)  
Force Field Generator 4 (Removable, +4 Toughness)  
Gauss Gun 6 (ballistic, technological, DC 21; Extended Range,  
Multiattack, Ricochet: 1 bounce)

**Advantages:** Close Attack 5, Daze (Deception), Defensive Roll, Evasion, Fascinate (Deception), Improved Critical: Gauss Gun: Blast 6, Power Attack, Precise Attack (Ranged, Concealment), Precise Attack (Ranged, Cover), Tracking, Uncanny Dodge

**Skills:** Acrobatics 5 (+7), Close Combat: Grab +11 (+13), Deception 10 (+13), Insight 4 (+6), Perception 4 (+6), Persuasion 5 (+8), Ranged Combat: Gauss Gun: 11 (+16), Stealth 4 (+6)

**Complications:** Dazzled (Visual) in Daylight. He is wearing a pair of dark goggles to counteract this. Without those goggles he suffers the effects of dazzled.

Secret – Deimos is actually a deep one in disguise. If he is defeated and his bracelets removed, he will revert to his deep one form. His hair disappears, his skin becomes green and scaly, and he grows claws and pointed teeth while his eyes change to pure black.

---

Deimos is the general in charge of Atlantean operations on the surface. He believes in directing his minions with a minimum danger to himself. He will remain aloft using his Gauss Gun as much as possible, away from the danger.

## Polymdus



---

### Polymdus - PL 10

**STR 2, STA 2, AGL 2, DEX 8, FGT 4, INT 0, AWE 2, PRE 0**

**Offense:** Init +2, Sonic Blast: Blast 8 +12 (DC 23), Vibropunch: Strength-based Strike 6 +12, Damage: Cone Area Damage 10 (DC 25), Deafen: Dazzle 8 +12 (DC Fort 18), Shatter: Weaken 12 +0 (DC Fort 22), Siren Song: Concentration Cumulative Burst Area Af (DC Will 20), (DC 23), Throw +8 (DC 17), Unarmed +12 (DC 17), Grab +12 (DC Spec 12) **Defense:** Dodge 10/2, Parry 14/4, Fort 12, Tou 6/2, Will 8

### Powers:

Env Adaptation: Underwater 1, Immunity 3 (Env Condition: High Pressure, Env Condition: Cold, Suffocation: Drowning)

Power-lifting 2 (+2 STR for lifting)

Senses 1 (Low-light Vision)

Swimming 2 (Speed: 2 miles/hour, 30 feet/round)

Sonic Awareness (Advantages: Improved Defense, Precise Attack (Close, Concealment), Precise Attack (Ranged, Concealment), Second Chance 2: Sonic Effects), Enhanced Trait 4 (Traits: Perception +8 (+10)), Senses 9 (Accurate (Type): Auditory, Acute (Type): Auditory, Analytical (Type): Auditory, Ultra-hearing), Sonic Control

Damage 10 (sonic, DC 25; Alternate, Cone Area: 60 feet cone)

Deafen 8 (sonic, Alternate, Affects Sense: Hearing, Resisted by: Fortitude, Accurate 2, DC 18),

Shatter 12 (sonic, Affects: Toughness, Resisted by: Fortitude, DC 22; Alternate, Affects Objects Only, Increased Range: ranged; Inaccurate 4: -8)

Siren Song 10 (sonic, 1st degree: Entranced, 2nd degree: Compelled, Resisted by: Will, DC 20; Alternate, Perception Area, Concentration, Cumulative, Selective; Instant Recovery, Limited Degree)

Sonic Blast 8 (sonic, Accurate 2, DC 23, Alternate),

Sonic Repulsion 22 (Traits: Parry +10 (+14), Dodge +8 (+10), Advantages: Defensive Roll 4)

Sonic Wing 5 (Speed: 60 miles/hour, 900 feet/round)

Vibropunch 6 (sonic, DC 23)

**Advantages:** Close Attack 8, Defensive Roll 4, Favored Environment: Underwater, Improved Defense, Power Attack, Precise Attack (Close, Concealment), Precise Attack (Ranged, Concealment), Second Chance 2: Sonic Effects

---

Polymdus is a powerful sonic-controller. If possible, he will stay close to his opponents and use his Siren Song to turn them to his side, but will resort to simply Sonic Blasting characters who refuse to get close.

## Cassepia & Valeria



---

### Cassepia & Valeria - PL 10

**STR 5, STA 3, AGL 7, DEX 5, FGT 13, INT 0, AWE 5, PRE 0**

**Offense:** Init +11, Grab +13 (DC Spec 15), Throw +5 (DC 20), Unarmed +15 (DC 20), Nerve Strike +7 (DC 23), Stunning Palm +9 (DC21) **Defense:** Dodge 13, Parry 13, Fort 9, Tou 7/3, Will 10

**Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning)

Power-lifting 2 (+2 STR for lifting)

Senses 1 (Low-light Vision)

Swimming 2 (Speed: 2 miles/hour, 30 feet/round)

Strength-Effect:

Nerve Strike: Affliction 13: Impaired/Disabled, Resisted by Fortitude. DC 23. Inaccurate 3, Limited Degree

Stunning Palm: Affliction 11: Dazed/Stunned, Resisted by Fortitude. DC 11. Inaccurate 2, Limited Degree

**Advantages:** Accurate Attack, Agile Feint, All-out Attack, Contacts, Daze (Intimidation), Defensive Attack, Defensive Roll 4, Diehard, Equipment 11, Evasion, Extraordinary Effort, Fast Grab, Fearless, Grabbing Finesse, Great Endurance, Improved Disarm, Improved Initiative, Improved Trip, Interpose, Languages 1 (Atlantean, English), Move-by Action, Power Attack, Set-up, Takedown, Teamwork, Tracking, Well-informed.

**Skills:** Acrobatics 8 (+15), Athletics 10 (+15), Close Combat: Unarmed 2 (+15), Expertise: Tactics 4 (+4), Insight 4 (+9), Intimidation 4 (+4), Investigation 4 (+4), Perception 8 (+13), Stealth 10 (+17), Technology 4 (+4), Vehicles 4 (+9)

---

Cassepia and Valeria are a pair of twin martial artists. They are used to fighting as one, using team-actions and set-ups to take their enemy down.

## Deep Bots

---

### Deep Bot - PL 6 - Minion

**STR 3, STA -, AGL 3, DEX 0, FGT 4, INT -, AWE 0, PRE -**

**Offense:** Init +3, Grab +4 (DC Spec 13), Shocking Coil: Strength-based Damage 5 +4 (DC 23), Throw +0 (DC 18), Unarmed +4 (DC 18). **Defense:** Dodge 5, Parry 7, Fort Immune, Tou 5, Will Immune.

**Powers:**

Flight 1 (Speed: 4 miles/hour, 60 feet/round)

Immunity to Fortitude Effects,

Shocking Coil 5 (electricity, DC 23; Grab-based)

**Advantages:** Chokehold, Fast Grab, Improved Hold, Teamwork

**Skills:** Stealth 6 (+9)

---

Deep Bots are no match on their own for the heroes, but will gang up in attempts to entangle and shock their foes.

## Doctor Roger Pierce

Doctor Pierce is one of America's premier authorities on the history of Atlantis. He teaches a few low-level Anthropology classes at Freedom City University, but is known to be distracted and devotes

most of his focus on studying and writing about Atlantis. He has been missing for weeks, kidnapped by Deimos before Poseidon took over Atlantis. It was from Dr. Pierce that Poseidon learned of the Crown of Triton and that Theseus left it with the Freedom League for protection. Deimos is convinced he has outlived his usefulness but Poseidon has insisted he be kept alive for now. He is looking underfed and dehydrated when he is rescued.

He can tell the heroes that they were interrogating him about the Crown of Triton and where it is. He can recognize Atlantean artifacts, but he is unfamiliar with the workings of magic or technology so he cannot do much more than speculate about their function. He knows that Theseus felt the Crown of Triton was too dangerous to let fall into his enemies hands and he was not able to use it to its full potential himself. It was commonly worn by many early rulers of Atlantis, but was lost hundreds of years ago, only to be found by Theseus and the Freedom League twenty years ago. Dr. Pierce believes the best place the Freedom League could have hidden the Crown is on their orbital space-station.

## **Scene 7: Assault on Freedom Hall (Optional)**

If the heroes don't want to take Nereid to Atlantis, show that the attacks are not stopping, by having a two-pronged attack on Freedom Hall and City Hall. The STAR squad is dispatched to deal with City Hall, the heroes should concern themselves with Freedom Hall.

This attack again involves a group of soldiers, a pair of raiders and an assault sub. Leading this attack are any survivors from the previous fights, or villains from Threat Reports or other sources who are acting as mercenaries. If the attackers manage to break into Freedom Hall, they will proceed to the upper levels, searching for something. Tech-minded villains will attempt to access the Freedom Hall computers. If given enough time, someone may gain control of Freedom Hall's teleport pod and take a team up to the Lighthouse.

## **Scene 8: The Orbital Lighthouse (Optional)**

It may occur to the heroes to seek the crown of Triton themselves. It is integrated into the security systems of The Lighthouse, the Freedom League's orbital space-station. If the heroes have full access to Freedom Hall facilities, they can use the teleport booth to transport themselves up to the Lighthouse. Otherwise, they can try to find an orbital spacecraft, such as a Pegasus Space plane. If not full Freedom League members, the Lighthouse's defense systems will recognize their hero credentials, but insist access is unauthorized and ask them to leave (while keeping all doors locked shut.) Continued insistence on forcing open doors will lead the Lighthouse to defend itself.

Deep in the internals above the Lighthouse's top floor, the Crown is connected to the defense systems. If the crown is removed, this accidentally disables the defense systems. While the defense systems are down, Atlantis forces will choose to attack. 4 Modified Assault subs are teleported to orbit just outside the Lighthouse, each holding a wizard a raider and 4 soldiers. After the fight, a DC 20 Technology check and 30 minutes can restore the defense systems.

The Crown provides immunity(Mental effects), further study can unlock more power providing mental senses and telepathic powers or greatly enhancing those of its user. Long term use inspires megalomania in its user, which is why Theseus thought it better to link it into the Lighthouse's defense than to keep it for his own use. Following the adventure, Nereid will demand the Crown be returned to the Atlantean people, if Theseus is rescued he will want to return it to the Lighthouse.



## Scene 9: Atlantis

The location of Atlantis is a well kept secret. But it is known by Nereid, Dr. Atom and the Atom Family and select others. The heroes should have access to assault subs from the fight at the Lighthouse. Otherwise they may need to scrounge up other means of transport.

Dr. Atom or Mr. Summers can provide small re-breather devices to allow the heroes to operate outside the subs.

Nereid will insist on accompanying the heroes if they go to Atlantis (And will go there herself if the heroes do not go, or refuse to take her.) The other Next-Gen members will want to come, but will be convinced by Mr. Summers that they're in no condition to help.

Unless the heroes have a successful plan to enter the city stealthily, they will be attacked when they near the city. 5 Assault subs, 2 Raiders and some escaped animals from the Aquarium Scene, particularly the whale should make an appearance.

Although underwater, the city itself is air-filled, existing under a force-field dome. The field does not prevent entrance, though it takes conscious force to move through the force-field at above ground level. The city is a mix of archaic looking marble buildings and modern technology. The streets are filled with hover-cars, while evidence of a busy market fills the square. If the heroes fought their way into the city, the market and walkways are empty of people. Otherwise it is a busy place. No one seems to recognize Nereid, but everyone seems slightly on edge. There are a few public memorials mourning the death of the King, but they are greatly outnumbered by posters hailing the new Glorious King Poseidon.

If addressed, people will tell the story of how King Theseus went out on one of his many missions to combat the enemies of Atlantis two months ago, and never returned. Then his long lost brother, Poseidon arrived bearing the sad news of the King's death in battle. No body was recovered, but the King's aides agree the story must be true. Poseidon was crowned after the traditional week of mourning. They will just stare blankly if asked about, or introduced to the princess. "Theseus had no heir, until his brother was found..." If Nereid is here, she will become increasingly angry and may attract official attention. The people have been brainwashed to forget about the princess and accept Poseidon's story. Any mental abilities should be able to clean up this brainwashing easily, or an Expertise: Psychology (Presence based) DC 10 check and 10 minutes could do the same (Yes this is easier than breaking the brainwashing on Agenor or another "heroic" Atlantean, Poseidon has not gained as deep control over the common citizens). If cleaned, the people will become very confused, and not understand how they could have forgotten the princess. They will be too scared to assist in any revolt. Identifying themselves to soldiers will result in an attempted arrest, unless a Persuasion check can be made and the brainwashing can be cleared. There are enough buildings and alleys and few enough soldiers in the city for the heroes to escape in a chase.

## Scene 10: Atlantis Palace

Eventually, the heroes should want to confront Poseidon at the palace. They could get audience by getting themselves arrested. They could fight their way in (The front door is guarded by 2 raiders and four Deepbots), or they could try to sneak in. (Side doors are locked but could be bypassed by a technology roll. Could acquire uniforms of soldiers or palace work staff).

Ultimately, bring the players to the throne room where Poseidon sits with three Royal Guardsmen

(actually Deep Ones in disguise), and the brainwashed Ultraguard members Leviathan, Galtheon and Myst. The Royal Guardsmen are wearing horned skull masks and carrying tridents. Any Atlantean present will note that the skull-masks are not part of the traditional Royal Guard uniform. They should be wearing a helmet with a navy-blue and silver crest. The throne room is dimly lit by tall decorative candlestick holders. Glass orbs hang from the high ceiling, another source of light, but they are not lit. The elaborate throne made of whale bone sits on a platform raised 5 feet above the surroundings. Behind it sit two lesser coral chairs. Before the platform are rows of velvet cushions for those seeking audience to kneel on. Twenty feet beyond the cushions are two rows of benches, and additional seating in two booths in overhanging balconies.

In classic Super-Villain style, Poseidon will admit to disposing of Theseus and taking the throne for himself. He will laugh at the suggestion that Thetis is the rightful heir. “Atlantis has always been ruled by a King. Pity Theseus never got a chance to marry her off. What was she doing wasting time on the surface?” If pressed about Theseus, “Oh, I have little doubt he is dead. Devil Ray was quite confident he had plans for him, and I added a bit of help, just to be sure. He's just a surfer, but he can be effective when motivated.”

## Royal Guardsmen




---

### Royal Guardsman - PL 8

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

**Offense:** Init: +6, Trident: Strength-based Damage 4, +6 (DC 25), Lightning Bolt: Line Area Damage 8 (DC 23), Energy Aura: Energy Aura 4, +6 (DC 19)

**Defense:** Dodge 6, Parry 6, Fortitude 12, Toughness 7, Will 4

**Powers:**

Environmental Adaptation: Underwater, Immunity: Immunity 3  
(Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning),

Power-lifting 2 (+2 STR for lifting)

Protection: Protection 2 (+2 Toughness)

Senses: Senses 2 (Darkvision)

Strike: Strength-based Strike 1 (DC 22)

Swimming: Swimming 2 (Speed: 2 miles/hour, 30 feet/round)

Trident (Easily Removable)

Lightning Bolt: Line Area Damage 8 (electricity, DC 23; Line Area: 5 feet wide by 30 feet long)

Lightning Field: Energy Aura 4 (Alternate; electricity, DC 19)

Trident: Strength-based Damage 4 (piercing, DC 25)

**Advantages:** All-out Attack, Equipment 1, Precise Attack (Close, Concealment), Teamwork, Weapon Break

**Equipment:** Chain-mail

**Complications:** Disability: Dazzled (Visual) in Daylight

---

The Royal Guardsmen are responsible for defense of the palace and physical protection of the King while he is in Atlantis (or abroad on official business). These guardsmen, though, are King Poseidon's Deep One followers, not natives of Atlantis. If they can herd the heroes into a line formation they will use their trident's lightning bolt powers, otherwise they activate their Lightning Field and attack anyone directly attacking the King with their tridents.

## Myst



---

### Myst - PL 10

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

**Offense:** Init +3, Grab +4 (DC Spec 12), Luminous Mist: Burst Area Nullify 10 (DC Will 20), Suffocation: Suffocation 12 +8 (DC Fort 22), Throw +2 (DC 17), Unarmed +4 (DC 17). **Defense:** Dodge 8, Parry 10, Fort 8, Tou 6/2, Will 10.

**Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting), Senses 1 (Low-light Vision), Swimming 2 (Speed: 2 miles/hour, 30 feet/round).

Mist Form,

Concealment 2 (Sense - Sight; Passive)

Flight 3 (Speed: 16 miles/hour, 250 feet/round)

Insubstantial 2 (mist, Gaseous; Precise),

Luminous Mist: Nullify 10 (mist, light, Counters: Visual

Concealment, DC 20; Burst Area 3: 120 feet radius sphere, Sustained; Concentration)

Solid Mist 7 (Alternate; water, Volume: 125 cft., DC 17;

Movable, Selective)

Suffocation 12 (water, DC 22; Reduced Range: close)

**Advantages:** Daze (Deception), Defensive Attack, Defensive Roll 4.

**Skills:** Close Combat: Suffocation 4 (+8), Deception 5 (+6), Insight 2 (+8), Perception 10 (+16), Persuasion 4 (+5), Stealth 10 (+13).

---

Myst primarily uses her powers in a support role. She will surround King Poseidon or another vulnerable character in a dome of Solid Mist for protection, or fill the room with Luminous Mist to reveal invisible opponents.

## Leviathan



---

### Leviathan - PL 10

**STR 12, STA 8, AGL 2, DEX 4, FGT 6, INT 0, AWE 0, PRE 0**

**Offense:** Init +2, Roar: Cone Area Affliction 6 (DC Dog 16), Grab +8 (DC Spec 22), Move Object: Cone Area Move Object 6 (DC 16), Throw +8 (DC 27), Unarmed +8 (DC 27). **Defense:** Dodge 5, Parry 7, Fort 14, Tou 13, Will 6

**Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning) Power-lifting 2 (+2 STR for lifting), Senses 1 (Low-light Vision) Swimming 2 (Speed: 2 miles/hour, 30 feet/round).

Bestial Body

Density (800 pounds) 2,

Protection 5 (+5 Toughness)

Roar

Affliction 6 (Linked; 1st degree: Hindered, 2nd degree: Prone, Resisted by: Fortitude, DC 16; Alternate Resistance: Dodge, Cone Area: 60 feet cone; Instant Recovery, Limited Degree)

Move Object 6 (Linked; sonic, 3200 lbs.; Cone Area: 60 feet cone; Limited Direction: Away)

**Advantages:** Close Attack 2, Interpose, Power Attack, Startle

**Skills:** Athletics 5 (+17), Insight 4 (+4), Intimidation 10 (+10), Perception 5 (+5), Ranged Combat: Throw 4 (+8)

---

Leviathan is a bruiser, ready to get in the thick of the fight and swing hard. He'll take hits for his teammates and try to set his enemies up for his allies' attacks with the knockback of his roar.

## Galtheon




---

### Galtheon - PL 10

**STR 2, STA 1, AGL 2, DEX 3, FGT 1, INT 5, AWE 5, PRE 3**

**Offense:** Init +2, Grab +1 (DC Spec 12), Magic: Magic 12 +8 (DC 27), Ray of Enfeeblement: Weaken 12 +8 (DC Fort 22), Sap Energy: Concentration Cumulative Affliction 8 +8 (DC Fort 18), Stun Sphere: Burst Area Affliction 10 (DC Will 20), Throw +8 (DC 17), Unarmed +1 (DC 17). **Defense:** Dodge 8/3, Parry 6/1, Fort 6/1, Tou 12, Will 14

#### Powers:

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning)

Power-lifting 2 (+2 STR for lifting)

Senses 1 (Low-light Vision)

Swimming 2 (Speed: 2 miles/hour, 30 feet/round).

#### Magic:

Arcane Bolt: Blast 12 (magical, DC 27)

Ray of Enfeeblement 12 (Alternate; magical, Affects: Strength,

Resisted by: Fortitude, DC 22; Increased Range: ranged)

Sap Energy 8 (Alternate; magical, 1st degree: Fatigued, 2nd degree: Exhausted, Resisted by: Fortitude, DC 18; Concentration, Cumulative, Increased Range: ranged; Limited Degree)

Stun Sphere 10 (Alternate; magical, 1st degree: Dazed, 2nd degree: Stunned, Resisted by: Will, DC 20; Burst Area: 30 feet radius sphere, Selective; Limited Degree)

Teleport Sphere 4 (Alternate; dimensions, magical, 500 feet in a move action, carrying 50 lbs.; Affects Others, Burst Area: 30 feet radius sphere, Selective)

#### Mystical Defenses

Blink: (magical, Dodge +5 (+8), Parry +5 (+6))

Conductive Barrier: Immunity Electricity (magical; Reflect)

Force Armor 11 (magical, +11 Toughness)

Magical Robustness 5 (Traits: Fortitude +5 (+6))

Protection Vs. Fire: Immunity Fire (magical; Limited - Half

Effect)

**Advantages:** Ranged Attack 5

**Skills:** Expertise: Magic 6 (+11), Insight 8 (+13), Perception 5 (+10)

---

Galtheon provides mystical support to the Ultra Guard, weakening or stunning his opponents for Leviathan to clean up. He also provides an emergency escape for his team, teleporting them to safety in a pinch.




---

### King Poseidon - PL 12

**STR** 2, **STA** 3, **AGL** 2, **DEX** 10, **FGT** 5, **INT** 8, **AWE** 0, **PRE** 0

**Offense:** Init +18, Grab +14 (DC Spec 20), Mass Mind: Burst Area Mind Control 7 (DC Will 17), Mental Blast: Mental Blast 12 (DC Will 27), Mental Hold: Cumulative Affliction 12 (DC Will 22), Mind Control: Progressive Mind Control 12 (DC Will 22), Mind Reading: Mind Reading 12 (DC Will 22), Strike: Strength-based Strike 1 +14 (DC 18), Throw +10 (DC 17), Unarmed +14 (DC 17). **Defense:** Dodge 14, Parry 14, Fort 10, Tou 10/5, Will 14

**Powers:**

Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: High Pressure, Environmental Condition: Cold, Suffocation: Drowning), Power-lifting 2 (+2 STR for lifting), Protection 2 (+2 Toughness), Senses 2 (Darkvision), Strike 1 (DC 18), Swimming 2 (Speed: 2 miles/hour, 30 feet/round), Accelerated Metabolism

Enhanced Trait 27 (Traits: Dodge +4 (+14), Parry +4 (+14), Dexterity +4 (+10), Advantages: Agile Feint, Fast Grab, Grabbing Finesse, Improved Initiative 4, Precise Attack (All) 4)

Immunity 2 (Disease, Poison; Limited - Half Effect),

Regeneration 4 (Every 2.5 rounds)

Mind Control 12 (psychic, DC 22; Progressive),

Mass Mind 7 (Alternate; psychic, DC 17; Burst Area 4: 250 feet radius sphere, Insidious, Selective)

Mental Blast 12 (Alternate; DC 27),

Mental Hold 12 (Alternate; psychic, 1st degree: Vulnerable, 2nd degree: Defenseless, 3rd degree: Paralyzed, Resisted by: Will, DC 22; Cumulative, Increased Range 2: perception)

Mind Reading 12 (Alternate; psychic, DC 22),

**Advantages:** Agile Feint, Close Attack 9, Defensive Roll 5, Fast Grab, Grabbing Finesse, Improved Initiative 4, Precise Attack (All) 4

**Skills:** Acrobatics 8 (+10), Athletics 3 (+5), Deception 12 (+12), Insight 8 (+8), Perception 8 (+8), Persuasion 16 (+16), Sleight of Hand 6 (+16), Stealth 2 (+4)

**Complications:** Disability: Dazzled (Visual) in Daylight

---

Poseidon is perfectly ready to sacrifice any of his allies for his own safety, or to “trade-up” for better allies. If will attempt to gain control of his enemies, either through Mind Control or his silver tongue. If things are going bad, he may order Galtheon to abandon his teammates and teleport him to safety.

## Aftermath

With Poseidon defeated, all the brainwashed Atlanteans will regain their senses. They'll be disoriented, but once they realize what happened they will be appalled and fall down asking Thetis's forgiveness.

Thetis will ask the heroes if they will help her clean up, and then invite them to her Coronation in a few weeks. Also attending the Coronation will be the Next-Gen (including Seven) in full costume and Duncan Summer in his Raven costume, and the Atom Family.

At the Coronation, she will accept the crown and trident and be draped with a huge sharkskin cloak,

but will insist that she believes her Father is still alive, and she will turn over her crown to him when he returns. Then she will thank her supporters.

I would not be ready to assume this crown today, if it were not for my mentor, my father's comrade and friend, The Raven. Along with a greater understanding of the surface world, I have learned how to fight for what is right and to defend the weak. I have learned how to be part of something greater than myself. And I would like to thank my own teammates, Seven, Sonic, Megastar and Lupine for their help in those lessons and their confidence in me. I wish Bowman and Thunderbolt could be here, but they have graduated to greater things themselves.

I would not be here at all today, if it were not for another group of heroes. They stood with me and threw an imposter king out of this land and restored the crown to the line of Theseus. I would like them to approach the Throne at this time.

She will wait for the heroes to approach to throne, calling them by name if they don't get the hint, then ask each in turn to kneel before her. She will tap them with her trident and declare them "Sir(or Dame) <Hero> of Atlantis", and present them with an intricate orichalcum bracelet bearing their name and the symbol of Atlantis.

The heroes can then return home. They may want to further explore the fate of Theseus, or they may be willing to leave that mystery to the Atlanteans.

## Appendix 1: Aquarium Creatures

---

### Landshark - PL 6

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

**Offense:** Init +2, Bite: Strength-based Strike 2 +5 (DC 21), Grab +4 (DC Spec 14), Throw +2 (DC 19), Unarmed +4 (DC 19). **Defense:** Dodge 6, Parry 6, Fort 8, Tou 6, Will 3

#### **Powers:**

Bite 2 (piercing, DC 21)  
Senses 2 (Acute: Smell, Low-light Vision)  
Swimming 4 (Speed: 8 miles/hour, 120 feet/round)  
Tough Skin 3 (+3 Toughness)

**Advantages:** All-out Attack, Power Attack

**Skills:** Athletics 4 (+8), Close Combat: Bite: Strength-based Strike 2 1 (+5), Perception 5 (+6)

---

### Giant Crocodile - PL 7

**STR** 8, **STA** 8, **AGL** 1, **DEX** -2, **FGT** 4, **INT** -5, **AWE** 1, **PRE** -4

**Offense:** Init +1, Grab +4 (DC Spec 18), Throw -2 (DC 23), Unarmed +4 (DC 23). **Defense:** Dodge 4, Parry 6, Fort 8, Tou 8, Will 3

#### **Powers:**

Growth 8 (+8 STR, +8 STA, +4 Intimidate, -8 Stealth, -4 active defenses, +2 size categories, +1 speed ranks; Innate; Permanent)

Senses 1 (Low-light Vision)  
Swimming 4 (Speed: 8 miles/hour, 120 feet/round)

**Skills:** Perception 4 (+5), Stealth 12 (+5).

---

### Giant Octopus - PL 8

**STR** 8, **STA** 8, **AGL** 2, **DEX** 0, **FGT** 5, **INT** -4, **AWE** 1, **PRE** -4

**Offense:** Init +2, Grab +8 (DC Spec 18), Ink Cloud: Cloud Area Concealment Attack 4 (DC Dog 14), Tentacle Whirlwind: Burst Area Strike 8 (DC 23), Throw +0 (DC 23), Unarmed +8 (DC 23). **Defense:** Dodge 4, Parry 4, Fort 12, Tou 8, Will 4

#### **Powers:**

Growth 4: 15' tall 4 (+4 STR, +4 STA, +2 Intimidate, -4 Stealth, -2 active defenses, +1 size category; Innate; Permanent)

8 Tentacles(6 extra limbs, Advantages: Improved Grab)

Ink Cloud 4 (All Visual Senses, DC 14; Cloud Area: 15 feet radius sphere, Attack: Dodge; Limited: Underwater)

Swimming 7 (Speed: 60 miles/hour, 900 feet/round; Quirk: Can only move 30mph(500') unless squirting ink)

Tentacle Flurry 8 (Multiattack, Reach (melee) 3: 15 ft.)

Tentacle Whirlwind 8 (DC 23; Burst Area: 30 feet radius sphere).

**Advantages:** Close Attack 3, Improved Grab

---

---

**Flying Piranha Swarm - PL 6****STR -**, **STA 2**, **AGL 3**, **DEX -2**, **FGT 3**, **INT -4**, **AWE 0**, **PRE -4****Offense:** Init +3, Swarm of Jaws: Burst Area Damage 6 (DC 21), Swarm Shove: Move Object 2 +3 (DC 12) **Defense:** Dodge 8, Parry 8, Fort 2, Tou 2, Will 6**Powers:**Flight 2 (Speed: 8 miles/hour, 120 feet/round),  
Immunity 40 (Custom: Single Target Effects 40)  
Swarm of Jaws: Damage 6 (DC 21; Burst Area: 30 feet radius sphere)  
Swarm Shove 2 (200 lbs.; Reduced Range: close)  
Swarm: Insubstantial 2 (Gaseous; Innate; Permanent)  
Swimming 4 (Speed: 8 miles/hour, 120 feet/round).

---

---

**Giant Water Snake - PL 5****STR 3**, **STA 0**, **AGL 3**, **DEX 0**, **FGT 3**, **INT -5**, **AWE 1**, **PRE -4****Offense:** Init +3, Fang: Strength-based Strike 1 +3 (DC 19), Grab +3 (DC Spec 13), Venom: Weaken 6 +3 (DC Fort 16). **Defense:** Dodge 7, Parry 7, Fort 0, Tou 0, Will 3**Powers:**Movement 1 (Slithering)  
Senses 2 (Acute: Smell, Infravision)  
Swimming 4 (Speed: 8 miles/hour, 120 feet/round)  
Venomous Bite  
Fang 1 (Linked; DC 19)  
Venom 6 (Linked; poison, Affects: Stamina, Resisted by: Fortitude, DC 16)**Skills:** Athletics 4 (+7), Perception 7 (+8), Stealth 3 (+6).

---

---

**Penguin - PL 3 minion****STR -1**, **STA 0**, **AGL -1**, **DEX -1**, **FGT -1**, **INT 0**, **AWE 2**, **PRE 0****Offense:** Init -1, Grab -1 (DC Spec 9), Throw -1 (DC 14), Unarmed -1 (DC 14). **Defense:** Dodge 1, Parry 5, Fort 0, Tou 0, Will 2**Powers:**Shrinking 4 (-1 STR, -2 Intimidate, +4 Stealth, +2 active defenses, -1 size category; Innate; Permanent)  
Speed 2 (Speed: 8 miles/hour, 120 feet/round; Limited: Only On Ice),  
Swimming 4 (Speed: 8 miles/hour, 120 feet/round)

---

---

**Enhanced Whale - PL 10****STR 14**, **STA 12**, **AGL 0**, **DEX 0**, **FGT 2**, **INT -3**, **AWE 1**, **PRE -3****Offense:** Init +0, Unarmed +6 (DC 29). Whale Song Area: Cone Affliction 6 (DC 16) **Defense:** Dodge -4, Parry -2, Fort 12, Tou 15, Will 4**Powers:**Growth 12 (+12 STR, +12 STA, +6 Intimidate, -12 Stealth, -6 active defenses, +3 size categories, +1 speed ranks; Innate; Permanent)  
Protection 3  
Senses 4 (Accurate Auditory, Low-light Vision, Ultra-hearing)  
Swimming 5 (Speed: 16 miles/hour, 120 feet/round)  
Whale Song: Affliction 6, Entranced/Stunned/Asleep, Resisted by Will, 60' cone**Skills:** Athletics +2 (+14), Close Combat: Unarmed +4 (+6), Perception +10 (+11).

---



## Appendix 2: The Next-Gen

I have changed the lineup of the Next-Gen as represented in Freedom City for 2<sup>nd</sup> Edition Mutants and Masterminds. Bolt is off planet with his father, Captain Thunder, and the rest of the Freedom League. Seven has left the school to study in China with a mysterious mystic she met during a mission. This left Nereid, Sonic and Megastar, with Nereid and Sonic due to graduate this year. Duncan Summers has recruited a number of other gifted children into the school, but so far only one, Jacob Wood aka. Lupine has begun training with the Next-Gen. Next-Gen's mission last month was extremely taxing. A fight against the Brotherhood of the Yellow Sign and the Serpent People went bad, Sonic was seriously injured and is still recovering from a broken leg, and the team was rescued by the mysterious mystic who called himself only "Silence". After the fight, he offered to teach Seven great secrets, and she left with him, much to the resentment of the rest of the team.

### **Nereid**

Nereid, (real name Princess Thetis Sidon), is an Atlantean boasting incredible strength and toughness, even for one of her underwater race, as well as the ability to turn herself into a watery form. Young and overconfident, Nereid expects other to respect her high-birth and isn't above reminding Mr. Summers who her father is.

---

<b>Nereid - PL 8</b>
<b>STR 8, STA 3, AGL 3, DEX 3, FGT 3, INT 0, AWE 2, PRE 2</b>
<b>Offense:</b> Init +3, Grab +7 (DC Spec 18), Suffocation: Suffocation 5 +5 (DC Fort 15), Throw +5 (DC 23), Unarmed +7 (DC 23). <b>Defense:</b> Dodge 7, Parry 7, Fort 6, Tou 9/3, Will 5
<b>Powers:</b>
Environmental Adaptation: Underwater 1, Immunity 3 (Environmental Condition: Cold, Environmental Condition: High Pressure, Suffocation: Drowning)
Power-lifting 2 (+2 STR for lifting)
Senses 1 (Low-light Vision)
Swimming 6 (Speed: 30 miles/hour, 500 feet/round)
Water Form (Activation: Move Action)
Concealment 4 (All Visual Senses; Limited: While underwater)
Elongation 1 (Elongation: 15 feet)
Immunity 10 (Life Support; Sustained)
Insubstantial 1 (Fluid)
Suffocation 5 (DC 15)
Swimming 3 (Total: 250 miles/hour, .5 miles/round).
<b>Advantages:</b> Close Attack 4, Defensive Roll 6, Favored Environment: Aquatic, Languages 1 (Atlantean, English), Ranged Attack 2
<b>Skills:</b> Acrobatics 8 (+11), Athletics 5 (+13), Expertise: Earth Sciences 2 (+2), Expertise: Theology and Philosophy 2 (+2), Perception 4 (+6), Persuasion 4 (+6)

---

### **Duncan Summers**

The headmaster of the Claremont Academy, a prestigious private school in Bayview, Summers also stands as a mentor of the Next-Gen, a group of young heroes. He was also once the hero The Raven, a staple member of the Freedom League, and father of the current Raven Callie Summers.

---

**Duncan Summers, Headmaster - PL 9****STR 3, STA 3, AGL 2, DEX 6, FGT 12, INT 4, AWE 4, PRE 4****Offense:** Init +10, Boomerangs: Strength-based Damage 1 +14 (DC 19), Cane +12 (DC 20), Grab +12 (DC Spec 13), Smoke Pellets: Cloud Area Concealment Attack 4 (DC Fort 14), Throw +6 (DC 18), Unarmed +14 (DC 18). **Defense:** Dodge 8, Parry 12, Fort 6, Tou 6/3, Will 10**Powers:**

Weapons Array

Boomerangs 1 (DC 19; Reach (ranged) 4: 20 ft.)

Smoke Pellets 4 (All Visual Senses, DC 14; Cloud Area: 15 feet radius sphere, Attack: Fortitude)

**Equipment:** Cane, Commlink, Utility Belt [Array 1].**Advantages:** Agile Feint, Benefit, Wealth 4 (multimillionaire), Defensive Attack, Defensive Roll 3, Equipment 4, Improved Aim, Improved Critical: Boomerangs: Strength-based Damage 1, Improved Initiative 2, Jack-of-all-trades, Precise Attack (All) 4, Redirect, Takedown, Uncanny Dodge.**Skills:** Acrobatics 6 (+8), Athletics 6 (+9), Close Combat: Unarmed 2 (+14), Deception 6 (+10), Expertise: Choose One 4 (+8), Insight 6 (+10), Intimidation 8 (+12), Investigation 8 (+12), Perception 6 (+10), Ranged Combat: Thrown 8 (+14), Sleight of Hand 4 (+10), Stealth 8 (+10), Technology 2 (+6), Vehicles 4 (+10)**Complications:** Disability: Suffers from a bad knee and hip, consequences of old injuries from his days as the Raven. Treat as Hindered.

---

**Sonic**

Lemar Phillips wields extensive sonic powers as Sonic. He stands by his friends fighting the big fights, but also had great interest in improving the plight of the poor in his home neighborhood of Lincoln

---

**Sonic - PL 9 Minion****STR 1, STA 1, AGL 1, DEX 1, FGT 1, INT 1, AWE 1, PRE 1****Offense:** Init +1, Deafening Blast: Burst Area Dazzle 9 (DC Fort 19), Grab +6 (DC Spec 11), Silence: Burst Area Concealment Attack 2 (DC Dog 12), Sonic Blast: Blast 9 +9 (DC 24), Sonic Stun: Affliction 9 +9 (DC Fort 19), Throw +9 (DC 16), Unarmed +6 (DC 16). **Defense:** Dodge 6, Parry 6, Fort 5, Tou 10, Will 5**Powers:**

Deafening Blast 9 (sonic, Affects Sense: Hearing, Resisted by: Fortitude, DC 19; Burst Area: 30 feet radius sphere)

Silence: Concealment 2 (Alternate; All Aural Senses, DC 12; Burst Area 3: 120 feet radius sphere, Attack: Dodge)

Sonic Blast 9 (Alternate; sonic, DC 24)

Sonic Stun 9 (Alternate; sonic, 1st degree: Dazed, 2nd degree: Stunned, 3rd degree: Incapacitated, Resisted by: Fortitude, DC 19; Increased Range: ranged)

Flight 5 (Speed: 60 miles/hour, 900 feet/round)

Force Field 9 (sonic, +9 Toughness)

Senses 1 (Ultra-hearing)

**Advantages:** Close Attack 5, Precise Attack (Ranged, Cover), Ranged Attack 8, Taunt**Skills:** Deception 6 (+7), Expertise: Current Events 2 (+3), Expertise: Physical Science 2 (+3), Insight 6 (+7), Intimidation 6 (+7), Perception 6 (+7)**Complications:** Suffering from a broken leg from a previous battle. Treat as hindered and as a minion.

## Lupine

Jacob Wood, Next-Gen's newest member and the first of its next iterator as the older members prepare for graduation. His savage wolf form gives him an edge in combat against weaker foes, but he still has a lot to learn about how to effectively fight against more experienced enemies. He hopes to make the most of the abilities his tribe sees as a curse, and harbors something of a crush for his teammate Nereid

---

**Lupine - PL 6 - Minion**  
**STR 5, STA 3, AGL 5, DEX 2, FGT 3, INT 1, AWE 6, PRE 2**  
**Offense:** Init +5, Claws: Strength-based Strike 3 +4 (DC 23), Grab +4 (DC Spec 15), Throw +2 (DC 20), Unarmed +4 (DC 20). **Defense:** Dodge 7/5, Parry 7/3, Fort 4, Tou 5, Will 8

**Powers:**  
Speed 1 (Speed: 4 miles/hour, 60 feet/round)  
Wolf Form (Activation: Move Action)  
Claws 3 (slashing, DC 23)  
Enhanced Ability 4 (+4 AGL), Enhanced Ability 4 (+4 AWE)  
Enhanced Ability 2 (+2 DEX), Enhanced Ability 3 (+3 FGT)  
Enhanced Ability 2 (+2 STA), Enhanced Ability 4 (+4 STR)  
Enhanced Trait 12 (Traits: Perception +6 (+16), Dodge +2 (+7), Parry +4 (+7), Advantages: Benefit, Ambidexterity, Close Attack, Fast Grab)  
Fur Pelt 2 (+2 Toughness)  
Senses 3 (Accurate: Scent, Acute: Scent).

**Advantages:** All-out Attack, Benefit, Ambidexterity, Close Attack, Fast Grab, Languages 1 (English, Native Language), Teamwork, Uncanny Dodge.

**Skills:** Acrobatics 2 (+7), Athletics 5 (+10), Insight 4 (+10), Perception 4 (+16/+10), Technology 2 (+3)

**Complications:** Impulsive, Youth: Treat as a minion due to youthful inexperience

---

## Megastar

Muscular gray-skinned warrior wielding energy blasts? Or teenage boy using alien technology embedded in his skin. Christopher Beck is able to transform into the powerhouse Megastar. Megastar is a potent force in combat, and while the boy in control is still learning he's come to be a mature and solid teammate.

---

**Megastar - PL 10**  
**STR 10/0, STA 1, AGL 1, DEX 1, FGT 1, INT 0, AWE 1, PRE 1**  
**Offense:** Init +1, Blast: Blast 10 +8 (DC 25), Grab +10 (DC Spec 20), Throw +8 (DC 25), Unarmed +10 (DC 25). **Defense:** Dodge 9, Parry 9, Fort 10, Tou 11, Will 8

**Powers:**  
Megastar form  
Enhanced Trait 20 (Traits: Strength +10 (+10))  
Blast 10 (Alternate; DC 25)  
Flight 9 (Speed: 1000 miles/hour, 2 miles/round)  
Immunity 10 (Life Support)  
Movement 2 (Space Travel 2: other solar systems)  
Protection 10 (+10 Toughness; Impervious)  
Power-lifting 1 (+1 STR for lifting)

**Advantages:** Benefit: Meg AI advice, Close Attack 9, Ranged Attack 7, Taunt

**Skills:** Deception 6 (+7), Expertise: Pop Culture 4 (+4), Insight 4 (+5), Perception 6 (+7)

---



## **Appendix 3: Atlantis Forces(Backgrounds)**

### ***Agenor***

Agenor is the chief of King Theseus's royal guard and takes the direct physical protection of the King as his personal task. Therefore he is usually seen right by the King's side. He is a prime physical specimen of the Atlantean race and wields a magical Orichalcum sword.

Normally, Agenor is a devoted and loyal follower of King Theseus and his family. He speaks formally and respectfully, but is quick to aggressively address any threat to his King, and Theseus often needs to keep a leash on him.

Early in this adventure, Agenor is brainwashed by King Poseidon. He believes Theseus to be dead and has been made to forget that he had a daughter. Poseidon has told him Nereid is a pretender to the throne and ordered him to capture her before she tries to challenge the throne.

If the brainwashing is removed, he will be emotionally broken, unable to deal with the fact that he attacked his Princess (perhaps his Queen, if Theseus is really dead) and that he was aiding a usurper to the throne. He may recover enough to participate if there is an attack on Atlantis.

### ***Ultramarine***

Ultramarine is an infamous pirate, attacking shipping all over the East coast with her partner Steelhead. Recently a plan went bad and Steelhead was captured, so she was looking for a new partner or a way to break him out. She was approached by agents of Poseidon, and helped him in his attack on the Atlantean Palace and then led the mission to kidnap Nereid since she knows more about Freedom City than Agenor does.

Ultramarine is a greedy and power hungry young woman. She knows the value of a team and will work well with her teammates, but ultimately she is a mercenary, and Poseidon isn't paying her enough to go to jail or risk death. Since she has stayed out of the hands of the authorities so far, her armor and disguised voice have kept the fact that she's a woman a secret.

### ***Pacifeon***

Pacifeon is a member of Atlantis's Ultra Guard, a team of super-powered Atlantean who protect the nation against major threats. His loyalties have always been questionable and he has tactics have been criticized as unnecessarily violent and brutal. He has a good idea that Poseidon is not who he says he is, but sees him as a more worthy ruler than Theseus was, and loves the idea of Atlantis expanding its holdings.

Pacifeon is a Seamover, possessing a hereditary ability to control the water around him. He has limited ability to create water, becoming much more powerful when given access to significant amounts of water.

### ***Deimos***

Deimos is actually a Deep One named Sylanith, one of Poseidon's closest followers. He is equipped

with a force field generator, a Gauss weapon and other technology purchased from the Labyrinth. He is coordinating Poseidon's forces near Freedom and guarding the Lighthouse where they have positioned a teleport booth stolen from a Freedom League facility and the dimensional cell for important prisoners.

Deimos has no concern for surface dwellers and will hold nothing back when fighting them off. He has little respect for his Atlantean allies, either, willing to sacrifice them for Poseidon's goals.

### ***Polymdus***

Another member of the Ultra Guard, Polymdus is a mutant, one of a recently growing population in Atlantis. He commands powerful sonic effects, making use of both highly adaptable vocal chords and vibrations in his arms and fingers.

He is under Poseidon's brainwashing, ready to follow Deimos's orders and believing the surface dwellers have stolen legitimate Atlantean holdings and artifacts. He will assist in capturing and holding Nereid, but will be respectful to her and humane, as he recognizes while she may not really be a princess she is obviously a woman of high birth.

If his brainwashing is broken, he will return to being a loyal member of the Ultra Guard and fight for King Theseus or his line.

### ***Cassepia and Valeria***

Cassepia and Valeria are two of Poseidon's first brainwashed followers. He found them and overcame them before he took over Atlantis. They are a pair of twin martial artists who wandered the seas, seeking challenges and new techniques. They immediately fell to Poseidon's charms.

While considering themselves loyal subjects of Atlantis, they do not count themselves soldiers. Once free of the brainwashing, they will show respect for Thetis, but too embarrassed about their activities, they will send themselves into self-exile.

### ***Leviathan***

Captain of the Ultraguard, Leviathan is a physical powerhouse of massive proportions. Like most of the rest of the Ultraguard is has fallen to Poseidon's mental powers and is prepared to defend him against any outside threat. Even if the brainwashing is broken, he will be reluctant to trust the heroes. Why have surface-walkers brought violence to Atlantis? But Princess Thetis's assurances will at least win his grudging acceptance.

### ***Galtheon***

An elite wizard of the Ultraguard, Galtheon is a versatile fighter, maintaining a range of magical defenses while choosing from a selection of magical attacks to best defeat his enemies. He works well in a team and is known for securing his opponents in place so Leviathan can deal with them. Poseidon's sway over Galtheon is probably weakest of the Ultraguard, and he may break free if Poseidon is seriously injured or distracted. He will be quick to recover, realize what is going on and attempt to atone for betraying his crown under Poseidon's control.

## ***Myst***

Mistress of the Mists, Myst controls fog and water vapor. She can assume a gaseous form to protect herself as she plays a supporting role on the Ultraguard. In this fight, her primary goals will be protecting Poseidon, or using her luminous mist power to find stealthy opponents for her teammates. She was always a shy woman, used to following orders, she was no match for Poseidon's mental power.

## ***King Poseidon***

Poseidon is in reality a Deep One, an offshoot of the Atlantean race and one of their sworn enemies. He spend decades honing his mental powers before he thought he was ready to make his coup. His agents fed King Theseus false leads on a treasure trove of lost Atlantean artifacts and lead him directly into the clutches of Devil Ray. Then, after seizing the throne of Atlantis and bending it to his will, he set about his plan to take the Crown of Triton from the Freedom League. He is haughty and overconfident. He sees little threat in these surfacers calling themselves the Freedom League until they actually show up on his door.

## Copyright

Water Elemental image is copyright Malcom McClinton

Other images are created with Heromachine software ([www.heromachine.com](http://www.heromachine.com)), AFD Studios retains copyright.

Freedom City and related characters characters (Theseus, Nereid/Thetis, Megastar, Sonic, Seven, Bowman, Thunderbolt, Duncan Summers/The Raven, Dr. Atom, Devil Ray) are copyright Green Ronin and used without permission.