

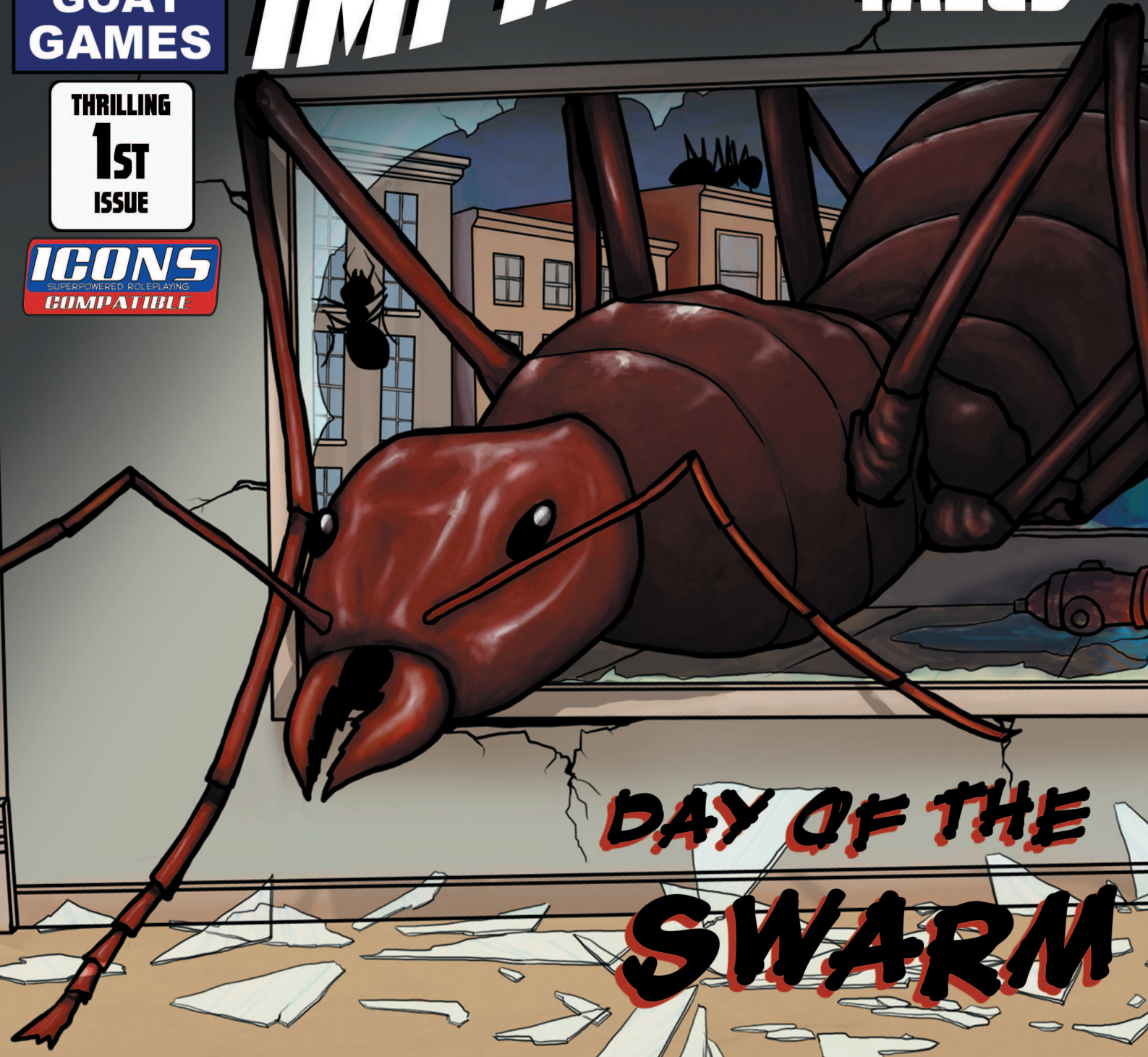
EXCITEMENT! ADVENTURE! REALLY WILD THINGS!



THRILLING  
**1ST**  
ISSUE

**ICONS**  
SUPERPOWERED ROLEPLAYING  
COMPATIBLE

# IMPROBABLE TALES



## DAY OF THE SWARM

THEY CRAWL FROM THEIR NEST READY TO DESTROY!

# **FAINTING GOAT GAMES**

**PRESENTS**

# **DAY OF THE SWARM**

**WRITTEN BY MIKE LAFFERTY**

**EDITED BY KRISTEN PERKINS**

**ART AND LAYOUT BY ADRIAN SMITH, SCOTT HARSHBARGER AND JACOB BLACKMON**

**STORY IDEA BY CHRIS MCGROARTY**

**ADDITIONAL FONTS BY BLAMBOT.COM**

**COMPATIBILITY WITH ICONS REQUIRES ICONS SUPERPOWERED ROLEPLAYING FROM ADAMANT ENTERTAINMENT.**

**SEE [HTTP://WWW.ADAMANTENTERTAINMENT.COM](http://www.adamantentertainment.com)**

**FOR MORE INFORMATION ON ICONS SUPERPOWERED ROLEPLAYING.**

**ADAMANT ENTERTAINMENT DOES NOT GUARANTEE COMPATIBILITY, AND DOES NOT ENDORSE THIS PRODUCT.**



# Introduction

Day of the Swam is designed to be a fun and fast-moving, action-oriented scenario. It presents a premise, enemies and offers playtested advice how to use them to best effect.

It can be played alone as a very short episode or inserted into a longer game.

## 411 for the GM: Here is What's Going On

### Plot Points

1) Giant ants are swarming out of the ground around Coopersville (a bedroom community that's a suburb of whatever city the heroes are in).

2) The ants are causing chaos at various places around town.

3) The giant ants are being controlled by Insector- a haughty subterranean nobleman from a mysterious underground society with a grudge against the surface world.

**2** 4) Specifically, Insector is upset about the vibrations from an experimental jet engine being tested at the aeronautics plant in Coopersville disturbing his underground domain.

### Enemies

Giant Ants

Insector – Duke of the Underground Empire (guy who's controlling the giant ants).

### Important NPCs

Endangered civilians and school children (Bystander Stock Character from ICONS).

Sheriff's deputies and police manning a road block outside of town (Police Officer Stock Character from ICONS).

Workers and staff at the aeronautics company (also Bystanders).

The All-American – the Sheriff's superhuman liaison agent (his stats are in the NPC Section below).

### Action Scenes

Scene 1: School Bus Pursuit

Scene 2: Storming the Barricade

Scene 3: Aeronautics Plant Attack

### Hey! This Reminds Me of that one Movie...

In 1954, Warner Brothers released *Them*, a movie about a nest of ants in the American Southwest that have been mutated by radiation and grown to massive size. Despite its odd choice of antagonist (ha!), it is regarded by many critics as one of the best science fiction movies of the 1950s. It was also one of the first movies in a new genre of horror movies that featured radioactive monsters.

## Set-Up:

### How the Heroes Get Involved

The PCs are alerted to the crisis in the town either by an all points bulletin that they either hear over TV or radio or via direct message from local law enforcement. It goes something like this:

*"Attention! The town of Coopersville is declaring an Omega Level situation. All civilians are to proceed to designated emergency shelters. All law enforcement personnel and meta-humans in the area are requested to proceed to the Coopersville Sheriff's Office for crisis duty."*

At the Coopersville Sheriff's Office, the heroes meet with the All-American, the designated law enforcement meta-human liaison. All-American is taciturn and direct.

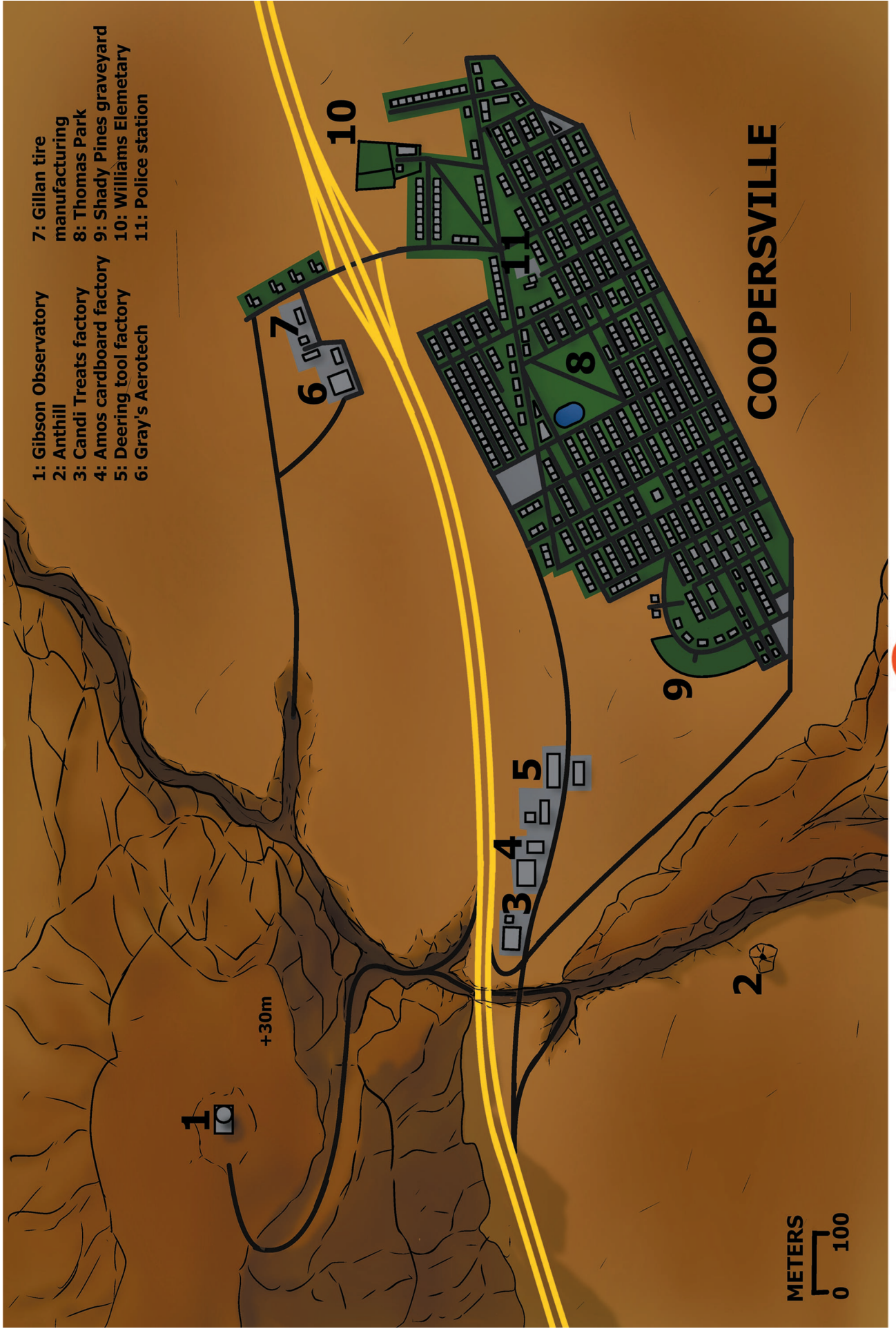
## Determination Should Flow Like Water

Because it needs to be said: Determination is not a finite resource pool that gets spent and never replenished.

It should flow like water during your ICONS game from both your players and you. You should give it out freely and they should be spending it freely to do awesome stuff.



# COOPERSVILLE AND ENVIRONS



- 1: Gibson Observatory
- 2: Anthill
- 3: Candi Treats factory
- 4: Amos cardboard factory
- 5: Deering tool factory
- 6: Gray's Aerotech

- 7: Gillan tire manufacturing
- 8: Thomas Park
- 9: Shady Pines graveyard
- 10: Williams Elementary
- 11: Police station

METERS  
0 100



*"Greetings, heroes. I won't mince words. We've got a problem.*

*A giant ant problem.*

*It's too much for local cops or National Guard to handle alone. I'll be dispatching you to deal with situations around town that require your unique talents while the brass tries to find a solution. Take these walkie-talkies and keep in contact."*

## Action Scene 1: School Bus Pursuit

**Introduction:** The All-American dispatches the PCs to the scene with the following introduction:

*"Heroes – a class from Williams Elementary was on field trip to the local observatory when the ants attacked.*

*There's a bus full of 3rd graders that's trying to get back to town right now – but it's being pursued by the giant ants. The bus driver has called for help and says the ants are gaining on her.*

**4** *They're about halfway between the town and observatory on the highway. Get there ASAP and get those kids to safety."*

If the characters lack transportation or powers to get to the scene, the All-American can give them a lift in the Sheriff's helicopter. The All-American passes out stereo head-sets to drown out the noise from the engine. Unfortunately, these headsets are connected to the helicopter's stereo system and the All-American is a big fan of 80s rock. He will be playing Rick Springfield's "Jessie's Girl" and will

loudly talk over the music to voice his opinion that it's one of Bruce Springsteen's best songs. He will argue the point vigorously.

**Enemies:** Giant Ants. One per PC

**NPCs Present:** School bus full of kids, teachers and bus driver. Use Onlooker statblocks from ICONS Stock Character section.

**Situation:** The ants are chasing the school bus down the highway toward the town. If they are not stopped, after 4 to 5 panels from when the PC's arrive on the scene (GM's discretion) half the ants grab the back bumper, violently stopping the bus. The remaining ants attack the side of the bus with their mandibles and will penetrate the metal body in 4 to 5 panels.

When the ants breach the body of the bus, they lose interest. They had reacted to the bus as a threat because of its size and speed – once it's destroyed, they move on and head towards the aeronautics plant. The teachers and students panic and rush out of the bus through whatever exit they can (windows, doors, the torn gashes from the ant's mandibles, etc.)

**Villain Tactics:** The ants had no interest in the children, although it does appear that way. They react instinctively to the bus as though it were a large threat. After they've immobilized and torn it open, they leave the scene, proceeding towards the aeronautics factory.

In combat, the ants will move in to close distance and attempt a rushing attack (pg 67 ICONS). If the

### Ramping up/Ramping Down

If you'd like a lighter encounter, use the Minion Option for the Giant Ants and stick with the Basic Giant Ants and Basic Giant Flying Ants.

For a tougher encounter, ditch the Minion Option and treat the Giant Ants as normal enemies.

For an even tougher encounter, use the Elite Giant Ants and Elite Giant Flying Ants. Consider adding a second underground noble - perhaps Insector's brother, Infernus, who will use the same stats.





rush attack fails, the ants alternate between wrestling and bashing attacks with their mandibles.

If more than half the ants are defeated, they'll attempt to flee by burrowing underground. If the PCs are quick, they can pursue the ants through the tunnels they dug to escape. (See the Fighting in the Tunnels sidebar.)

**NPC actions:** At the GM's discretion, some kids and teachers (2d6 total) will be injured in the panic and will require immediate medical attention. The heroes can treat them at the scene or can use their powers or vehicles to transport them to the nearest hospital in Coopersville.

A successful Willpower test (or a compelling moment of roleplaying) will be needed to calm them down and get them acting rationally.

## Action Scene 2: Storming the Barricade

**Introduction:** All-American dispatches the PCs to the scene with the following introduction:

*"Heroes! Let's roll out! The Sheriff's Department has set up a barricade on the highway to keep the ants from over-running the town. Oorah! Load up!"*

The All-American is flying the Sheriff's helicopter to the scene and can provide the PCs with a lift if they need one.

**Enemies:** Giant Ants (1 per PC)

**NPCs Present:** The All-American, deputies.

**Situation:** The Sheriff's department has constructed a barricade on the highway using patrol cars and SUVs. The police are nervously looking at the group of giant ants that is thundering towards them. When the ants are in range, the deputies will open fire with their handguns, but these are too small to be effective.

From the time the PCs arrive, it will take the ants 2 to 3 panels to reach the barricade.

### Test Difficulty Suggestions

Horrible confession: No amount of play-testing will allow me to predict what's going to happen at your table. (Also, my Magic 8-ball is kind of old and just keeps saying: "Reply hazy, try again"). So, as a GM, setting test difficulties is up to you (except in cases where ICONS explicitly sets difficulties - like for lifting or bending and so on). So, set them depending on how difficult or easy you want the various challenges to be and in response to the pacing and mood at the table.

The suggestion I make for a default test difficulty is to use the ability score that's being tested. So if you've got a Coordination test to sneak into a warehouse and the hero has a Coordination of 5, the test difficulty would also be 5. Using this method, the character has approximately a 60 percent chance of success.

Also - sometimes (and especially if a character has a reasonably appropriate specialty) you don't necessarily need a test. Use your best judgment about what would be the most fun at the table right then.

Keep in mind that the Success Pyramid (pg 17 Villainomicon) presents another exciting option for tests in ICONS.





**Villain Tactics:** The ants charge the barricades, shrugging off bullets and scattering deputies in their wake. After bashing through the wall of vehicles, the massive insects continue their march towards the aeronautics plant. Two giant ants remain fighting a rear-guard action at the barricade to distract and harass the defenders while the rest get away.

If resistance proves too tough (if more than half their number is defeated, for example), the ants retreat by burrowing underground. Once underground, they will resurface at the aeronautics plant. (See Action Scene 3.) If the PCs are quick, they can pursue the ants through the tunnels they dug to escape. (See the Fighting in the Tunnels sidebar.)

In combat, the ants will engage at close distance and attempt a rushing attack (pg 67 ICONS). If the rush attack fails, the ant will alternate between wrestling attempts (also on pg 67) and bashing attacks (both with their mandibles).

**NPC actions:** The deputies will hold their position at the barricade until they are overrun. Then, they fall back into defensive positions in the ditches alongside either side of the road.

### The Chaos Factor (Optional)

To add some spice to this encounter, consider throwing this challenge into the mix:

A grizzled veteran deputy disdainfully spits a dollop of chewing tobacco in the general direction of the heroes.

*"I'm not about to be shown up by a bunch of*

*costumed show-boaters."* he growls and then he jumps behind the wheel of his patrol car and races off towards the giant ants.

He's on an apparent suicide run to ram the swarm. The heroes will need to save the misguided deputy before he meets an untimely end – but he will do his best to evade their rescue attempts as he charges towards the ants. His patrol car will require a Strength of 6 to lift. The car's body has a Strength of 7. Use the Police Officer Stock Character from ICONS for the deputy.

## Action Scene 3: Aeronautics Plant Attack

**Introduction:** The All-American dispatches the heroes to the Aeronautics Plant with the following quote:

*"The other attacks have apparently just been a diversion. The largest force of ants we've seen yet has just surfaced at the Gray's Aerotech campus and is attacking Test Building 7. There's some kind of super-villain on the scene who is directing the attack. This is the big fight, folks – let's do it!"*

As with the earlier scenes, the All-American is happy to provide transport to the scene of the attack in the Sheriff's helicopter.

**Enemies:** Giant Ants, Insector.

**NPCs Present:** Aeronautics Plant Employees, Sheriff's deputies.

6

### Working in the Arches

If you have established villains for your heroes, you can work them into this scenario. During the ant attacks - have one of your heroes' arch-enemies use the chaos to her advantage by carrying out a crime while law enforcement (and the heroes are distracted). She could rob a bank, raid a high tech laboratory or kidnap one of the heroes' significant others.

This adds some variety to the encounters and ties the scenario more tightly into your characters' backgrounds. (Be sure to remember to give your heroes Determination if you use their arch-enemy.)





**Situation:** A large group of giant ants led by Insector are storming towards Test Building 7 at the Gray's Areotech campus. A brave group of deputies have been able to keep the ants from breaching the building yet by distracting them with small arms fire.

However, the deputies are being driven back. (Use your discretion here on the number of giant ants. Our default suggestion is for 1 more ant than there are PCs. If your heroes were previously walking all over the ants, you might consider upping that number. See the "Ramping Up" sidebar for other tips on increasing the difficulty.) Within 5 panels, the ants will breach the building and start attacking the experimental ramjet engine that's being tested there.

**Villain Tactics:** Insector will attack from a distance if possible, using his Mental Blast and Fast Attack powers to attack the minds of multiple heroes per panel. If more than half of the ants attacking the plant are defeated – Insector will order a retreat back underground.

If the PCs catch him, they can fight him in the tunnels. If he gets away, the heroes might be able to trace his path back to his underground kingdom using advanced technology, magic or some other method. (Give your players plenty of leeway in this.)

If the PCs do follow Insector back to his realm, it will be deep beneath the surface and very dark – lit only dim forests of phosphorescent mushrooms. The border guards of Insector's realm (the underground duchy of Favisae ) will be on high alert and Insector himself will be leading them. They will meet the PCs with a large force of soldiers and giant ants (default suggestion is for 3 enemies per PC). They will not engage immediately but will insist that the PCs return to the surface immediately lest they are declaring open war on the underground empire. If the PCs attempt to negotiate, Insector will explain his grievance against the surface world.

Insector's only goal was to destroy the experimental jet engine which has been causing strong vibrations deep in the earth that disturbed his subjects and caused dangerous subterranean earthquakes. His monologue might go something like this:

*"I am the duke of the province of Favisae in the Underground Empire of Lyrax. My people look to me for protection and it's my honor and responsibility to provide that.*

*This machine of yours caused vibrations deep beneath the surface world. There were several cave-ins in my realm and more than a few injuries. Action had to be taken – and quickly.*

7

## Fighting in the Tunnels

When the ants flee by burrowing underground, the tunnel entrance behind them will collapse after 3 to 4 panels. (It's in loose soil, after all.) At GM's discretion, once the ants tunnel a bit deeper, the soil is more firm and so the tunnel doesn't collapse. If the heroes are quick enough, they can get into the tunnel before the surface entrance collapses. The light in the tunnels is murky at best, so attacks beyond close range suffer a -2 penalty.

The walls of the tunnel have a Strength of 6. At the GM's discretion, an especially vigorous combat scene (or a lot of missed shots that hit the walls) could result in a partial cave-in. A cave-in does bashing damage at a level 5 to anyone in the caved-in area. A Strength of level 5 will be required to dig free. Alternately, if you use the Success Pyramid described in Villainomicon characters with less Strength could still dig themselves free if they work together and accumulate a certain number of successes. If you're trying this method, your heroes need to accumulate enough successes to equal a massive success against a difficulty of 5.







*As the protector of my people I did what had to be done. I hope if you were in my position, you would do no less. But perhaps, that is something you cannot understand."*

(Note that Insector gives this same basic speech after he destroys the engine or after being defeated as he does when he greets the PCs after they've pursued him to the border of his realm.) Some quick thinking by your heroes might be able to resolve the situation peacefully if they can engineer a way to stop the underground vibrations or convince the company to test in a different location.

**NPC actions:** The company employees will be running panicked from the scene. The deputies will be organizing the crowd into an orderly evacuation and trying to hold off the ant attack with small arms fire.

### Other Roads to Rome

A few elements have been added to the scenario to provide alternate routes to victory.

8

1) The Gibson Observatory - The lens in the telescope can focus the rays of the sun into a powerful heat beam that may be able penetrate the ants' armor. The lens will take a Strength of 7 to lift. (Remember that heroes can combine their Strength by combining abilities for the test - see page 62 of *ICONS*. They can also temporarily increase the amount they can lift with a major success on a Strength test against their own Strength level - see page 62 of *ICONS*. Alternately, consider using the success pyramid method.) The lens provides a Blast of 9 when the wielder focuses the rays of the sun through it just so. There's a trick to getting the right angle, but it's fairly intuitive and the heroes will figure it out quickly. The need to get the lens at just the right angle might impose a slight penalty (-1 or -2) to the first few attacks until they get the knack of it (at GM's discretion, of course.)

2) The Candi Treats Candy Factory - The candy factory has several tons of refined sugar in 150 pound bags in a storage room attached to the production floor. (Strength 4 is required to lift them.) Depositing a sizeable quantity of sugar in front of the giant ants will completely negate Insector's mind control. While noshing on sugar, the ants will not be aggressive and will only attack in self-defense. The ants will ignore all directions from their master and simply snack on the sugar until it is gone. We suggest a rate of 20 pounds per panel per ant. The GM could hand-wave this depending on whether she wants the ants' sweet teeth to be a temporary or permanent solution.





# NPC Section

## Giant Ant (Basic)

Prowess 3  
Coordination 2  
Strength 6  
Intellect 1  
Awareness 2  
Willpower 3

Stamina 9

**Specialties**  
Wrestling

**Powers**  
Growth 3 (gives 3 Invulnerability and -1 to Defense rolls)  
Burrowing 4  
Super-Speed 1  
Strike 2 (Bite)

**Qualities**  
Giant Ant! (15 ft tall)

**Challenges**  
Mind Controlled by Insector - loses direction if he's taken out.

## Giant Ant (Hefty Sized)

Prowess 3  
Coordination 2  
Strength 7  
Intellect 1  
Awareness 2  
Willpower 3

Stamina 10



**Specialties**  
Wrestling

**Powers**  
Growth 5 (Gives Invulnerability 5 and -1 to Defense rolls)  
Burrowing 6  
Super-Speed 1  
Strike 3 (Bite)

**Qualities**  
Even Bigger Giant Ant! (21 ft tall)

**Challenges**  
Mind Controlled by Insector - loses direction if he's taken out.

### Air Support

Let's say you want flying ants - because they're cool, add some variety to the scenario and might give the characters with flight powers a chance to shine.

Simply add wings. Poof! Flying giant ants! The wings provide Flight 3 to either of the Giant Ant variants with the limitation that they lose the power if their wings are restrained.





# Insector - Duke of the Underground Empire

Prowess 5  
Coordination 4  
Strength 5  
Intellect 6  
Awareness 3  
Willpower 6

Stamina 11

**Specialties**  
Mental Resistance Expert

**Powers**  
Strike Device 3 (Bashing) - Staff  
Mind Control 6 - (Limited to ants and giant ants)  
Mental Blast 4  
Fast Attack 2  
Invulnerability 2 (Ant armor)

**Qualities**  
Ruler of a small province of Favisae in the ancient Underground Empire of Lyrax  
Motivation : Revenge against the surface world  
Motivation: Defend his people  
Epithet : Sinister Avenger of the Underground Empire  
Catchphrase : Fear me, surface dwellers! Fear the wrath of the Underground Empire!

**Challenges**  
Enemy : Surface Dwellers  
Social : Arrogance leads him to underestimate his enemies  
Weakness : Eyes acclimated to darkness. -3 against attacks that dazzle his sight

**Description**  
Insector is the ruler of a small province of Favisae in the ancient Underground Empire of Lyrax that spreads throughout the crust of the planet.

The tranquility of his province has been disturbed by recent strong vibrations coming from Coopersville. There have even been some minor cave-ins in his realm as a result. To protect his people, he has taken it upon himself to storm into Coopersville and



destroy the cause of the vibrations immediately.

We suggest that you roleplay Insector as the subterranean analog of an arrogant Atlantean prince (such as Namor from Marvel Comics) rather than a clichéd, hunch-backed, squint-eyed mole-man.





## Underground Empire Lyrax? Wha?

Most comic book universes have some kind of subterranean civilization; usually some variation on mole-men. You can feel free to have Insector be a member of whatever society you've got along those lines in your game world.

Alternately, if you want a little different background - let's say that the underground empire of Lyrax was founded by a colony of Roman centurions and alchemists who fled into a secret network of catacombs under Rome to escape barbarian hordes. Over the centuries, through natural and alchemical processes they adapted to life inside the earth and established a far-reaching subterranean empire.

## The All-American

Prowess 4  
Coordination 7  
Strength 6  
Intellect 4  
Awareness 3  
Willpower 5

Stamina 11  
Determination 2 (if being used as a PC)

### Specialties

Pilot  
Weapons (Guns)

### Powers

Blast 4 - Custom Handguns  
Wizardry 4  
-Blinding (Smoke Bomb)  
-Swinging (Grappling Hook Gun)

### Qualities

Identity : Patrick Bay - TV Weatherman  
Connections : Police Super-human Liaison officer

### Challenges

Social : Brash and arrogant  
Personal : Addicted to danger

Point Total 39

### Description

Patrick Bay is a TV weatherman for a small station in the bedroom community of Coopersville. Previously, he was unremarkable and a bit shallow – taking inordinate pride in having won the “Best Weatherman Hair” award from the National Meteorological Society 3 years running.

One day destiny called and he was struck by lightning while reporting on a tornado alert. As a result of this accident, Patrick gained superhuman coordination, strength and a newfound depth of character and purpose.





He decided to use his natural aptitude for inventing to build an array of crime-fighting devices and started a second career moonlighting as a costumed vigilante.

He currently is the leading superhero patrolling Coopersville and serves as a liaison between local law enforcement and the superhuman community.

Feel free to use the All-American as a PC if desired. In this case, the dispatching dialogue for the various action scenes could be delivered by another deputy who's manning the command center.

Many thanks to:

Walt Robillard, Jonathan Thompson, Daniel Gallant, John Post, Kairam Ahmed Hamdan, Chris Tavares, Andrew Cook, Craig McRoberts, Rich Amtower, Heath\_Bar, Gerry Saracco, Avery, Todd E Worrell, Kirt Dankmyer, Skip Frizzell, Craig, Joe Bardales, Michael W. Mattei, Curt Meyer, Vincent Arebalo, Jhmcmullen, Shelby Cinca, Chris Tavares, Christopher Heard, DivNull Productions, Mike Fontana, Jeremy Douglass, Lon Braidwood, Matthew McFarland, Justin Smith, Matt Leitzen, Sean Veira, Dale Russell, Steven Noyes, Julianna Backer, Swampfoxmedia, Sheri Bryan, Dan Taylor, Lisa Pearce Collins, Nolan J. Hitchcock, Kevin Donovan, Kevin Perrine, Chaotic Geek

#### Open Game License

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 that 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.

Fudge System Reference Document, Copyright 2005, Grey Ghost Press, Inc.; Authors Steffan O'Sullivan and Ann Dupuis, with additional material by Peter Bonney, Deird'Re Brooks, Reimer Behrends, Shawn Garbett, Steven Hammond, Ed Heil, Bernard Hsiung, Sedge Lewis, Gordon McCormick, Kent Matthewson, Peter Mikelsons, Anthony Roberson, Andy Skinner, Stephan Szabo, John Ughrin, Dmitri Zagidulin.

FATE (Fantastic Adventures in Tabletop Entertainment),

Copyright 2003 by Evil Hat Productions LLC; Authors Robert Donoghue and Fred Hicks.

Spirit of the Century, Copyright 2006, Evil Hat Productions

LLC. Authors Robert Donoghue, Fred Hicks, and Leonard Balsera.

Icons, Copyright 2010, Steve Kenson, published exclusively by Adamant Entertainment in partnership with Cubicle Seven Entertainment, Ltd.

Improbable Tales 1, Copyright 2011 Fainting Goat Games. Author Mike Lafferty.

The following is designated as Product Identity, in accordance with Section 1(e) of the Open Game License, Version 1.0a: All Characters and their associated descriptions, backgrounds, and related information

ICONS Superpowered Roleplaying is a trademark of Steve Kenson, published exclusively by Adamant Entertainment. The ICONS Superpowered Roleplaying

Compatibility Logo is a trademark of Adamant Entertainment and is used under the ICONS Superpowered Roleplaying Compatibility License. See <http://www.adamantentertainment.com> for more information on the compatibility license.



