



Have Death Ray, Will Travel

Outer Space Raiders:
Have Death Ray, Will Travel
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Using this Book

Have Death Ray, Will Travel (HDRWT) is a retro-future setting inspired by the old pulpy serials, Sword & Planet adventures, the wild west, and film noir all wrapped up into one setting. We tried to make HDRWT as open and flexible as possible and to handle all sorts of adventures. Want exploration? Want political intrigue? Like the Wild West with ray guns? Want a little gritty film noir? Bounty hunters? Space pirates? Gangsters? Alien emperors out to conquer the universe? It's all there.

We left a few things in gray areas on purpose. Is the Earth Authority the cavalry here to save the day? Or a bunch of thugs out enforce the will the Earth government? Are Venusian Dissident Scientists crazed creators or just misunderstood geniuses? Details like these are up to the individual Game Master. Additionally, there's a cornucopia of material out there for old-school RPG's. Use the resources you want. Once the dice hit the table, it's your campaign.

Classes & Races: There are only four primary player character races (Earthling, Red Martian, Robot, and Venusian). Optionally, the Game Master may allow other races as player characters.

If you are using *White Star*, we have a couple of suggestions and, of course, Game Masters may add whatever classes they choose and we created a couple of optional classes if the Game Master wants to use those.

- *Earthlings:* Aristocrat, Mercenary, Pilot.
- *Venusians:* Alien Mystic, Star Knight.
- *Red Martians:* Aristocrat, Mercenary, Alien Brute.
- *Robots* are also acceptable as a player character but have their own unique challenges.

Ships: HDRWT is set in a cinematic version of our own Solar System. In this setting, FTL drives have not been invented. Yet.

Psychic Abilities: We make many references to psychic abilities throughout this book. This uses the same mechanics, classes, and abilities as Gifts and Meditations from *White Star*. At the Game Master's discretion, other systems may be used for mystical/psychic abilities.

Science: This setting is based on crazy pulpy retro-science which really isn't scientific or realistic. Radium is the nearly magical element that powers everything. Planetary orbits are much more complex than a simple hex map. The rings of Saturn aren't really a giant spider web.

Wealth: The standard unit of currency in HDRWT is the Earth Peso (EP). Depending on which equipment list the Game Master uses: 1 Earth Peso=1 Credit=1 Gold Piece.

A Quick Tour of the Solar System

The year is 1999 and a new millennium is on the horizon. Mankind has colonized outer space. Lunar City is a bustling metropolis. Earth has found new allies with the Martians and Venusians. Brave souls head out to the asteroid belt seeking fame and fortune. But all is not safe in the Solar System. There are mysteries, danger, and evil beyond the Belt.

Mercury

Mercury's corrosive atmosphere can eat through a space ship's hull in hours. Space suits last only a few minutes. It's ruled by the vicious and alien Lava Lords. They depend on the heat and radiation from the Sun to survive. Venturing too far from their home world is fatal. They look out at the other space faring civilizations with jealousy and hatred.

Venus

Venusians live in domed cities to protect their civilization from the mutated horrors of their own creation. A series of scientific experiments went out of control and turned their lush world into a primordial jungle. The Venusians have developed a disdain for science. They have followed more spiritual pursuits and have mastered the powers of the mind. They retain enough technology to maintain and protect their civilization.

Earth

Earth is the shining gem of the Solar System. It's a peaceful planet with meticulously laid out cities and manicured synth-lawns. Life on Earth is calm, orderly, and ordinary. The Earth Authority makes sure all the citizens of Earth are safe and their neighborhoods are crime free. It's a clean, good place to live. It's also boring. Many people can't stand the tedium of life on Earth so they head out to the frontier of space. Earth is ringed by a variety of orbital colonies which are home to the rich and powerful.

Lunar City

Lunar City is an independent colony of Earth. While Earth is calm and orderly. Lunar City is a bustling metropolis where dreams are made, broken, and stolen. It's a rough city with rougher underworld. People flock to Lunar City to get away from the drudgery of Earth only to find themselves broke and desperate. Some venture further out into the Solar System while others do their best to survive.

The Dark Side is a maximum security prison where the sun never shines. Not many people talk about it. Fewer survive their stay.

Mars

Mars is a blighted wasteland dotted with the ancient ruins and mysterious machines of the Brain Masters. The Red Martians rose up against the tyranny of the evil Brain Masters of Mars and the planet was devastated in the rebellion. The Green Martians sided with the Brain Masters and blame the Red Martians for destruction of the planet. The Green Martians have a general disdain towards off-worlders and view them as interlopers and co-conspirators of the Red Martians.

Durango Station

Durango Station was one of the first stations built near the Asteroid Belt. It's frontier grittiness has been replaced with techno-neon lighted concourses filled with shops, casinos, restaurants, and brothels. On the surface it's all glitz and glamor but there's seedy side to Durango Stations that most visitors don't see.

The Hub

The Hub is the last bit of civilization on the Asteroid Frontier and houses the headquarters of the Solar Marshals but it's still a frontier station with its own amount of mischief and vice. The Solar Marshals keep the station fairly orderly with only minor outbreaks of petty crime. The Hub also acts as an official "neutral" ground for many interplanetary negotiations.

The Asteroid Belt

The Asteroid Belt is a wild frontier full of opportunity. Boom towns pop up on the larger asteroids when a mother load is discovered. But such easy wealth attracts many unsavory characters. Pirates, gamblers, con artists and so on. It's very dangerous and exciting place. It also acts as barrier to The Dark Frontier.

Black Rock

Black Rock will not die. It's the oldest and largest boom town in the Asteroid Belt. It's den of gambling houses, saloons, drug dens, and bawdy houses. Black Rock is controlled by gangs and thugs.



The Dark Frontier

The space beyond the Asteroid Belt is called The Dark Frontier. There are many strange races out there and they might pose a threat to the inner planets if the alien warlords weren't busy fighting among themselves.

Jupiter

The Jovians are a cruel and bloodthirsty humanoid race with green skin, fangs, and red eyes. They are ruled by Xarin the Conqueror, Emperor of Space. He rules Jupiter and its moons with an iron fist from his floating city-palace in the Great Red Spot. His palace is the only habitable place left on Jupiter. The atmosphere has been polluted from the discharge of thousands of radium mines and factories. He is at constant war with the Hawk Men of Io, the Lion Men of Ganymede and the Ape Men of Callisto.

Saturn

Earth scientists long thought that Saturn had rings. It was only recently discovered that is not the case. Saturn is surrounded by a gigantic spider web. The decadent Atrax rule Saturn. They routinely raid other planets for slaves. They are led by Queen Arachnia, Mistress of the Star Spider.

Uranus

Uranus is blasted and dead world. Centuries ago two major factions went to war with potent radium bombs and destroyed their civilizations. Great mysteries and treasures might still be hidden in the ruins. Or there could be just death.

Neptune

The surface of Neptune is covered with fetid stinking bogs and is the home of the tentacled and telepathic Neptunians. They are a strange and alien race. Neptunians are masters of biotech engineering and create most of their technology from living tissue. They have been know to kidnap other species and perform hideous experiments on them.

Mystery Planet XIII

Mystery Planet XIII is a mysterious rogue planet. It's atmosphere is filled with super charged radium particles making impossible to detect what is on the surface. Expeditions to Mystery Planet XIII have never returned.

Pluto

Pluto is a strange and mysterious planet. Even the warlords of the Dark Frontier don't dare venture to Pluto.

Player Character Options

The Solar Marshals

The Solar Marshals are a semi-independent paramilitary law enforcement organization. Originally, the Solar Marshals were part of the Earth Authority. Pressure from Lunar City, the asteroid mining colonies, Red Martians and Venusians made the Earth Authority change the Marshals' status to an independent organization. With independence came other problems. The Earth Authority stopped funding the Solar Marshals.

The Solar Marshals began working with local jurisdictions acting security forces and bounty hunters to make ends meet. This arrangement turned into the long term solution for both the funding of the Solar Marshals and cemented their place in interplanetary affairs. The Solar Marshals main office is in The Hub. Any interplanetary warrants and requests for aid are processed through that office then bounties are posted or tasks are assigned to individual Marshals.

Solar Marshals are primarily tasked with anti-piracy operations in interplanetary space and pursuit of interplanetary fugitives. However, they have been hired as security/law enforcement forces for mining colonies throughout the Asteroid Belt. They have little or no enforcement powers in the orbital space and on the surface of sovereign planets.

The Solar Marshals may be used as an easy way for Game Master to get the player characters together and have ready made adventure hooks.

Player Character Races

Earthlings: If you're reading this then chances are that you are one. Many Earthlings leave their home world to seek fame and fortune in space. Others are just bored with the tedious life and some are on the run from a dark past.

Red Martians: Crimson-skinned and dark-haired warrior race of a dying world. They are a proud and honorable people. Many leave their home world in search fame, fortune, and adventure. Red Martians make loyal allies and dangerous enemies.

At the Game Master's discretion, all Red Martian characters should be proficient with swords, mono-swords, daggers, and mono-daggers regardless of the character's class.

Robots: The Earth Authority does not recognize Robots as a species. Venusians look at them as abominations. The Red Martians are fascinated by them. Robots aren't treated that well on the Frontier either. They often take the most dangerous jobs for the lowest pay. But they are still a viable player character option.

Venusians: Venusians are one of the few species in the Solar System who have developed psychic powers. Venusians are hairless, tall, slim humanoids with cadaverously pale skin. They have dark eyes with vertical eyelids. They are always calm and sometimes too calm. Many Venusians leave their home world out of a heretical sense of curiosity. Adventuring Venusians generally become outcasts as they have become spiritually tainted.

At the Game Master's discretion, all Venusian characters should receive a +1 bonus to Saving Throws versus mental abilities regardless of their class unless the class already grants a similar bonus.

There are other intelligent races (Atrax, Jovians, Hawk Men, Ape Men, Lion Men and Green Martians) in the Solar System. They may also be allowed as player characters at the Game Master's discretion.

Optional Classes

Scientist

Prime Attribute: Intelligence

Weapons & Armor: Laser Pistols and Daggers. They may wear Light Armor but not use Shields.

Level	XP	HD	BHB	ST
1	0	1	+0	15
2	2,000	1+1	+0	14
3	4,000	2	+0	13
4	8,000	2+1	+1	12
5	16,000	3	+1	11
6	32,000	3+1	+2	10
7	64,000	4	+2	9
8	128,000	4+1	+3	8
9	256,000	5	+3	7
10	512,000	5+1	+4	6



Science!: Scientists are scholars, technicians, doctors, and walking encyclopedias all wrapped into one package. There are four areas of expertise for Scientists: Engineer, Doctor, Roboticist, and Scholar. All Scientists has some degree of proficiency in each area.

- *Doctor:* The Scientist is skilled in the fields of biology, medicine, and chemistry. Doctor can be used to heal the injured, identify a new alien species, or formulate rocket fuel out of household ingredients.
- *Engineer:* This is the character's mechanical aptitude. Usually, it will used for repairing equipment (including space ships) and figuring out strange alien devices. It can also be used for detecting and deactivating traps and alarm systems as well as for picking locks and jury rigging a piece of equipment.
- *Roboticist:* The character has an understanding of the programming of computers and robots. This area of expertise does not cover the mechanical aspects of a robot. That would be Engineering. This is about the programming. The character would be able to hack computer systems, reprogram a robot, or retrieve data from a "crashed" system.
- *Scholar:* This is the catch all category for various bits of knowledge the character has. This includes things like history, languages, cultures, art, trivia etc.

At first level, a Scientist has a rating of 5 in one area of expertise, 4 in two of them, and 3 in the remaining. Each of these ratings is modified by the character's Intelligence Modifier. At second level and every even level after that the character may increase one area of expertise by 1.

Using Science!: The character can perform repairs, administer first aid, figure out a mysterious alien device, or jury rig some gizmo that will save the day. When the character needs to attempt something using Science!, roll 2d6. If the number rolled is less than or equal to the character's rating then the character succeeds. The Game Master may impose modifiers based on how difficult or easy a task is. For repairs or healing, the number rolled on a successful check is the amount of Hit Points repaired or healed by the attempt.

Prototype: A Scientist may build one Prototype. The Prototype is a unique device that is more efficient or is an improved version of a standard piece of *non-combat* equipment. It could also be a device that simulates some other effect or game mechanic such as the effects of a *Gift* or *Meditation*, or anything else the player can dream up. The Game Master is the final arbiter on what the character may build.

The Prototype is a one-of-a-kind device. There isn't anything exactly like it in the universe. If it is lost, stolen, or destroyed the character cannot build a duplicate until the character gains a level. A Scientist cannot loan out a device to another character not even another Scientist. The Prototype is so unique that only the person who built it can operate it.

Prototypes have a Reliability score equal the appropriate area of expertise (usually Engineer). Each time a Prototype is used roll the Reliability like when the Scientist is "Using Science!" If the device fails then the Scientist may attempt to tinker with it to make it operational. The Scientist must make an appropriate Science! Roll. Each attempt takes 1d6 minutes.

When Scientists gain a level, they may upgrade (to a new Reliability) or replace the Prototype with a new one. This takes 2d6 days.

Scientists may have a Robot sidekick in place of a Prototype. This should be a non-combat model but the Game Master should allow the Scientist to make interesting and custom modifications. The extra modifications will still have a reliability like a Prototype.



Gunslinger

Prime Attribute: Dexterity

Weapons & Armor: Laser Pistols and Rifles, Firearms, Daggers, Swords and Light Armor but not Shields.



Level	XP	HD	BHB	ST
1	0	1	+0	14
2	1,250	2	+0	13
3	2,500	2+1	+1	12
4	5,000	3	+1	11
5	10,000	4	+2	10
6	20,000	4+1	+2	9
7	40,000	5	+3	8
8	80,000	6	+3	7
9	160,000	6+1	+4	6
10	320,000	7	+5	5

Duck & Cover: Gunslingers have survived dozens of gun fights. This is no coincidence. They've learned to anticipate their opponents shots and have an uncanny instinct on when to duck. They gain -1[+1] Armor Class against ranged attacks.

Hair Trigger: A Gunslinger may increase a pistol's Rate of Fire by one but will take a -2 penalty on To-Hit rolls when doing so.

Pistolero: Gunslingers preferred weapon is the pistol. Gunslingers gain a +1 To-Hit and damage with pistols.

Quick Draw: Gunslingers gain a +1 Bonus to Quick Draw contests. (See the Optional Rule.)

Speed Loader: A Gunslinger does not require an action to reload a pistol.

Optional Rules

Captured by Mooks

Warning: This is a very pulpy and cinematic rule. Nameless mooks and goons cannot kill player characters. If the resulting damage from a combat encounter should kill a character, instead they are knocked unconscious. Chances are the character will be dragged off to an evil overlord who will kill the character as soon as he's done explaining his evil plan.

Ammo

It can get a little tiresome counting ammunition. When a Natural 1 is rolled on the attack roll then the weapon is out of ammo. The Game Master may have characters roll again at the end of the long battle. Yes, it can be embarrassing for a soldier to forget to load their weapon before the fight begins.

Quick Draw Contests

Showdowns and gunfights happen often in the rough and tumble frontier.

First, the characters decide how much of a bonus they want to use. For each additional +1, the character takes a -2 penalty To-Hit. The bonus is announced before the die roll and the bonus may be adjusted up like in an auction. Then each character rolls $1d6 + \text{Dexterity Modifier} + \text{any bonus}$. Higher roll shoots first. After the first shots, roll initiative and proceed as normal.

Custom Weapons

Gunfighters and swordsmen have that one preferred weapon that's perfect for them. The most skilled have weapons custom built to their specifications. A custom weapon grants a +1 bonus To-Hit only for the intended user. The weapon costs twice as much as a standard version. The weapon also acts as a trademark or calling card for the character. "See those pearl handled laser pistols? That's Sam Spiker. Fastest gun in the Asteroid Belt."

Gambling

There's a lot of places to gamble from the back allies of Luna City to the glitzy casinos on Durgano Station.

First, the player decides on a base amount to be wagered. Then the player rolls 3d6. If triples are rolled, re-roll (all of the dice) and add. If triples are rolled again then re-roll and add and so on. Compare the total to the character's Wisdom score. If the total is less then the character won. If the total is more then the character lost. Take the difference between the roll and the character's Wisdom score, the character wins/loses 10% per point of difference. For example, a character wagers 100 Earth Pesos. The character has a Wisdom of 11 and rolls 7. The difference is 4 so the character wins 40% or walks away with 140 Pesos. But if the same character had rolled a 17. The difference would be 6 (60%). The character loses the 100 Pesos plus an additional 60.

The odds are always in favor of the House so some people will attempt to cheat. The character rolls 3d6 as above including re-rolling triples. Then player decides how many d6 he wants to roll to reduce the total he rolled initially before comparing to his Wisdom score. These dice do not re-roll and add on triples. The number of dice rolled is the chance in d6 that the character gets caught. For example, the initial roll ends up being 17, the player decides on 2d6 worth of cheating. The player rolls the 2d6 and subtracts the total from 17. There is a 2 in 6 chance that the character gets caught cheating.

If a character gets caught cheating, chances are they'll lose their initial wager plus any winnings and quite possibly a couple fingers or toes or their life. It's also possible that a character could attempt to cheat, end up losing, and still get caught. And that's down right embarrassing.

Getting Around the Solar System

Space Ships

You can't have space opera adventure without space ships. There are lots of makes and models of space ships available. We've included some new ones on the following pages.

As we mentioned earlier, ships do not have the FTL Modification. The technology doesn't exist in this setting. But we did add a new Modification to space ships: Fuel.

Fuel: Ships are powered by radium rods. The Fuel Rating for a ship is how many rods the ship carries. Interplanetary travel drains radium rods. One week's travel through interplanetary space drains one radium rod. See Travel Time for more details.

If the Game Master is converting existing ships, use these guidelines. No ship should carry more than 12 radium rods. Average civilian type vessels should carry 6 to 8 rods. While short range ships should carry 3 to 4. Ships not designed for interplanetary travel should carry only one.

Increasing Fuel Capacity: The Base Cost to increase a ship's Fuel Capacity is 20 EP. It cannot be increased more than 50% and not more than 12.

Why don't ships just carry more rods? Radium rods are very unstable and radioactive even when depleted. Attempting to change rods in mid-flight is a very dangerous proposition which easily leads to the death of the crew and/or the ship exploding. Merely storing the extra rods safely would require considerable equipment and space on the ship making it impractical.

Refueling: All major space stations, colonies, and planets have radium refueling stations. It normally takes 15 minutes for a skilled technician to replace one radium rod. Each rod costs 100 EP.



Solar Marshal Paladin Class Patrol Ship

The Paladin Class Patrol Ship is standard issue space ship of the Solar Marshals. It's not the fastest nor does it pack the most firepower but the ship has proven itself time and again as a reliable craft for wide variety roles. Most Solar Marshals heavily customize their ships. Engineers find the ship very easy to work on and to jury rig.

Armor Class: 5[14]

Hit Points: 60

Shield Strength: 4

Movement: 9

Targeting: +2

Attack: 2x Laser Cannon (4d6), 1x Pilot-Linked

Modifications: Fuel (12)

Crew: 2 + Up To Six Passengers

Cost: 50,000 Cr

Mining Skiff

Mining skiffs are the work horse of the Asteroid Belt. A small and inexpensive craft that can survive remote mining operations. Mining Skiffs have a cargo hold big enough for survival and mining equipment as well as a decent amount of ore if the miner gets lucky. There are thousands of mining skiffs in the Asteroid Belt. Gently used ones can easily be found.

Armor Class: 7[12]

Hit Points: 30

Shield Strength: 0

Movement: 9

Targeting: 0

Attack: Light Laser (2d6)

Modifications: Fuel (6)

Crew: 1

Cost: 8,000

Asteroid Pirate Attack Fighter

Asteroid Pirates are as ingenious as they are dangerous. Their Attack Fighters are cobbled together engineering marvels made from parts they have commandeered from their raids. No two attack fighters appear the same and there are many variations and customizations done by individual pirate gangs.

Armor Class: 4[15]

Hit Points: 30

Shield Strength: 2

Movement: 15

Targeting: +1

Attack: Light Laser (2d6) (Pilot-Linked),

Modifications: Fuel (3), Ion Charge (2d6)

Crew: 1

Cost: 18,500 Cr

Jovian Drone Fighter

These are the robot attack ships of the Jovian Emperor Xarin. Drone Fighters patrol the area around Jupiter and make routine attacks on the rebel moons. Xarin is not above sending them on one way missions.

**Pulsar Wave Cannon:* Reduces target ship's Shield Rating by an additional point with a successful attack. Same Range as a Laser Cannon.

***Final Protocol:* When a Jovian Drone Ship is reduced to less than 10 HP, roll 1d10. If the number is greater than the current HP of the ship then it sets itself on a collision course with the closest enemy ship causing 8d6 damage.

Armor Class: 3[16]

Hit Points: 35

Shield Strength: 0

Movement: 15

Targeting: +3

Attack: Pulsar Wave Cannon (4d6)*

Modifications: Fuel (2), Final Protocol**

Crew: 0 (The ship is an autonomous drone.)

Jovian Command Cruiser

The huge Jovian Commander Cruiser strikes terror into Xarin's enemies. It is generally considered a symbol of the Jovian Imperial military might. Not only is the vessel heavily armed and armored, it carries a full complement of Drone Fighters and Robot Legionaries.

Armor Class: 4[15]

Hit Points: 300

Shield Strength: 20

Movement: 3

Targeting: +3

Attack: 5 x Heavy Lasers (6d6), 10 x Pulsar Wave Cannons (4d6), 6 X Proton Missiles(8d6)

Modifications: Fuel (12)

Crew: 12 Jovian Overseers+25 Drone Fighters+200 Robot Legionaries.



Atrax Spider Fighter

The Spider Fighter reflects that attributes of the race that created it. Sleek, fast, and deadly. It relies on speed and maneuverability rather than shields or a heavily armored hull.

**Star Web Cannon:* for every 6 rolled on the damage dice, reduce target ship's movement by one. Otherwise, same as a Laser Cannon.

Armor Class: 2[17]

Hit Points: 25

Shield Strength: 0

Movement: 18

Targeting: +1

Attack: Star Web Cannon* (4d6) Pilot-Linked

Modifications: Fuel (3), Cloaking Device

Crew: 1

Atrax Raid Cruiser

Like the Spider Fighter, the Atrax Raid Cruiser relies on speed and maneuverability over heavy armor. Even though it's a "military" vessel the Raid Cruiser is still opulently furnished on the interior with form taking precedence over function.

Armor Class: 2[17]

Hit Points: 150

Shield Strength: 10

Movement: 6

Targeting: +2

Attack: 4 x Heavy Lasers (6d6), 8 x Star Web Cannons (4d6)

Modifications: Fuel (12), Shield Capacitor, Tractor Beam (1)

Crew: 12+12 Spider Fighters

Brain Masters' War Saucer

While most races have small, fast fighters and larger cruiser grade ships, the Brain Masters have mass produced a single style of mid-sized ship. However, they may build variant models with experimental weaponry or other military hardware.

Armor Class: 5[14]

Hit Points: 70

Shield Strength: 4

Movement: 9

Targeting: +3

Attack: Heavy Laser 2 X (6d6), Laser Cannon (4d6) Pilot-Linked

Modifications: Fuel (12), Tractor Beam (1)

Crew: 13

Neptunian Squid Fighter

The Neptunians' ships are as alien as they are. Instead of building ships with pilots, they engineer large organisms to act as fighter ships. Squid Fighters are no where near the best fighters in space. They are some of the worst. The Neptunians make up for the lack of quality with quantity.

Armor Class: 7[12]

Hit Points: 30

Shield Strength: 2

Movement: 15

Targeting: +0

Attack: 2 x Improved Light Laser (2d6) Pilot-Linked (Range is doubled.)

Modifications: Fuel (2)

Crew: 0 (The Squid Fighter is a bio-engineered organism.)

Neptunian Hive Ship

A Neptunian Hive Ship is huge living organism tended by a crew of Neptunian Surgeons. Not only does it carry a large complement of Squid Fighters, it also houses fully functional bio-engineering surgical labs and research facilities.

Armor Class: 3[16]

Hit Points: 200

Shield Strength: 20

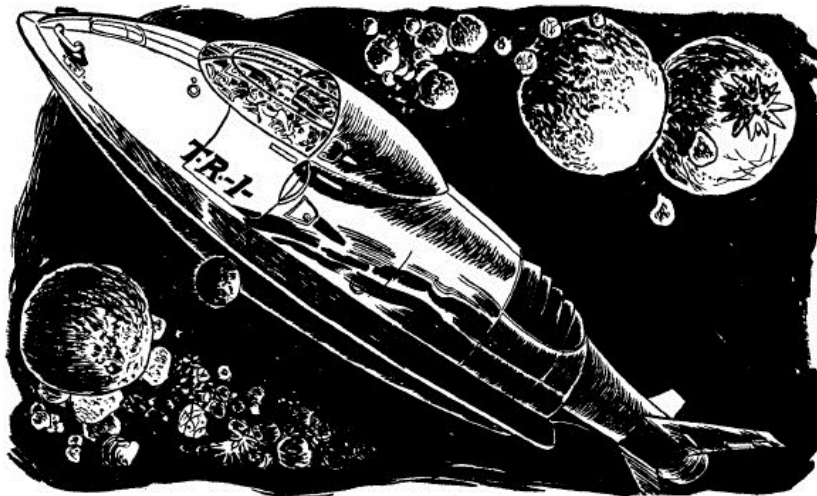
Movement: 3

Targeting: +2

Attack: 15 x Laser Cannons (4d6)

Modifications: Fuel (12), Tractor Beam (2), Ion Charge (2)

Crew: 25+50 Squid Fighters



Travel Time

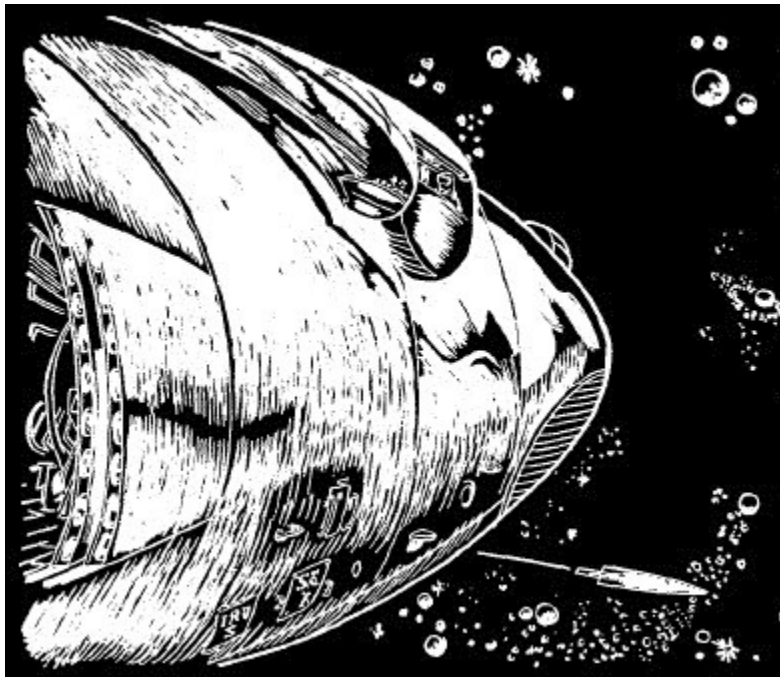
One week's travel depletes one radium rod. Each hex takes one week to traverse except in the Asteroid Belt. There each hex requires 2 weeks travel. If a pilot attempts to travel through the Asteroid Belt at a rate of one hex per week, the ship will be pelted with asteroids causing 8d6 damage. Shields do not reduce this damage. The pilot may attempt a Saving Throw for half damage.

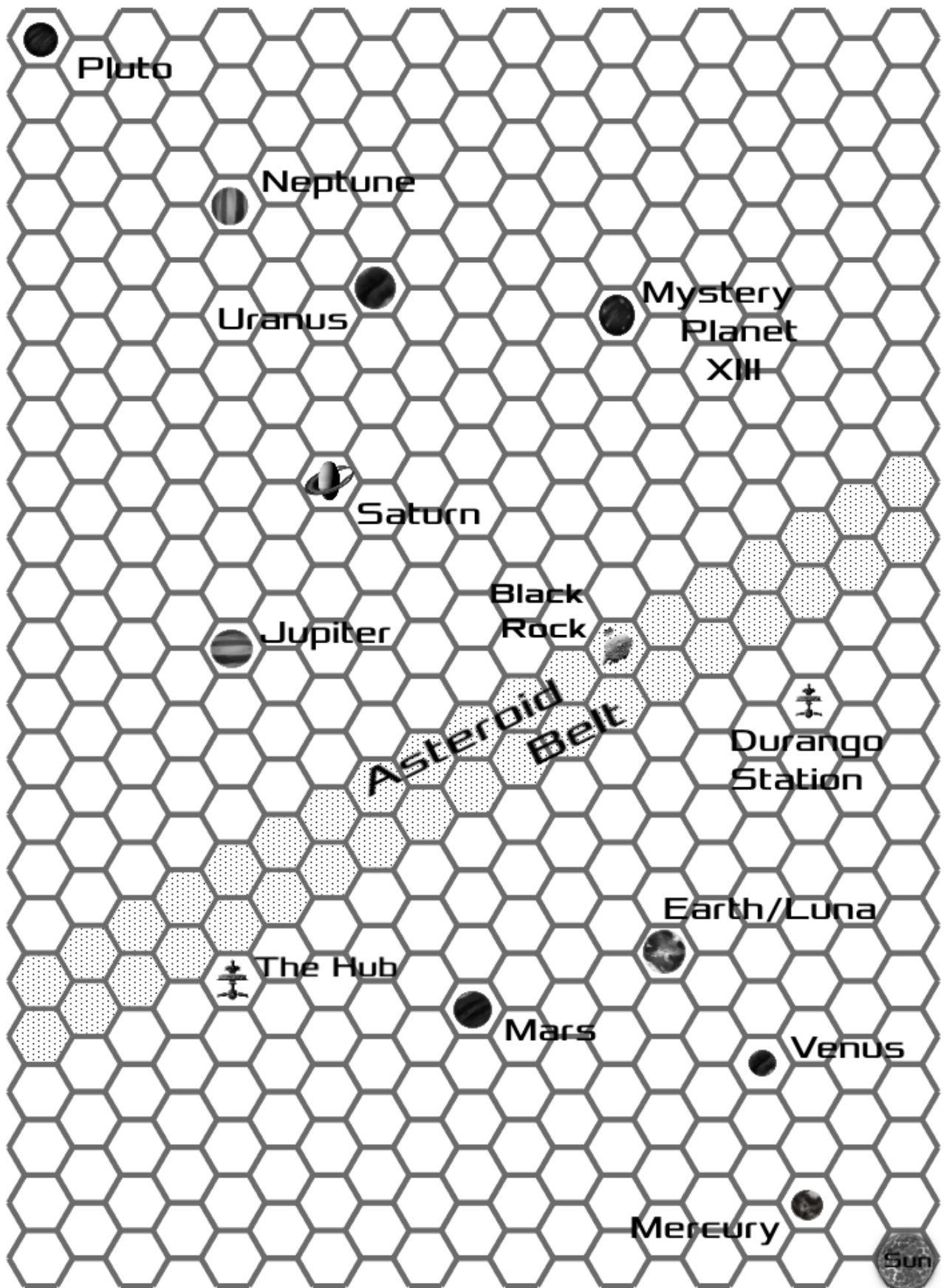
Large ships are unable to safely navigate through the Asteroid Belt. Large ships take 10d6 damage for each Asteroid Belt hex they cross. Shields do not reduce this damage. Generally, any ship with 90 HP or more should be considered a "large" ship,

Solar Sails: All ships are equipped with solar sails in case of emergency. Many captains use them as a way to conserve fuel. The sails deploy and propel the ship through space on the solar winds. This mode of travel is very slow. It take one month of travel per hex. Travel through the Asteroid Belt with a solar sail is impossible.

Solar sails are also very large and fragile. If a ship takes more than 10 points of damage, its sail is destroyed. The sail also blocks vision. In combat, the ship gains no benefit from Targeting. Additionally, gunners take a -2 penalty To-Hit. The ship is not as maneuverable with a solar sail. During combat, the ship may only fly in a straight line at its Movement Rate.

As a gentle reminder, player characters should pack enough rations for their trip.





Guide to the The Solar System

Mercury

The closest planet to the sun is largely unexplored. Mercury's surface is a blasted wasteland. Its corrosive atmosphere can eat through a space ship's hull in hours. Space suits last only a few minutes. The planet is ruled by the vicious and alien Lava Lords. Beings of fire and stone. Because there has been very little contact with the Lava Lords not much is known about their civilization. They depend on the heat and radiation from the Sun to survive. Venturing too far from their home world is fatal to them. They look out at the other space faring civilizations with jealousy and hatred. There have been reports of ships that have gone missing after straying too close to Mercury.

Special:

- Mercury's corrosive atmosphere causes 2d6 damage/hour to space ships. If characters venture outside of their space ship, each must make a Saving Throw every minute. On a failure, their spacesuit has been breached. The character takes 1d6 damage every round from the poisonous atmosphere until the character can temporarily repair his space suit or get to a location with a fresh atmosphere.
- The Lava Cannons: The Lava Lords hate all of the space faring races. There is 1 in 6 chance that any space ship traveling within one hex of Mercury gets fired upon by the Lava Cannons. Lava Cannons do 6d6 damage to a space ship. The pilot may attempt a Saving Throw for half damage.

Venus

Venusian science was highly advanced. A series of experiments went awry and turned their lush world into a mutated primordial jungle. Modern Venusians live in domed cities to protect their civilization from the monsters and horrors of the surface. Scattered throughout the jungles are the ruins of Venus' old cities. Rumors persist not only of lost treasures but also lost technology beyond anything available now. Many brave and less than ethical adventurers conduct illegal (by Venusian standards) expeditions into the jungles.

They have developed a hatred for science and followed more spiritual pursuits. Venusians are one of the few species in the Solar System who have developed psychic powers. There are a few Venusians who do not develop powers and they are considered outcasts. Venusians maintain enough science and technology to protect their civilization from their own world but nothing more. Advanced scientific experimentation is a capital crime on Venus.

Venus is governed by the Council of Elder Souls. The leader is elected from the Council and carries the title Venerable Soul. The Council keeps a close eye on the spiritual growth and temperament of the Venusian citizens. They feel too much curiosity and questioning of authority and traditions will lead them down a path of destruction much like the out-of-control scientific experimentation which nearly lead to the end of their civilization.

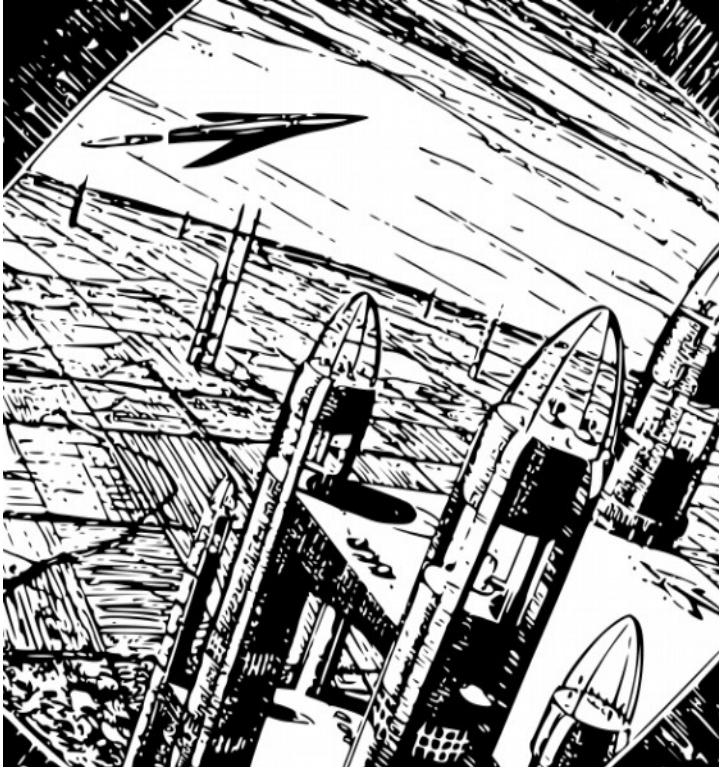
They also avoid contact with alien races. The Venusian Elder Souls understand the need for contact but control it by creating "alien" zones in an attempt to keep alien influences from hindering the spiritual growth of the people. These policies have lead to an ever growing dissident movement on Venus.

Special:

- It is fairly easy for a skilled pilot to get around Venusian security and onto the surface of the planet undetected. However, there is a 2 in 6 chance that a creature large enough to damage a space ship will take notice of the craft and attack it. Ships that land in the jungle take 1d6 damage every two hours from bugs, vines, and other creatures that gnaw, eat, or otherwise foul up the space ship.
- Venusian security forces should all be considered *Star Knights*.

Earth

Earth claims to be the shining gem of the Solar System with its peaceful and meticulously laid out cities. Life on Earth is calm, orderly, and ordinary. If you believe the media, there is no crime and everyone is content. Which is totally untrue. The Lunar Syndicate controls all manner of illicit operations for anyone daring enough to look in the right places. The things that the Syndicate doesn't control, the Earth Authority does. To complicate the situation even more, The Home World Movement is gaining political support. Originally a pseudo-religious fringe group, they have gained popularity by blaming any ills on alien conspiracies and the moral decay of Earth.



The Earth Authority controls Earth and the orbital habitats surrounding it. They have no control over Lunar City but heavily influence it. The Earth Authority maintains police and customs forces and a small military force. The Earth Authority is constantly attempting to expand Earth's influence in the Solar System with diplomacy or displays of force. The Martians and Venusians have so far been unimpressed but they do maintain cordial relations with the Earth Authority. The Asteroid Belt, its colonies, and resources are still a point of major contention in interplanetary politics.

A common asteroid miner saying is "Earth is good place to be from." With the advent of space travel, Earthlings have left their home world in droves. Many head out to seek fortune in the asteroid belt, Others hire on with the Red Martians in their civil war with the Green Martians. A few seek something spiritual and emigrate to an alien enclave on Venus.

Lunar City

Lunar City is an independent colony of Earth. While Earth is calm and orderly. Luna City is a labyrinth of crowded streets and dark alleys. It's a bustling metropolis where dreams are made, broken, or stolen. Those with enough guts and cunning can carve out a niche and survive. Everybody else is just prey. People flock to Luna City to get away from the drudgery of Earth only to find themselves broke and desperate. Some venture further out into the Solar System while others are stuck there and do their best to survive.

There are three main districts in Lunar City. Full Moon City is the home of the wealthy and powerful. Eclipse Town is home the working folks and middle class. And Perdicion is a rough and dangerous slum. It's the end of the road for many.

It's a rough city with rougher underworld. The Lunar Syndicate is a conglomerate of old Earth organized crime syndicates. It controls Lunar City from the shadows. They own the politicians, judges, police, and anybody they want or need. You end up playing by the Syndicates rules or you end up sucking vacuum.

Not many folks talk about the Dark Side of the moon. It's a maximum security prison where the worst of the worst from across the Solar System end up. Few survive their sentences and those who do, don't come out the same.

Mars

Mars was devastated long ago in a great war. The Red Martians rose up against the Brain Masters. In the bloody rebellion, the environment and much of the world was destroyed. The Brain Masters gave up on Mars and fled somewhere into the depths of space. If they couldn't control Mars then would leave behind a dying world. Mars is still dotted with the mysterious ruins, huge monuments, and the strange machines of the Brain Masters.

A civil war continues between the Red and Green Martians. The Green Martians sided with the Brain Masters and blame the Red Martians for the destruction of the Red Planet. Queen Delta of the Red Martians has been quick to welcome off-worlders to Mars in hopes of getting support against the Green Martians and gaining advanced technology. The Green Martians view the off-worlders as interlopers and the Red Martians as cowards aligning themselves with even weaker races.

Many Earthlings head to Mars. There's quick money and adventure to be had in joining the Martian Foreign Legion and fighting against the Green Martians. While others attempt expeditions deep into the Martian wastelands in hopes of discovering some great piece of lost Brain Master technology. The Earth Authority is constantly attempting to better relations with the Martians But the Queen shrewdly plays the Earth Authority against the independent colonies in the Asteroid Belt. She feels her people have more in common with the miners and frontiersmen than the bureaucrats and military officers sent by the Earth Authority. The Asteroid Belters respond in turn giving the Red Martians radium, weapons, and luxury items from the around the Solar System.

Queen Delta and the Red Martians in general have a strong distrust of the Venusians. They are sure that the Venusians possess some technology to save her planet, they just won't share it. The Venusians claim that it's for the Martians own good. That doesn't stop the Red Martians royal court from funding covert expeditions to the Venusian jungles.

Special:

- The Martian atmosphere is filled with dust which fouls up the engines of space ships. It is very hazardous to attempt to travel around Mars via a space ship. There is a 1 in 6 chance of engine failure each hour of exposure to the dust.
- The Martians have no space ships of their own but they do have advanced Sky Ships which can be used to travel great distances across the Red Planet.

Martian Sky Ship

Armor Class: 7[12]

Hit Points: 30*

Shield Strength: 0

Movement: 36*

Targeting: +0

Attack: 2 x Light Laser (2d6)*

Crew: 12

* Movement is on the same scale as characters.
Hit Point and Weapon damage is scaled for space ships.

The Hub

The Hub was built 15 years ago by the Earth Authority but was turned over to the Solar Marshals shortly after they became an independent organization. The Hub is the last bit of civilization on the Asteroid Frontier and houses the headquarters of the Solar Marshals. There are also extensive ship repair facilities and a wide variety amenities for hard working miners with pockets loaded with radium dust. The Hub is still a frontier station with its own amount of mischief but it's not as wild as Durango Station or Black Rock. The Solar Marshals keep the station fairly orderly with only minor outbreaks of petty crime. The Lunar Syndicate moves in from time to time and the more dangerous and illegal operations are shut down.

The Hub also serves a diplomatic purpose. It's considered "neutral" ground for most interplanetary negotiations turning The Hub into a hotbed of political intrigue. Only recently have the Jovians and Atrax sent emissaries to The Hub. This has only increased the political tensions on the station.



Durango Station

Jesse Durango was one of the first and most successful asteroid miners in history until he disappeared. Before that he used his money to build Durango Station. Durango Station was the first space station built near the asteroid belt. It was a rough and tumble place. Jesse's sons took over the station and with a little covert financing from the Lunar Syndicate, Durango Station was upgraded. Today it is filled with shops, casinos, restaurants, and brothels. Flashing techno-neon signs light up the corridors. The Lunar Syndicate maybe criminals but they're also businessmen.

Durango Station has been transformed into a luxury vacation destination for the rich and famous. There's still plenty of entertainment for the average folks too but the glamor is what draws in the crowds. Popular entertainers have nightly shows in the glitzy show rooms of the casinos. Players and gamblers from across the Solar System flock to Durango Station for high stakes games and that chance to hit it big. With so many pesos floating around, Durango Station is a beacon to every con artist, thief, and pick pocket. There's also a thriving pawn shop industry on Durango Station for those unlucky enough to lose everything.

Asteroid Belt

The Asteroid Belt is a wild frontier and melting pot. It also keeps the Solar Marshals busy and employed. Boom towns are carved out of large asteroids whenever a mother load of radium is hit. Some times these towns die out as quickly as they pop up while others continue on. The Solar Marshals are routinely contracted by groups of miners to act as security/law enforcement for these towns.

The Asteroid Belt has become a haven for all manner of criminals as well as fringe groups and cults. Small colonies and outposts pop up with great regularity. Often these groups will prey on each other or full blown brush wars break out.

Black Rock (see below) is the most notorious of the Asteroid Colonies. Other noteworthy colonies include:

- **Equinox:** A small colony in the remote belt. It is mainly populated by dissident Venusians. Many other races migrate there to attempt to learn the spiritual secrets taught by the Venusians.
- **Duke City:** The place is pretty much your typical boom town. It really doesn't have any more or less crime than usual. It's conveniently located for many miners. The town sheriff is the famous "retired" Solar Marshal "Wild Phil" Hensen.
- **The Enclave:** A small and isolated community founded by a fringe religious cult from Earth. They believe that if people live a simple and "pure" lifestyle, they will be blessed by the Space Gods who are coming to judge everyone. Some folks say that all that simplicity and purity is just a facade for something much more dangerous.

The Earth Authority ships attempt to exert some authority over the colonies in the Asteroid Belt and maintain a few military outposts there. The Belters generally want nothing to do with the Earth Authority.

The Asteroid Belt also acts a barrier. It's very dangerous and difficult to cross. Old asteroid miners tell tales of safe paths through the belt but those are just rumors. In any saloon in the Belt, you can find at least one person trying to sell a map of the secret route. The Asteroid Belt keeps Earth ships in and the more dangerous invaders out. Usually.

Special:

Travel through the Asteroid Belt can be very hazardous. As mentioned in the "Getting around the Solar System" chapter, ships traveling too quickly through the Asteroid Belt can take damage.

Black Rock

Black Rock is the oldest and largest boom town in the Asteroid Belt. It's a den of gambling houses, saloons, drug dens, and bawdy houses. Many pirates, smugglers, gamblers, con artists and criminals call Black Rock home. It's a place unto its own law. Silas "Boss" Cutting runs Black Rock along with his gang. Any problems are dealt with by his hand picked crew of thugs. Even the Lunar Syndicate doesn't meddle into the affairs on Black Rock without consulting Boss Cutting.

Black Rock is also the home to the largest population of aliens from The Dark Frontier. While these species are all fleeing their homes, they bring with them their old prejudices and feuds. Alien gangs quickly form and take over small sections of the city. As long as they pay their "rent" to the leaders of Black Rock then they are pretty much free to do as they wish.

The Solar Marshals tolerate Black Rock. The place may be a hive of cutthroats and criminals but it's also filled with informants and sources of goods not available through legal channels. The Earth Authority sent a cruiser. Once. It didn't come back. The Earth Authority has never tried to move on Black Rock again.

The Dark Frontier

The space beyond the Asteroid Belt is a very dangerous place. Only the most desperate criminals or brave adventurers dare the perilous journey through the Asteroid Belt into deeper space. The region outside of the Asteroid belt is called the Dark Frontier. Alien warlords have created their own fiefdoms and are constantly fighting amongst themselves. If they should happen to band together, they could prove to be very serious threat to the inner planets. The Earth Authority and the Solar Marshals have no authority in the Dark Frontier. Any ships venturing that far out are on their own.

Due to the conflicts and oppressive regimes in the Dark Frontier, more and more aliens are escaping to the Asteroid Belt. It is not uncommon to see Atrax, Jovians, Lion Men, Ape Men, and Hawk Men in many of the communities.

Jupiter

The Jovians are a cruel and bloodthirsty race. They have greenish skin, pronounced canine teeth, red eyes, and hair that ranges in color from white to black. While the Venusians have turned their backs on science, Jovians have embraced it with a fanatical zeal. Mixed with their callous nature, no experiment is deemed too dangerous or unethical. The Jovians are ruled by Xarin the Conqueror, Emperor of Space. He is building a military juggernaut with an eye rivals in the Dark Frontier and the inner planets.

Xarin rules Jupiter with an iron fist from his floating city-palace in the Great Red Spot. His palace is the only habitable place left on Jupiter. The atmosphere has been polluted from the discharge of thousands of radium mines and factories producing Robot Legionaries, Drone Ships, and weapons. Xarin is at constant war with the Hawk Men of Io, the Lion Men of Ganymede and the Ape Men of Callisto.

The Moons of Jupiter

The Ape Men, Lion Men and Hawk Men might have a chance against Xarin if they could put aside their own old rivalries. These rivalries are so ancient that even the parties involved cannot remember the original reason for the feuding.

- *Io*: A cold moon covered in mountains. The skies are filled with storms and the glorious flying cities of the Hawk Men. They are fierce and strong-willed warriors.
- *Ganymede*: A hot and humid moon covered in verdant jungles. Ganymede is the home to the noble Lion Men. They have a matriarchal tribal society and are skilled as hunters, warriors, and bards.
- *Callisto*: Covered in mighty ancient forests and home to a race of psychic Ape Men. They are mighty warriors and powerful psychics. They are few in number but they make for it in ferocity. Xarin believes they make strong slaves and is fascinated with their psychic abilities.

Saturn

Earth scientists long thought that Saturn had rings. It was only recently discovered that is not the case. Saturn is surrounded by a gigantic spider web. Saturn is home to the decadent and evil Atrax. The Atrax raid other worlds for slaves that are used for labor or "entertainment".

The Atrax are a humanoid species with pale blue skin and cat-like eyes. They have powerful mental abilities and a knack for treachery and cunning. They are a duplicitous and decadent society. The Atrax have a strict caste system mixed with a host of noble families who are always attempting to climb the ladder of power by destroying their rivals. Assassinations, duels, arranged marriages, blackmail, and subterfuge are a common and favored political tactics on Saturn.

Their leader is Queen Arachnia, Mistress of the Star Spider. Arachnia is always scheming like most Atrax. Her goal like all the warlords of the Dark Frontier is more power. While Xarin of Jupiter has a much more powerful military, Arachnia makes up for it with intricate plots and schemes, well-placed spies, and covert deals with anyone who might further her own goals.

Mystery Planet XIII

The Brain Masters fled Mars to Mystery Planet XIII which they encircled with a radium powered force field to avoid detection. There they have been rebuilding their army and plotting against Mars and the rest of the Solar System. They have already sent out their Duplibots across the Solar System to gather intelligence on their enemies.

The Over Brain of the Brain Masters has little concern for the political machinations of the Dark Frontier. It is more important that the Brain Masters' location remain a secret until they are ready to conquer the rest of the Solar System. That day is coming very soon. They view the warlords of the Dark Frontier as competition and never as potential allies. They don't even consider them pawns in a bigger game.

Uranus

Uranus was once home to at least two advanced civilizations. Centuries ago they went to war with powerful radium bombs and destroyed their world. The surface of Uranus is uninhabitable. Space suits offer little protection against the high levels of radiation. Rumors have spread across the Solar System about ancient and powerful technology that could be found there. There are also legends of ancient and powerful alien ghosts who protect the ruins. But no one has taken the risk or found a safe way to reach the planet.

Neptune

The surface of Neptune is covered with fetid stinking bogs and is home to the Neptunians, a strange and alien race. They might have been humanoid once but continuous genetic experimentation on themselves has left them twisted and alien. Some resemble Earth cephalopods with the ability to shoot energy beams from their eyes. Neptunians have little understanding of the other races of the Solar System. They routinely kidnap any other races and perform heinous experiments. The experiments are also a necessity for them. Because of the alterations they performed on their own race, they have become genetically unstable with numerous insanities and physical defects. Neptunians harvest the organs of other species and add them to their own genetic make up in order to create the master race of the universe. Neptunians are masters of biotech engineering and create most of their technology from living tissue.



Pluto

Pluto is a cold dark planet filled with mystery. No one knows for sure what is out there. There may be nothing or something ancient and evil beyond imagination. As far as anyone knows not even the Neptunians have ventured to Pluto. Perhaps it is something in the cosmic collective subconscious that warns sentient beings away from the planet.

Aliens, Foes, & Monsters



Ape Men of Callisto

Armor Class: 6[13]

Hit Dice: 3

Attacks: Radium War Club (1d6+3)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 5/240

Native: Jupiter

Special: Ape Men of Callisto may use the following meditations three times per day: *Healing Meditation*, *Protective Meditation*, and *Combat Coordination*. They may use *Confusion* once per day.

The savage Ape Men of Callisto are at constant war with their neighbors and Xarin of Jupiter. They are capable fighters with powerful psychic abilities. Callisto is an arboreal moon with mighty and ancient forests.

Note: If the Game Master wishes to allow Ape Men as a player character option, they may be *Star Knights* or *Alien Mystics*.

Asteroid Pirates

Armor Class: 7[12]

Hit Dice: 2

Attacks: Laser Pistol (1d6+2) or Sword (1d6)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 2/30

Native: Asteroid Belt

Special: None

Many come to the asteroid belt seeking fortune but too many fall on hard times and become desperate. While others are on the run from the law and just looking for one more criminal enterprise. Asteroid Pirates are a constant threat to shipping and small mining outposts in the Belt.

Atrax Courtier

Armor Class: 7[12]

Hit Dice: 3

Attacks: Laser Pistol (1d6+2) or Poisoned Mono-Dagger (1d6)

Total Attack Bonus: +3

Saving Throw: 16 (+2 versus Mind Control and similar abilities)

Move: 12

HDE/XP: 4/120

Native: Saturn

Special:

- Atrax Courtiers are capable of using the following Gifts/Meditations three times per day: *Charm Person*, *Detect Thoughts*, and *Hold Person*. They may use *Neutralize Poison* once per day.
- **Atrax Poison:** On a failed Saving Throw, the victim falls unconscious for 1d6 hours. If successful then the victim has a -2 penalty to Saving Throws against mind affecting abilities for 1d6 hours.

The Atrax have pale blue skin and cat like eyes. Their movements are graceful and their wits, as sharp as their blades. They are cold blooded and cunning.

Beast Men

Armor Class: 7[12]

Hit Dice: 2

Attacks: 2 Claws (1d6+2)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 2/30

Native: Venus

Special: +2 to Save versus Psychic abilities.

The Beast Men are nearly mindless savages who hunt in packs throughout the jungles and ruins of Venus. They are hirsute brutes with little fear and virtually no reason. They are a constant threat to travelers, researchers, and explorers.

Brain Masters

Armor Class: 3[16]

Hit Dice: 3

Attacks: Disintegration Ray (1d6 plus make a Saving Throw at +4 or be disintegrated)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 5/240

Native: Mars/Mystery Planet XIII

Special: None but many use special devices and gadgets

The Brain Masters have slim, diminutive, and weak bodies with large heads that resemble pulsating human brains and bulging eyes. They survive in special exoskeleton suits which serve as armor and a life support system. The Brain Masters are a wholly evil and alien race. They hate everyone and feel they are the most superior species in the universe.

Death Vines

Armor Class: 6[13]

Hit Dice: 3

Attacks: 4 Vines (1d6 plus Saving Throw or be entangled.)

Total Attack Bonus: +3

Saving Throw: 16

Move: 0

HDE/XP: 3/60

Native: Venus

Special: Entangle: If a character is entangled by a Death Vine, the character cannot move but can

attack the vine. While the character is entangled, the Death Vine automatically causes damage. The characters may free themselves with a successful Saving Throw.

Carnivorous mutant plants found widely in the Venusian jungles. Death Vines are writhing mass (10 foot radius) of briars and tendrils. There have been reports of even larger specimens deep in the jungle.



Duplibots

Armor Class: 6[13]

Hit Dice: 5

Attacks: By Weapon

Total Attack Bonus: +5

Saving Throw: 14

Move: 12

HDE/XP: 6/400

Native: Mystery Planet XIII

Special: Disguise: A Duplibot can change its appearance to that of any humanoid it has seen. This change takes 1 round. The Duplibot does not have any of the special abilities, skills, or knowledge of the original, only its appearance.

The Duplibots are constructs of the Brain Masters. They are used to undermine and spy on the enemies of the Brain Masters. Duplibots have been programmed for infiltration and assassination. A Duplibot appears as a gray featureless humanoid in its normal form.

Earth Authority Trooper

Armor Class: 6[13]

Hit Dice: 2

Attacks: Laser Rifle (2d6)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 2/30

Native: Earth

Special: None

The Earth Authority is always attempting to increase its influence across the Solar System. The only face of the Earth Authority most colonists see is that of the heavily armed and armored troopers.



Fire Bug

Armor Class: 7[12]

Hit Dice: 1

Attacks: Bite (1d6)

Total Attack Bonus: +1

Saving Throw: 18

Move: 12

HDE/XP: 2/30

Native: Mercury

Special:

- Immune to acid, fire, and heat damage. Lasers and similar weapons do half damage.
- When killed a Fire Bug explodes causing 2d6 damage to all characters within 20 feet of it. Characters may attempt a Saving Throw for half damage.

Fire Bugs resemble Earth dung beetles made from stone. They are about the size of an average Earth dog. Fire Bugs are territorial and very aggressive.

Gorox

Armor Class: 4[15]

Hit Dice: 6

Attacks: Bite (1d6+3) or Breath Weapon

Total Attack Bonus: +6

Saving Throw: 13

Move: 15

HDE/XP: 8/800

Native: Venus

Special: Breath Weapon: Once per day, a Gorox can spew out a 30 foot cone of acidic bile and poisonous snake-worms. The acidic bile does 3d6 damage (Saving Throw for half damage). Each character within the area of effect of the breath weapon is attacked by 1d6 Snake-Worms. *Snake-Worm: AC: 8[11], HP: 3, Attacks: Bite (1 point of damage) plus attempt a Saving Throw at +4 or die from poison in 1d6 hours, Save: 19, Move: 6.*

The Gorox is a six-legged reptile that stands nearly 9 feet tall at the shoulder. They roam the jungles of Venus primarily eating bugs and snake-worms. The snake-worms evolved a unique defense mechanism against the Gorox. The snake-worms are eaten but they have become immune to the Gorox's digestive juices. The snake-worms survive in the stomach of the Gorox much like an Earth tape worm. As a defense mechanism, the Gorox can projective vomit a mixture of acidic bile and poisonous snake-worms.

Gorox are giant scavenging omnivores and not predators. They are however very territorial and easily angered.

Green Martian

Armor Class: 6[13]

Hit Dice: 4

Attacks: 2 Swords (1d6) or Laser Rifle (2d6)

Total Attack Bonus: +4

Saving Throw: 15

Move: 12

HDE/XP: 4/120

Native: Mars

Special: None

Green Martians are tall, four-armed humanoids. They have general hatred of the Red Martians and a disdain for other humanoids who visit the Red Planet. They view them as weaklings and interlopers into Martian affairs.

Hawk Men of Io

Armor Class: 7[12]

Hit Dice: 2+1

Attacks: Sword (1d6) or Laser Rifle (2d6)

Total Attack Bonus: +2

Saving Throw: 17 (+2 versus Fear and similar effects)

Move: 12/12(Flying)

HDE/XP: 3/60

Native: Jupiter

Special: None

The Hawk Men of Io are winged humanoids and brave warriors. They are known for their near foolhardy bravery and willingness to dive head first (some times literally) into battle. They live in the floating cloud cities of Io. This is where Xarin stole the technology for his city-palace on Jupiter.

Note: At the Game Master's discretion, the Hawk Men could be a player character race. Generally, they would be considered *Alien Brutes*. Substitute Flying for Keen Senses.



Jovian Overseer

Armor Class: 7[12]

Hit Dice: 3

Attacks: Laser Pistol (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 3/60

Native: Jupiter

Special: None

Jovians are green-skinned, red-eyed humanoids with sharp canine teeth. Jovian Overseers supervise the factories and war machines of the Jovian Empire. They also act as the commanders for the Jovian Robot Legions. Jovian Overseers are usually skilled in some form of science.

Lava Lord

Armor Class: 2[17]

Hit Dice: 1+1

Attacks: Lava Ray (1d6+2) plus target must make a Saving Throw or have their armor's effectiveness reduced by one.

Total Attack Bonus: +1

Saving Throw: 18

Move: 12

HDE/XP: 3/60

Native: Mercury

Special:

- Immune to acid, fire, and heat damage. Lasers and similar weapons do half damage.
- Double damage from cold based attacks.
- Hide in Stone: There is 1 in 6 chance that Lava Lords may surprise a party of adventurers if the Lava Lord is able to hide in area fill with large boulders and other rocky outcroppings.

Lava Lords are spiteful beings of fire and stone. They rule Mercury but are unable to venture from their planet. They require the radiation from the Sun to survive. Lava Lords appear as humanoid shaped beings made of stone and lava.

Lion Men of Ganymede

Armor Class: 6[13]

Hit Dice: 3

Attacks: 2 Claws (1d6) or Laser Pistol (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16

Move: 15

HDE/XP: 4/120

Native: Jupiter

Special: Low Light Vision

Lion Men are feline humanoids who inhabit the jungle moon of Ganymede. They have their own matriarchal kingdom and hate the Jovians as much as they hate the Ape Men and Hawk Men.

Note: At the Game Master's discretion, Lion Men may be a player character as *Alien Brutes*.

Living Lava

Armor Class: 6[13]

Hit Dice: 5

Attacks: 2 x Molten Pseudopod (1d6+3)

Total Attack Bonus: +5

Saving Throw: 14

Move: 9

HDE/XP: 6/400

Native: Mercury

Special:

- Immune to acid, fire, and heat damage. Lasers and similar weapons do half damage.
- Double damage from cold based attacks.

Living Lava is a strange gigantic protozoan creature. It has no intellect and only the necessary instincts to survive. It lashes out at nearby prey with pseudopods of molten lava.

Lunar Syndicate Thug

Armor Class: 7[12]

Hit Dice: 2

Attacks: Laser Pistol (1d6+2) or Mono-Dagger (1d6)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 2/30

Native: Earth

Special: None

These thugs are the foot soldiers and enforcers of The Lunar Syndicate. They've got their fingers in every pie in the Solar System from the shadowy back alleys of Lunar City to the techno-neon concourses of Durango Station to the Atrax pleasure slave market.

Make no mistake. These run of the mill street thugs. They are professionals.

Mad Scientist

Armor Class: 5[14]

Hit Dice: 3

Attacks: Turbo-Laser Pistol (1d6+3)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 3/60

Native: Varies

Special: Varies

True scientific advancement isn't for the faint of heart. It takes study, dedication, and a complete disregard for the safety of others.

Mad Scientists are always pushing the boundaries of science, technology and understanding. They mean well but their breakthroughs are dangerous and even more dangerous if they fall into the wrong hands.

Some construct secret labs into the Asteroid Belt to work in solitude and away from the prying eyes governments and competitors.



Mantis Ray

Armor Class: 2[17]

Hit Dice: 3+1

Attacks: Mandibles (1d6+1) and Tail Spines (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16

Move: 6/15 (Flying)

HDE/XP: 4/120

Native: Neptune

Special: None

This bizarre Neptunian creature resembles a flying manta ray with a chitinous exoskeleton, mandibles and a stinging tail. Its normal tactic is to swoop down from the clouds and attack its prey.

Martian Dust Worms

Armor Class: 2[17]

Hit Dice: 12

Attacks: Bite (5d6)

Total Attack Bonus: +12

Saving Throw: 7

Move: 24

HDE/XP: 12/2000

Native: Mars

Special: Swallow: If the Dust Worm's attack is successful, the target must make a Saving Throw or be swallowed by the creature. Swallowed creatures take 1d6 damage per round from the worm's digestive juices. The victim may attempt to cut their way out of the worm with a normal attack roll. The victim must do a total of 20 points of damage before he has cut himself free. The victim's allies may attempt to help but if they do, any damage is halved but added to the 20 points required for the victim to be freed.

These gigantic worms thrive deep in the deserts of Mars. There have been reports of worms longer than 100 feet but the largest known specimen was only 60 feet in length. It is unknown what could sustain such large creatures in the desert. It is believed to be some mysterious effect left behind by the Brain Masters. Both Red and Green Martians hunt the Dust Worms for food, leather, and other by products.



Neptunian Abomination

Armor Class: 3[16]

Hit Dice: 7

Attacks: 4 Tentacles (1d6+2)

Total Attack Bonus: +7

Saving Throw: 12

Move: 15

HDE/XP: At least 7/600

Native: Neptune

Special: Varies

The Neptunians constantly conduct bizarre biological experiments. The results of these experiments usually end up being a monstrosity or other unimaginable horror.

These are the stats for an "average" abomination for quick use. Game Masters are encouraged to come up with whatever insane beast they want.

Neptunian Surgeon

Armor Class: 5[14]

Hit Dice: 4

Attacks: 4 Laser Scalpels (1d6) or Eye Laser (2d6), Range 30 Feet.

Total Attack Bonus: +4

Saving Throw: 15

Move: 12

HDE/XP: 6/400

Native: Neptune

Special:

- **Redundant Organs:** Neptunian Surgeons routinely add extra internal organs to themselves and others. When a Neptunian Surgeon is hit with any attack, it may make a Saving Throw for half damage.
- **Alien Telepath:** Neptunian Surgeons may use *Detect Thoughts* at will. Any being attempting telepathic communications with a Neptunian must make a Saving Throw or be under the effects of *Confusion* for 2d6 minutes.

Many Neptunians have a central blob-like body surrounded by a mass of tentacles. They kidnap other species just for the sake of experimentation. They even perform all manner of strange experiments on their own kind.

Plant Men

Armor Class: 8[11]

Hit Dice: 2

Attacks: Improvised Weapon (1d6)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 2/30

Native: Mars

Special: Immune to Telepathy, Mind Control, and similar abilities.

An artificial species created by the Brain Masters for unknown reasons. They can be found in the ancient ruins performing what seem to be repetitive and mysterious tasks. They have some form of mental communication but psychics are unable to create any form telepathic link with a Plant Man. If left alone, Plant Men will continue to perform their tasks but if an interloper does anything to disrupt their routine, they will fly into a berserk rage and attack any and all outsiders.

Psychic Vampire Worm

Armor Class: 7[12]

Hit Dice: 3+1

Attacks: Bite (1d6+Psychic Drain)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 4/120

Native: Venus

Special: Psychic Drain: When a Psychic Vampire Worm bites a victim the worm may be able to create a link and psychically drain the victim. The victim attempts a Saving Throw, if successful then the victim has resisted the link. If the roll failed then the link is established. Each round the victim loses his highest level Gift or Meditation (as if the character had used the ability). If the character has no Gifts or Meditations then the character loses one point of Intelligence, Wisdom or Charisma (determined randomly). If any ability scores reach 0 then the character dies. If the character survives, these

points return at a rate of one per day. The link is broken when either the worm or the victim dies. A Psychic Vampire Worm has no limit on the number victims that it can drain at one time.

These 12-foot long snake-like creatures slither through the jungles of Venus feeding off the psychic energy of living creatures. Psychic Vampire Worms can sustain themselves on non-sentient creatures but when a sentient creature enters their territory they immediately attack. They are especially prone to attack any creature with mystical or psychic type powers first.

Red Martian Warrior

Armor Class: 6[13]

Hit Dice: 3

Attacks: Mono-Sword (1d6+1) or Laser Pistol (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 3/60

Native: Mars

Special: None

Red Martians are known for their bravery, honor and hatred of the Green Martians. They enjoy conflict and are skilled with blade and laser. They can make powerful allies and dangerous foes.

Riding Lizard

Armor Class: 7[12]

Hit Dice: 4

Attacks: Bite (1d6+2)

Total Attack Bonus: +4

Saving Throw: 15

Move: 15

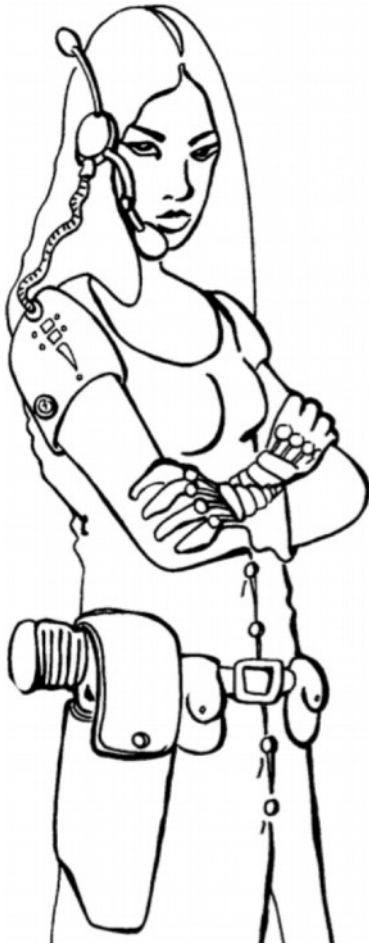
HDE/XP: 4/120

Native: Mars

Special: None

This bizarre six-legged lizard is the size of a large Earth horse. It is the usual mount used by Martians and explorers to cross the vast Martian deserts.





Robot Legionnaire

Armor Class: 3[16]

Hit Dice: 2

Attacks: Laser Pistol (1d6+2) or Robot Claws (1d6)

Total Attack Bonus: +2

Saving Throw: 17

Move: 12

HDE/XP: 3/60

Native: Jupiter

Special: Robot immunities (psychic, poison, disease etc.)

Robot Legionnaires are the shock troops and foot soldiers of Xarin of Jupiter. They can operate independently or under the orders of a Jovian Overseer.

Xarin is always experimenting with new models of Legionnaires. There are rumors he has created stealth and heavy weapon Legionaries as well as a giant model standing over 30 feet tall.

Solar Marshal

Armor Class: 5[14]

Hit Dice: 3+1

Attacks: Laser Pistol (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16

Move: 12

HDE/XP: 3/60

Native: Varies

Special: None

The only representative of law in the frontiers of space. Part lawman. Part bounty hunter. All tough hombre.

Star Spider

Armor Class: 3[16]

Hit Dice: 6

Attacks: Bite (1d6+2) plus Poison

Total Attack Bonus: +6

Saving Throw: 13

Move: 12

HDE/XP: 8/800

Native: Saturn

Special:

- **Web:** A Star Spider may shot a sticky, poison-infused web 3 times per day (Range: 60 feet). It makes an attack roll, if successful the target must make two Saving Throws. The first Saving Throw is to see if the target is entangled in the web. If this roll fails then the target is entangled in the web and will need 1d6 rounds to extract themselves. The second roll is to see if the target is affected by the poison. Even if the target makes the first Saving Throw, the second still needs to be made but with a +4 bonus. If the target fails the Saving Throw against the poison then the target is unconscious for 1d6 hours.
- **Poison:** The bite of a Star Spider is highly venomous. Victims take an addition 2d6 damage when bitten. A successful Saving Throw halves the additional damage.

Star Spiders look like gigantic Earth spiders. They are highly intelligent for animals and it may be possible that they could be considered primitive sentient beings.

Venusian Dissident Scientist

Armor Class: 8[11]

Hit Dice: 3

Attacks: Laser Pistol (1d6+2)

Total Attack Bonus: +3

Saving Throw: 16 (+2 versus Gifts, Meditations, and similar abilities)

Move: 12

HDE/XP: 4/120

Native: Venus

Special: A Venusian Dissident Scientist may use the following Meditations once per day: *Detect Life, Healing Meditation, Protective Meditation*.

Advanced scientific research is illegal on Venus but that doesn't stop a few from attempting it. While the scientist may not be that dangerous to a crew of seasoned adventurers, the scientist usually has some extremely dangerous creation nearby.

Venusian Dragon

Armor Class: 0[19]

Hit Dice: 10

Attacks: 2x Claws (3d6) and Bite (4d6)

Total Attack Bonus: +10

Saving Throw: 9

Move: 21

HDE/XP: 13/2300

Native: Venus

Special:

- **Armored Behemoth:** A Venusian Dragon's thick scaly skin is nearly impossible to penetrate. Normal sand-held weapons do 1 point of damage. Large weapons such as those found on a space ship do normal damage.
- **Breath Weapon:** Three times per day, a Venusian Dragon breathes a fiery cone of radioactive energy (100 feet long and 30 feet wide). It does 6d6 damage. Characters may attempt a Saving Throw for half damage. The breath weapon is powerful enough to damage a space ship.

These huge creatures roam the surface of Venus. They attack anything that wanders across their path including a space ship. They have been known to attack the domed cities on Venus with catastrophic results. A few specimens have been observed that have wings.

Venusian Psychic

Armor Class: 8[11]

Hit Dice: 1+1

Attacks: Laser Pistol (1d6+2)

Total Attack Bonus: +1

Saving Throw: 18 (+2 versus Gifts, Meditations, and similar abilities)

Move: 12

HDE/XP: 2/30

Native: Venus

Special: A Venusian Psychic may use the following Gifts/Meditations once per day: *Detect Thoughts, Healing Meditation, Stupor*.

Most Venusians won't resort to violence except in self defense. Many may not be experts with a laser pistol but with their psychic abilities can make them formidable opponents.

White Apes

Armor Class: 6[13]

Hit Dice: 4+1

Attacks: 2x Claw (1d6) and Bite (1d6+2)

Total Attack Bonus: +4

Saving Throw: 15

Move: 12

HDE/XP: 5/240

Native: Mars

Special:

The White Apes of Mars are savage and cunning predators resembling large albino Earth gorillas. They prefer meat since there is so little vegetation on Mars. They usually hunt in pairs and often ambush their prey. Some explorers have reported primitive tool use by the White Apes but many dismiss this as just another tall tale from the wastes of Mars. Or is it?

Introductory Adventure: The Lost Mines of the Brain Masters

After reports of strange seismic activity deep in the Martian desert, noted scientist Dr. Phineas Strombender mounted an expedition to discover the source of the Mars quakes. Dr. Strombender's expedition has gone missing and the player characters have been hired to locate the scientist and possibly discover the source of the tremors.

Getting the player characters involved shouldn't be too difficult. If they are Solar Marshals then they are assigned to locate the expedition. If they are a mercenary crew then they could be hired by the family of Dr. Strombender or a member of the expedition or a wealthy Martian noble who financed the expedition.

If the player characters ask, the expedition consisted of Dr. Strombender, six assistants, and a dozen Red Martian Warriors.

Each member of the party is given a Martian riding lizard. Plus the party is given an additional riding lizard to act as a pack animal. They are given enough food and water to last two weeks in the Martian desert. If the player characters have a space ship and think about taking that into the desert, the Game Master should remind them that the Martian dust tends to foul up the engines and Green Martian war parties have been know to shoot down low flying ships. Also, they will be unable to look for any clues from the air. If they insist then it's OK to foul up the engines and have them get shot at plus they're going to have to leave the ship unattended while they explore the Lost Mines.

What happened: A war party of Green Martians attacked the expedition's camp. The scientists fled inside of the mines while the Red Martians did their best to defend them. A few of the surviving Red Martians made it into the mines and the Green Martians followed. The fight disturbed the Plant Men inside and things went bad from there.

The Lost Mines are an old Brain Master research facility. They were experimenting on a way to make the Martians more docile slaves by implanting a special control crystal into the brains of subjects. The experiments were a failure and interrupted by the Red Martian rebellion. The imperfect technology has been laying here for centuries.

The Crystal Implants were designed for Martian brains but are imperfect. When implanted they turn a Martian into a crazed killer. If a crystal is implanted in a non-Martian then roll on the following chart at random intervals or when ever it might be interesting. The crystals do not affect robots but Plant Men my try to implant a crystal in a robot.

1	Stare quietly ahead.	7	Scream.
2	Babble incoherently.	8	Sleep.
3	Recite an old nursery rhyme over and over in Martian.	9	Rants incoherently. Gets violently angry when misunderstood.
4	Silently follows random chatterer.	10	Acts like a very angry monkey.
5	Chases invisible butterflies.	11	Wander about aimlessly.
6	Recite a series of complex mathematical equations.	12	Attack any being on sight including own reflection.

There are no "traditional" methods to remove a crystal once it has been implanted.

The Search

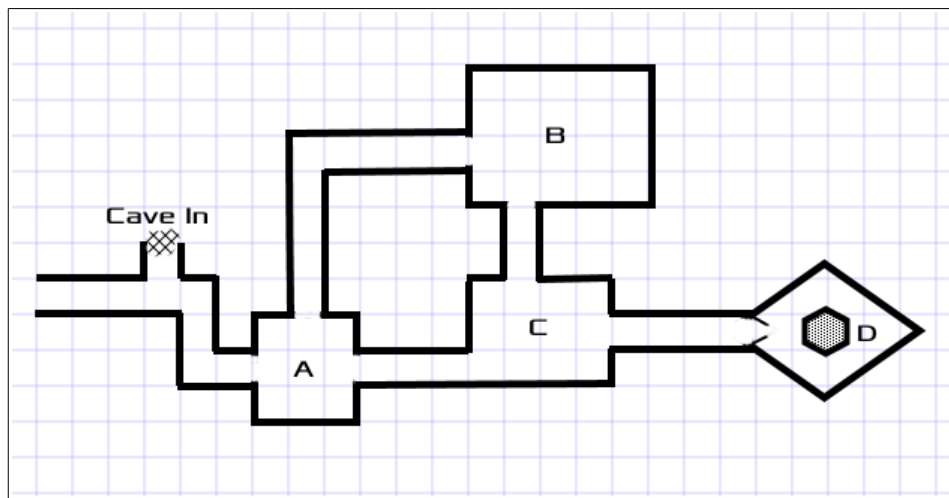
The first two days of the search are uneventful. On days three to five there is a 1 in 6 that the party encounters a Green Martian scouting party (2 x Green Martians: AC: 6[13] HD: 4 (14 HP), Attacks: +4 To-Hit 2 Swords(1d6) or Laser Rifle (2d6), Saving Throw: 15, Move: 12, HDE/XP: 4/120). If the player characters take any of the Green Martians alive and attempt to question them. They will discover that the Green Martians do not know anything about the lost expedition but they are looking for a missing war band from their clan. On day six, the party discovers the expedition's camp site.

The Camp Site

The camp is in a small canyon in the desert. It's about 50 feet from the entrance to the Lost Mines which can be easily seen from the camp. The place is in complete ruins. Even with a quick glance, the characters will know that this was the scene of a violent attack. Equipment is broken and strewn every where. The bodies of half a dozen Red Martian Warriors lay dead at the scene. The tents have been collapsed on the ground. Hiding under the collapsed tents are two Crystal-Implanted Green Martians. They are dirty and coated with dry caked blood. They have a blank look in their eyes and a strange pulsating crystal implanted into their foreheads.

Crystal-Implanted Green Martian: AC: 7[12] HD: 2 (HP: 7), Attacks: +2 To-Hit 2 Swords(1d6), Saving Throw: 17, Move: 12 HDE/XP: 2/30

Level 1



All of the walls on Level 1 are rough hewn stone except for Chamber D which is finished stone. There are radium torches every 20 feet in the hallways giving off illumination. The chambers are lit with some form of indirect lighting.

Cave in: This passage has collapsed and is filled with rubble. If the player character feel like digging through let them. There's nothing there.

Chamber A: One of the Earthling members of the expedition is standing in the middle of the room. He has a pulsating crystal implanted in his forehead. He is staring blankly at the exit of the room. He will not interact with characters. The Game Master may roll on the precious Crystal Implant Chart whenever it seems appropriate and interesting. If a lot of noise is created then the Red Martians in Chamber C rush into this room.

Scattered about the room are various bits of equipment. If the characters search through the gear they will find: 2 Radium Torches (Provides light for 24 hours), a shovel, a pickaxe, and 12 Astro-Food Bars (each bar will feed one being for one day).

Chamber B: The entrances to this room have been barricaded. A quick inspection will reveal that the barricades are meant to keep something in the room from escaping. If the characters do not attempt to quietly get through the barricades then they will alert the four implanted Green Martians within.

Crystal-Implanted Green Martian (4): AC: 7[12] HD: 2 (HP: 7), Attacks: +2 To-Hit 2 Swords(1d6), Saving Throw: 17, Move: 12 HDE/XP: 2/30

There used to be some equipment in this room but the Green Martians have destroyed it. If the characters search them they will find (besides 4 swords) 20 EP worth of Martian jewelry and a strange glowing five sided crystal rod approximately 6 inches long and 1 in inch in diameter. This is Key A for the portal located in Chamber G of Level 2.

Chamber C: If a lot of noise is created in Chamber A then the 3 Crystal-Implanted Red Martians will storm into Chamber A.

Crystal-Implanted Red Martian (3): AC: 6[13] HD: 1+1 (HP: 5), Attacks: +2 To-Hit Mono-Sword (1d6+1), Saving Throw: 18, Move: 12 HDE/XP: 2/30

This chamber is covered in blood, There are 3 Crystal-Implanted Red Martians and four very dead and dismembered Earthlings.

Besides the Red Martians' weapons, there is 50 EP worth of Martian jewelery, two laser pistols, 50 EP in cash, and a glowing crystal rod with seven sides. It is similar to the one found in Chamber B.

Chamber D: This room is closed off by two double doors of alien manufacture. The doors are locked. There are no handles, knobs, or holes in the doors. There are some scratches where the doors meet. There are also two crowbars on the ground. They are slightly bent and show signs of wear. Getting through the doors:

- Any character with technological or criminal skills can examine the doors and determine that there is no mechanism on this side of doors.
- If the characters attempt to use brute force. Four characters at most may attempt to pry open the doors at the same time. Each character divides their Strength score by five (rounded up) and rolls that many d6. If total rolled on all the d6's is 50 or more then they have pried open the doors.
- If the characters attempt to shoot their way through door with laser guns. The doors have 100 HP. Each time the doors are shot there is a 1 in 6 that the shot ricochets. There is a 1 in 10 chance that each ricochet will hit a random character.
- Any character with psychic or mental powers who thinks "Open" and makes a successful Saving Throw will cause the doors to open.
- If the characters wait long enough, a pair of Planet Men will arrive in the room and open the doors.

This room is clean and well lit. There is hexagonal platform in the middle of the room and a three-foot tall control pylon between the platform and the doors. And two Security Bots. The Bots will attack the player characters except any character who happen to be carrying one of the pulsating crystals (if they removed them from the heads of the victims) or one of the keys to the Portal on Level 2. The Bots will attacks those characters only in self defense.

Security Bots (2): AC: 3[16] HD: 1 (HP: 4), Attacks: +2 To-Hit Ray Gun (1d6+1) Range: 30 feet, Saving Throw: 17, Move: 15 (Flying), Special: Immune to poison, disease, and mind affecting abilities, HDE/XP: 3/60

The control pylon has three buttons: Red, Green, and White. The Red Button activates the teleport platform after a couple of seconds which can take the characters to Level 2. The White Button opens and closes the doors of this room. The Green Button sounds the alarm and puts Level 2 on alert. (Remember, the pylon was made by aliens. Earthlings usually think red means stop or danger but Martian characters will tell them that every Martian child knows that GREEN means stop and danger.)

Every hour, two Plant Men use the teleporter from Level 2. They will look around the room. If there is

no one there then they will teleport back to Level 2. If they see the characters, the Plant Men will walk up to them and point at the platform with their stun sticks. If the characters go along then they are taken to Level 2 and escorted to the Holding Cells (Chamber E). If the characters don't go voluntarily then the Plant Men will attack and attempt to take the characters prisoner.

Plant Men (2): AC: 8[11], HD 2 (7 HP), Attacks: +2 To-Hit Stun Stick (1d6 "non-lethal" damage), Save: 17. Move: 12, Special: Immune to telepathy, mind control, and similar abilities, HDE/XP: 2/30

Other than their Stun Sticks, the Plant Men have no treasure. One of them should have a three-sided crystal rod. This is the third and final key to the portal on Level 2. If the player characters don't encounter Plant Men in this room then have the another Plant Man they encounter have it.

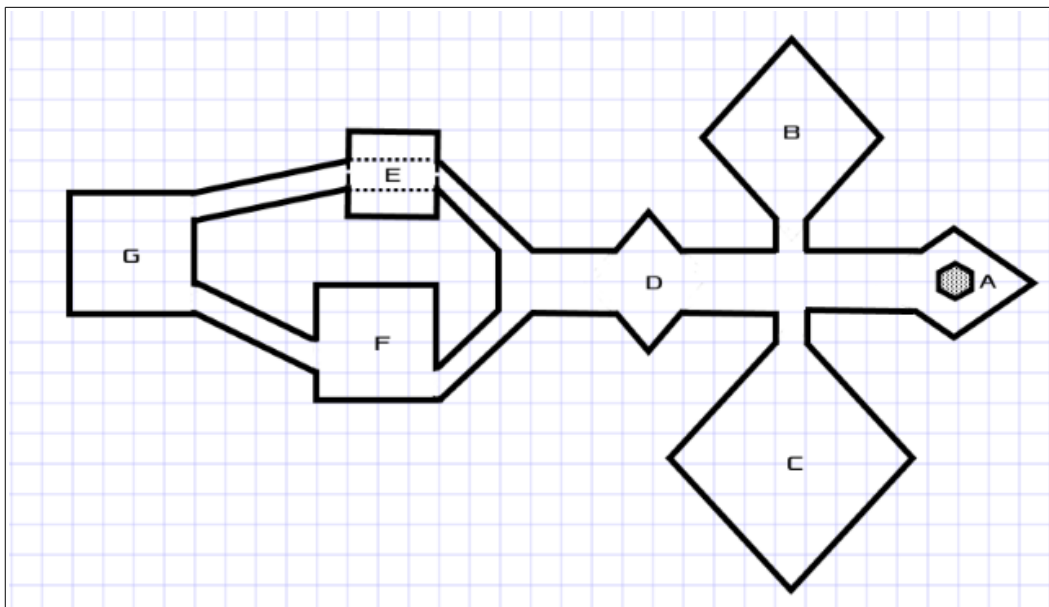
Level 2

The walls, floor, and ceilings of Level 2 are made from a smooth white material that gives off a gentle glow, lighting the area.

Security Bots patrol Level 2. There is a 1 in 6 chance every 5 minutes for the characters to encounter one. These Security Bots follow the same protocols as those in Chamber D on Level 1.

Plant Men constantly walking around Level 2. A couple should pass by the characters every minute or so. If the player characters do not interfere with the Plant Men then the Plant Men will ignore them.

If the player characters set off the alarm then all of the Security Bots from Chamber B are active and have moved to Chamber D. They will fire their weapons at anyone who exits Chamber A. Plus any Security Bot encountered will attack the player characters. The Bots will remain on alert for 1d6 hours.



Chamber A: This room is nearly identical to Chamber D above. Except the control pylon has only Red and Green Buttons. There are no doors to this room. There are two Security Bots in this room. If the alarm has been raised or the characters are not escorted by Plant Men, the bots will attack.

Security Bots (2): AC: 3[16] HD: 1 (HP: 4), Attacks: +2 To-Hit Ray Gun (1d6+1) Range: 30 feet, Saving Throw: 17, Move: 15 (Flying), Special: Immune to poison, disease, and mind affecting abilities, HDE/XP: 3/60

Chamber B: This room is filled with racks holding Security Bots. Only six are operational and will react if disturbed by the characters or if the bots are on alert. There are a dozen more Security Bots in the room in various stages of disrepair and damage. A technologically skilled character could scavenge enough functioning parts to build their own Security Bot.

Security Bots (6): AC: 3[16] HD: 1 (HP: 4), Attacks: +2 To-Hit Ray Gun (1d6+1) Range: 30 feet, Saving Throw: 17, Move: 15 (Flying), Special: Immune to poison, disease, and mind affecting abilities, HDE/XP: 3/60

Chamber C: This room is dark. Mysterious vine or tentacle type growths hang from the ceiling. There are a dozen Plant Men in this room. Each Plant Man is suspended by several of the growths. This is how the Plant Men feed and rest. The Plant Men will ignore the characters unless something violent happens. If any of the characters touch the growths, then they will come alive and 1d6 Feeding Vines will "attack" the character.

Feeding Vines: AC: 7[12], HD: 1 (4 HP), Attacks: +1 To-Hit Vine (Save or have Feeding Vine attach to part of the character's body, causing 1 point of damage), Save: 19, Move: 0, HDE/XP: 1/10, Special: A Feeding Vine attached to a character heals the character 1 HP per round. Unfortunately, the character has also been implanted with a Plant Man seed. In 1d6 days, the character will have terrible abdominal pains (-2 to attack rolls and Saving Throws) and 1d6 days after that a mutant hybrid Plant Man will burst out of the character's abdomen and go on a killing rampage. The character could get help at any advanced medical facility, if there is one available.

Plant Men (12): AC: 8[11], HD 2 (7 HP), Attacks: +2 To-Hit Fist (1 point of damage), Save: 17. Move: 12, Special: Immune to telepathy, mind control, and similar abilities, HDE/XP: 2/30

Chamber D: There are two Security Bots stationed here (unless the alarm was raised). They will follow the same attack protocols as the Security Bots in Chamber D on Level 1.

Security Bots (2): AC: 3[16] HD: 1 (HP: 4), Attacks: +2 To-Hit Ray Gun (1d6+1) Range: 30 feet, Saving Throw: 17, Move: 15 (Flying), Special: Immune to poison, disease, and mind affecting abilities, HDE/XP: 3/60

Chamber E: If the characters were captured by the Plant Men then they were escorted to these holding cells. There are three Red Martians and an Earthling in the cells whom the characters can recruit for help (AC: 9[10] HD: 1+1 (HP: 5), Attacks: +1 by Weapon, Saving Throw: 18, Move: 12). There are two Security Bots guarding the area.

Security Bots (2): AC: 3[16] HD: 1 (HP: 4), Attacks: +2 To-Hit Ray Gun (1d6+1) Range: 30 feet, Saving Throw: 17, Move: 15 (Flying), Special: Immune to poison, disease, and mind affecting abilities, HDE/XP: 3/60

Escaping from the cells shouldn't be too difficult. The Plant Men did not search the characters. Any character with technological or criminal skills can unlock the doors. Strong characters could bend the bars with a Saving Throw. And like the doors on Level 1, a psychic character could "think" them open.

Chamber F: This is a bloody surgical lab with strange alien devices. Dr. Strombender is strapped to the table. Four Plant Men are about to implant a crystal into the scientist. They turn and attack the party when they enter the room.

Plant Men (4): AC: 8[11], HD 2 (7 HP), Attacks: +2 To-Hit Laser Scalpel (1d6), Save: 17. Move: 12, Special: Immune to telepathy, mind control, and similar abilities, HDE/XP: 2/30

If the characters search the room, they will find three jars of bright green slime that smells like mustard (if a jar of slime is applied to a wound, it will heal 1d6 damage), an antique disintegrator pistol (Damage: 3d6, Range 30 feet, Ammo: Unlimited but if a Natural 2 is rolled on the attack roll, the weapon runs out of power and is useless. If a Natural 1 is rolled on the attack roll then the gun explodes causing 3d6 damage in a 10 foot radius.)

Chamber G: At one end of this room is 10 foot diameter ring standing on edge. Before it is a control pylon with three small openings (a 3-sided, 5-sided, and 7-sided). If all three keys are inserted into their appropriate opening then the portal will activate. An opaque energy field fills the ring and there is an ominous hum filling the room. The sound is deep and begins to resonate with the complex and start a Mars quake. The mines beings to collapse. Do the characters attempt to run out and escape? Do they jump through the portal? Where does it lead? Find out next week....

Pregenerated Characters

Name: Samantha "Sam" Spiker

Race: Earthling

Class: Gunslinger

Level: 2

Class Abilities: -1[+1] AC vs Ranged Attacks, Speed Load, Hair Trigger

Equipment: Light Armor, Energy Cells (4), Medkit (1), Deck of Cards, Astro-Food Bars (6)

Score Mod

Str	9		AC 6[13]
Dex	16	+1	Save 13
Con	13		HP 9
Int	12		
Wis	11		
Cha	10		

Attacks: Laser Pistol +2 (1d6+3)

Name: Duke Panzer

Race: Earthling

Class: Mercenary

Level: 2

Class Abilities: Combat Machine, +2 vs Poison & Death

Equipment: Medium Armor, Energy Cells (4), Medkit (1), Astro-Food Bars (12), Bottle of Cheap Whiskey

Score Mod

Str	16	+1	AC 5[14]
Dex	12		Save 13
Con	12		HP 10
Int	12		
Wis	10		
Cha	11		

**Attacks: +1 Laser Rifle (2d6)
+2 Mono-Dagger (1d6+1)**

Name: Jin

Race: Venusian

Class: Star Knight

Level: 2

Class Abilities: Star Sword Duelist, +2 Vs Gifts & Meditations, Meditation: 1-1st Level/Day (Healing)

Equipment: Light Armor, Venusian Meditation Crystals, Medkit (2), Astro-Food Bars (6)

Score Mod

Str	10		AC 7[12]
Dex	13		Save 14
Con	11		HP 10
Int	14		
Wis	16	+1	
Cha	9		

Attacks: Star Sword +1 (1d6+4)

Name: Kal Dugok
Race: Red Martian
Class: Mercenary
Level: 2
Class Abilities: Combat Machine, +2 vs Poison & Death
Equipment: Light Armor, Energy Cells (2), Medkit (2),

	Score	Mod	
Str	15	+1	AC 7[12]
Dex	14		Save 13
Con	13		HP 9
Int	10		
Wis	9		
Cha	8		

Attacks +2 Mono-Sword (1d6+2)
+1 Laser Pistol (1d6+2)

Name: Professor Zander
Race: Earthling
Class: Scientist
Level: 2
Class Abilities: Doctor (5), Engineer (6), Roboticist (6), Scholar (5)
Equipment: Light Armor, Energy Cells (2), Med Kit (2), Tool Kit

	Score	Mod	
Str	8		AC 7[12]
Dex	9		Save 14
Con	12		HP 7
Int	15	+1	
Wis	14		
Cha	13		

Attacks: +0 Laser Pistol (1d6+2)

Mr. Chuckles the Robot Valet: AC: 8[11], HD 2 (7 HP), Attacks: +2 Robo-Pincers (1d6-1), Save: 17. Move: 12, Special: Robot Immunities, Enhanced Sensors and Data Base.

Name: Ral Fet
Race: Red Martian
Class: Aristocrat
Level: 2
Class Abilities: Silver Tongue, Powerful Speaker, +2 vs Mind Affecting abilities.
Equipment: Light Armor, Energy Cells (2), Medkit (2),

	Score	Mod	
Str	12		AC 7[12]
Dex	12		Save 13
Con	10		HP 7
Int	9		
Wis	11		
Cha	14		

Attacks: +0 Laser Pistol (1d6+2)
+0 Mono-Sword (1d6+1)

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