



GREEN RONIN
PUBLISHING

SOURCEBOOK

GRR9026E



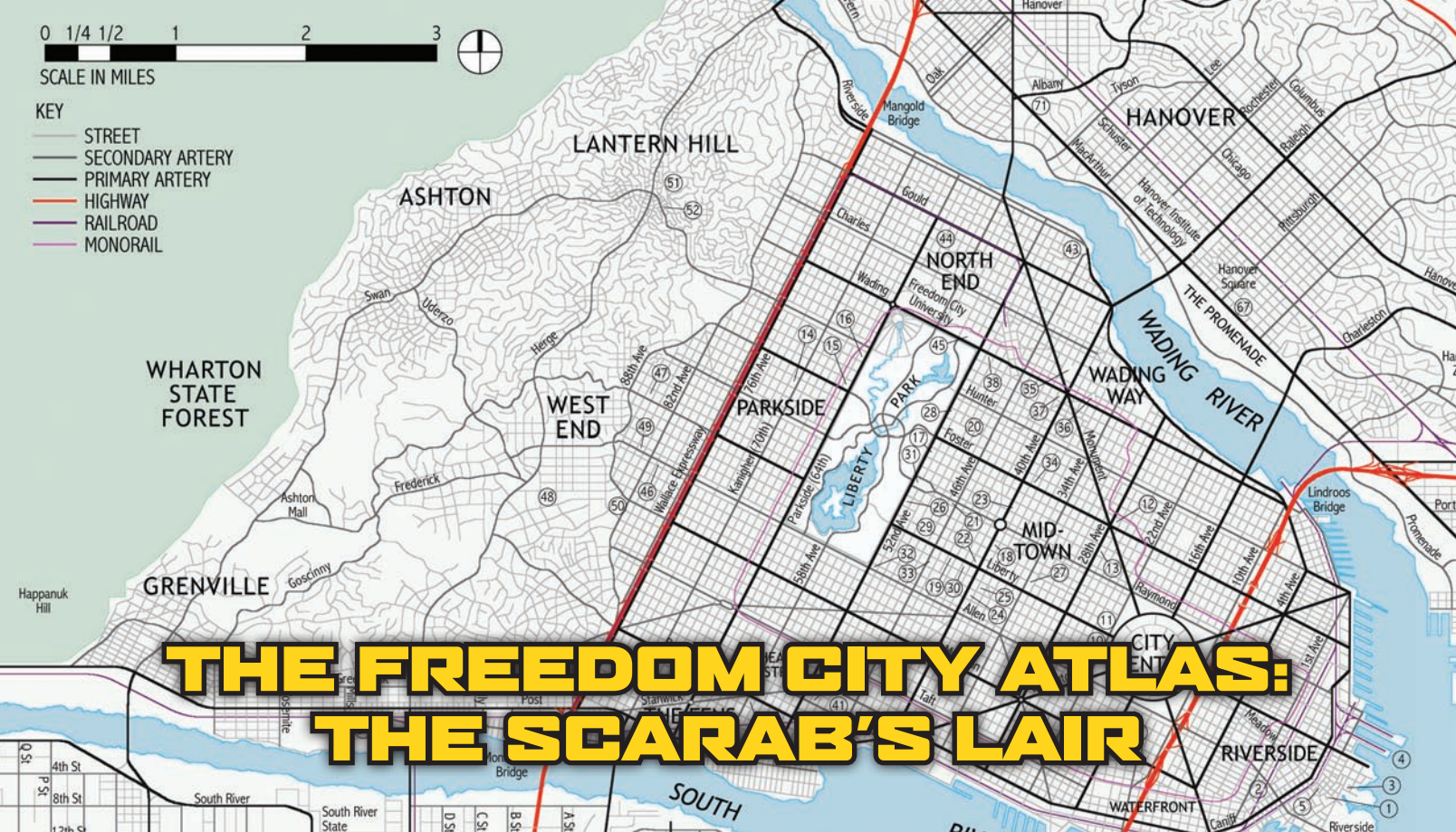
MUTANTS & MASTERMINDS

FREEDOM CITY ATLAS:

SCARAB'S LAIR



SOURCEBOOK



A GREEN RONIN PRODUCTION

Design **Steve Kenson and Phillip Lienau**

Development **Steve Kenson**

Graphic Design & Art Direction **Hal Mangold**

Editing **Chris Pramas**

Cartography **Phillip Lienau**

Interior Art **Andy Smith**

Publisher **Chris Pramas**

Green Ronin Staff **Chris Pramas, Nicole Lindroos, Hal Mangold, Steve Kenson, Evan Sass, Robert J. "Dr. Evil" Schwalb, Marc Schmalz, and Bill Bodden**

Freedom City Atlas: The Scarab's Lair is ©2008 Green Ronin Publishing, LLC. All rights reserved. Reference to other copyrighted material in no way constitutes a challenge to the respective copyright holders of that material. Freedom City, Freedom City Atlas, Mutants & Masterminds, Green Ronin, and their associated logos are trademarks of Green Ronin Publishing, LLC.

The following is designated as Product Identity, in accordance with Section 1(e) of the Open Game License, Version 1.0a: all character and place names and images, hero points, and power points.

The following text is Open Gaming Content: all game stats, except material previously declared Product Identity.

Permission is granted to print one copy of the electronic version of this product for personal use.



Green Ronin Publishing

3815 S. Othello St., Suite 100 #304
Seattle, WA 98118
custserv@greenronin.com
www.greenronin.com
www.mutantsandmasterminds.com

THE SCARAB'S LAIR

In the 1960s and '70s, the crimson and gold clad superhero known as the Scarab was one of Freedom City's stalwart defenders. A member of the Freedom League, the Scarab was known for his formidable psychic powers, including telepathy and telekinesis, and for his keen crime-fighting intellect and indomitable spirit. The Scarab was a long-time foe of SHADOW and its machinations, among others.

What only a few close friends and allies knew is the Scarab was the reincarnation of an ancient Egyptian prince, both gifted and cursed with the insight of numerous lifetimes as a defender of good and justice, struggling against the schemes of his arch-foe, the reincarnation of the sinister sorcerer-priest Tan-Aktor, who became Wilhelm Kantor, the Overshadow.

Although it was common knowledge in Freedom City that the Scarab had a secret lair from which he pursued his tireless crusade against evil, few knew exactly where it was. Castle Comics popularized it as "The Scarab's Tomb" in their comic series *Tomb of the Scarab*, but even then the lair was only described as "underground" or "deep beneath the earth" and its exact location was left vague.

In fact, the Scarab's Lair is hidden beneath the foundations of Pyramid Plaza, a structure the Scarab financed in his secret identity as Alexander Rhodes, and it remains hidden there even decades after his demise, awaiting the reincarnating hero's inevitable return.

HISTORY

Not long after Alexander Rhodes awakened to his memories and psychic powers as the Scarab, he arranged for the construction of a hidden complex from which he could carry out his duty to humanity, that would serve as a fortress against his enemies, particularly his old foe, now the leader of SHADOW. It would also serve as a more permanent prison for

Nacht-Kreiger, defeated by Scarab and Beacon. The work was hidden in the groundbreaking and initial stages of constructing what would become Pyramid Plaza, with workers' memories subtly altered to protect them from knowledge that could later put them in peril.

The Lair itself was completed long before the Plaza above, and the Scarab used it as his secret headquarters, even as construction continued on the triple towers. Only a few select allies even knew of the Scarab's Lair, including Beacon and the then members of the Freedom League, including Centurion and Daedalus, who assisted with some of the Lair's design and systems.

When Overshadow unleashed the Scions of Sobek on Freedom City, they were able to control the Freedom League and use them to attack Pyramid Plaza to get at the Scarab's Lair. Neophyte hero Brainstorm sacrificed himself to hold off the mind-controlled League and, not wanting such sacrifice to be in vain, the Scarab followed Brainstorm's example. His mental exertions were able to free the League from the Scions' control, but the Scarab's incarnation as Alexander Rhodes ended shortly thereafter as a result of a cerebral hemorrhage.

The Freedom League and Alexander Rhodes' faithful assistant Maria Hernandez interred his body in the Lair, per his instructions, and then left it sealed, safe for automated monitoring of Nacht-Kreiger's cell. The lair has only been disturbed once since then, when the Nazi super-criminal escaped with Overshadow's aid. Otherwise, the Scarab's Lair remains closed and hidden, awaiting its master's return. Sophia Cruz, Maria's daughter and current CEO of the Rhodes Foundation, is keeper of the family legacy and sees to the Lair's protection.

LAYOUT

The Scarab's lair has a triangular shape, mimicking that of Pyramid Plaza, above it. It lies deep below the Plaza's foundations, with a heavy layer of rock and concrete separating them. The Lair is divided into four levels, accessible from a secret passage as well as a secret elevator and a Freedom League teleportal system put in place by Daedalus (which also linked Centurion's Sanctum to Freedom Hall).

The interior of Scarab's Lair is done in a neo-classical Egyptian style, making it appear much like the inside of an ancient Egyptian palace or temple (or tomb, in some areas). This old-world appearance actually conceals some very advanced technology, even for the present day, much less when the Lair was built, thanks largely to the assistance of Daedalus.

1. MECHANICAL CHAMBER

This area contains the support machinery necessary to run and maintain the Lair, including air circulation and conditioning, power, heat, light, water, and so forth. Most of the systems are isolated and capable of operating independently. Those that are not are "piggybacked" on the systems for Pyramid Plaza above to conceal their presence and operation.

2. PRACTICE HALL

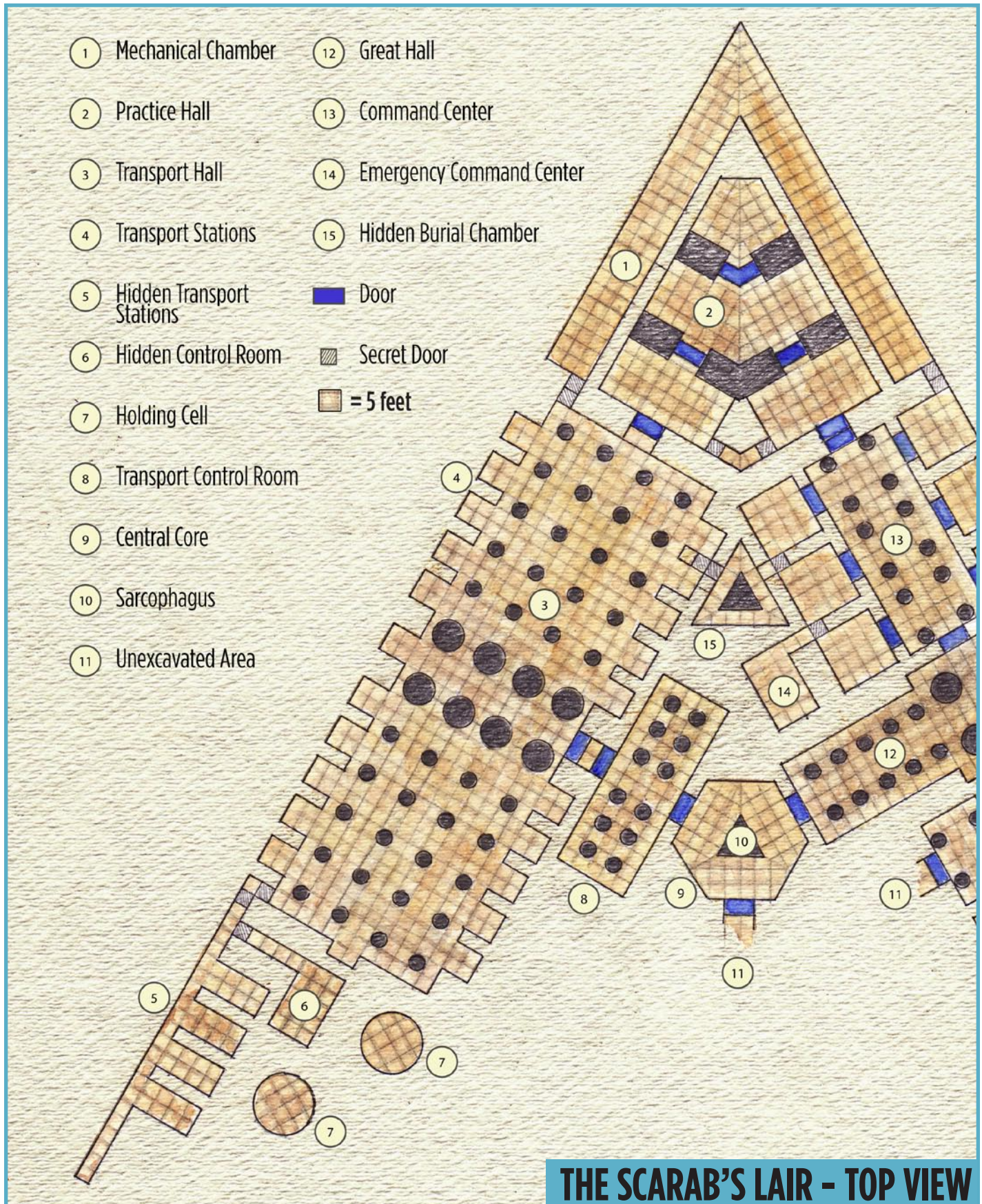
The Scarab used this chamber to perfect his powers. Its columns are actually merely stacked cylinders of stone, which he psychically moved like giant building blocks. A few of Scarab's guests, like Beacon, have also used this chamber.

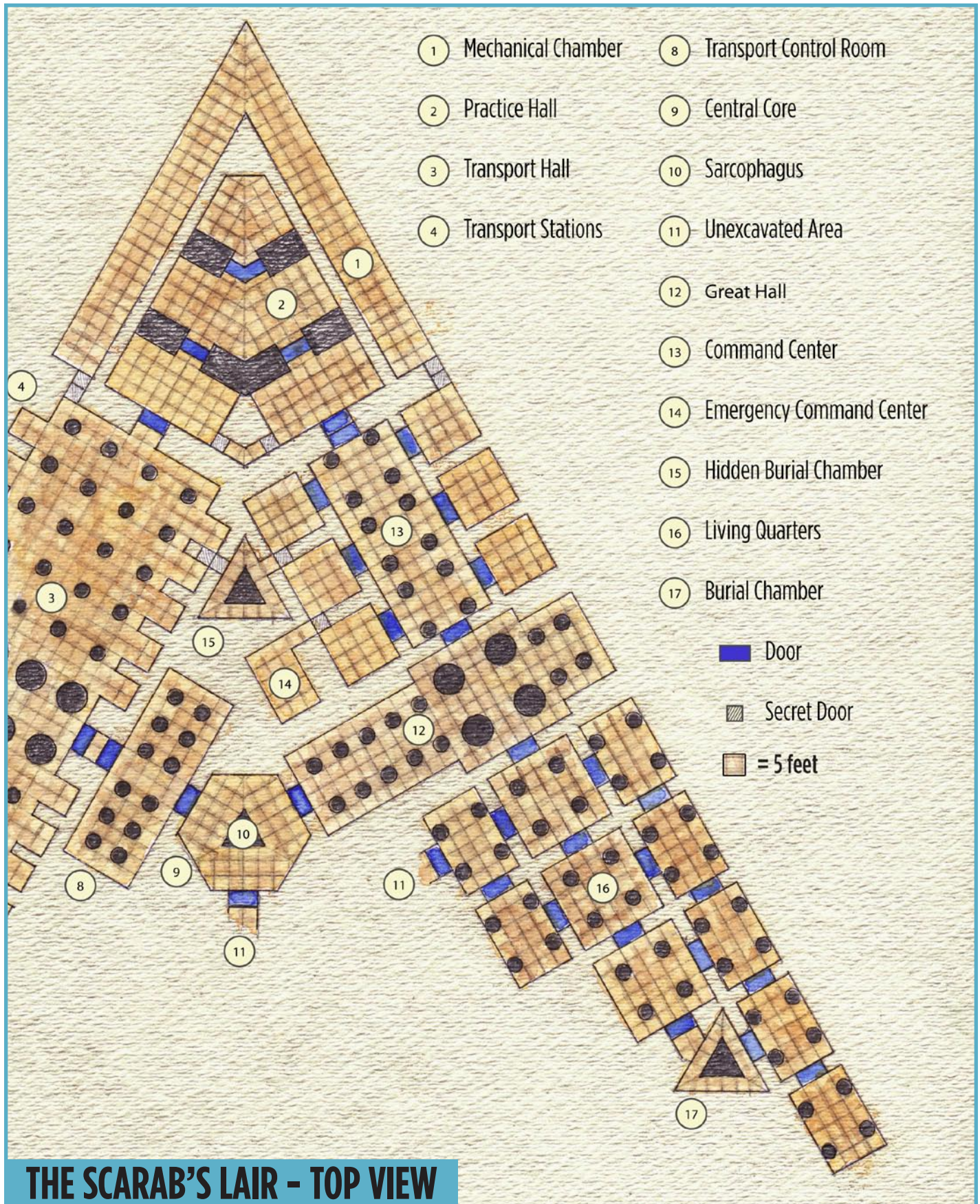
THE FREEDOM CITY ATLAS

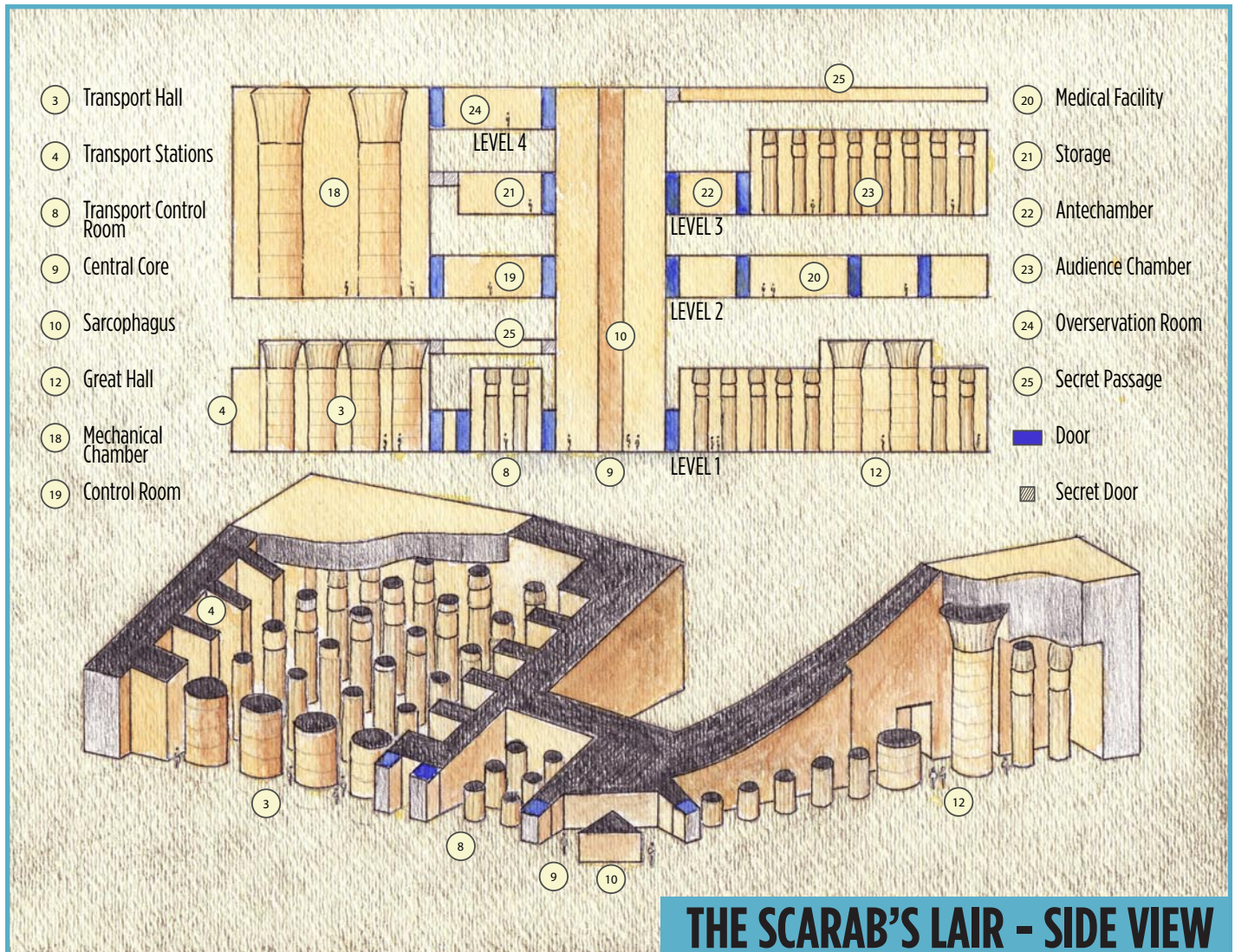
Welcome to the *Freedom City Atlas*, a series of products intended to flesh-out and further detail the award-winning *Freedom City* setting for *Mutants & Masterminds*. In this series, we "zoom-in" to look at different facets of Freedom City in detail, providing you with all the information you need to know about them to make them centerpieces in one or more adventures set in the city.

Freedom City, like most comic book universes, is the work of many people who have contributed to it. While writers, editors, and artists have added their elements to the world, a big contributor is cartographer Phillip Lienau. He brought Freedom City to life like never before in the Second Edition of the sourcebook with his comprehensive map, found on pages 26 and 31 of *Freedom City, Second Edition*, along with several other detail maps. Phillip's work transformed a fantastic and fanciful superhero setting into a place that seems extraordinarily real. Using his maps, you could easily navigate the streets of Freedom, envisioning its various landmarks and buildings.

Now we're finally able to bring you more of Phillip's extraordinary work, coupled with some adventure hooks and ideas for your own *Freedom City* games. Whether you're a first-time visitor to Freedom or a long-time resident, we know you'll enjoy this tour of some of the city's hot-spots. Welcome to Freedom City, and enjoy your stay!







3. TRANSPORT HALL

This hall has alcoves with concealed teleportal platforms (#4), the most common means of accessing the Lair from the outside world, since they provide no clue as to its true location.

5. HIDDEN TRANSPORT STATIONS

Special hidden transport stations in this chamber are used as backups for the main stations in the Transport Hall. The codes to operate them are in the Scarab's sealed records.

6. HIDDEN CONTROL ROOM

The secondary control room hidden alongside the secondary transport stations is used in times when the security of the Lair is threatened.

7. HOLDING CELLS

The two holding cells, one of which was used to imprison Nacht-Kreiger for years, are buried in tons of solid rock (Toughness 15). The only means of entering or leaving is via keyed teleportal, making them quite secure. The teleportal grid also creates a phase-differential, a Continuous Nullify Incorporeal Field (rank 12).

8. TRANSPORT CONTROL ROOM

This room contains the systems and machinery to control the teleports in Area #4, including monitors for current destinations and coordinates.

9. CENTRAL CORE

The central core accesses all levels of the Lair. It's an open shaft, as Scarab was capable of flying and carrying visitors if they needed to go to other levels, although it also has a detached stone floor Scarab could raise and lower in the shaft like an elevator using his psychic powers.

10. SARCOPHAGUS

The "Sarcophagus" is the heavy three-sided stone pillar filling the middle of the central core. It actually contains the Lair's central processing cores, although the exterior is painted in Egyptian style scenes of the Scarab's prior incarnations.

11. UNEXCAVATED AREA

The blocked corridor extended off Area #11 is a decision left up to the Gamemaster. It may be a portion of the Lair started and never finished before the Scarab's demise, an area left for potential expansion when the Lair was first built, or it could have led to other parts of the Lair that

PYRAMID PLAZA

The *Scarab's Lair* is strongly connected to *Pyramid Plaza*, the first *Freedom City Atlas* product; the lair is hidden under Pyramid Plaza, after all! Still, you don't have to have the *Pyramid Plaza* maps and information in order to use this product. You can fill-in missing details about the buildings above the Scarab's Lair as you see fit, or relocate the lair just about anywhere in or around Freedom City. You can also use the Lair as a basis for another character's secret hideout (hero or villain), removing references to the Scarab and his history altogether.

suffered structural damage during the assault by the Scions of Sobek or Nacht-Kreiger's escape and collapsed. It could even be a false "collapsed" area designed to fool intruders, much like other false and secret parts of the Lair. If it there is truly more of the Lair beyond the blocked-off corridor, it's left for the GM to design and to decide what it was used for and what's in it.

12. GREAT HALL

The vaulted Great Hall is home to many of Alexander Rhodes' prized ancient artifacts and trophies, including an entire Egyptian chariot, carved pillars and statues from Giza and other parts of Egypt, glass cases of jewelry, frame papyrus scrollwork, and archeological curiosities from other time periods, associated with his other lifetimes.

13. COMMAND CENTER

This is the brain of the Lair, containing the systems Scarab used to monitor Freedom City and the world for signs of trouble, and to keep track of things going on in Pyramid Plaza above and in the Rhodes Foundation's financial empire.

14. EMERGENCY COMMAND CENTER

This smaller, concealed chamber serves as a backup Command Center, isolated from the main chamber, should the Lair's security be breached.

15. HIDDEN BURIAL CHAMBER

This secret chamber is where Alexander Rhodes' body is actually interred, inside what appears to be an ancient Egyptian sarcophagus. It is actually lined with advanced technology, keeping the body in an almost perfect state of preservation.

16. LIVING QUARTERS

The Lair has spacious and comfortable living quarters, although no one lived here full-time. The only people to use the quarters were the Scarab and his rare and occasional guests (some of whom were blindfolded or rendered unconscious entering and leaving the Lair to safeguard its location).

17. BURIAL CHAMBER

This appears to be a burial chamber in the ancient Egyptian style, complete with sarcophagus, which appears to conceal the mummified body of Alexander Rhodes. In truth, this chamber is a decoy, and the trapings and remains are fake, to fool and delay anyone who might enter the Lair unbidden. The chamber is also a test of sorts: the Scarab's new incarnation will know instinctively that this is not Rhodes' burial place, thus further proving his identity.

18. MECHANICAL CHAMBER

Another area containing support machinery and equipment for the Lair, similar to Area #1.

19. CONTROL ROOM

This room controls the Lair's primary mechanical systems (housed in Areas #1 and #18) and monitors their functions.

20. MEDICAL FACILITY

Although it looks like an Egyptian temple, this chamber is a sophisticated infirmary capable of treated nearly two-dozen patients. The Scarab was known to assist the sick and injured with the aid of volunteers; neither patient nor volunteer knew the true location of the facility, but it is credited with saving a number of lives during the Scarab's career.

21. STORAGE

This chamber is used for storage, filled with wooden packing crates. Their contents are left to the Gamemaster's imagination.

22. ANTECHAMBER

The walls of this chamber are covered with Egyptian style hieroglyphs showing the conflict between Prince Heru-Ra and the sorcerer Tan-Aktor that led them both to reincarnate over and over to continue their struggle. The door beyond leads into the Audience Chamber (Area #23).

23. AUDIENCE CHAMBER

Lined with lotus-style pillars, this room served as the place where the Scarab most often greeted visitors and went to meditate, sitting on the throne-like chair at the chamber's far end.

24. OBSERVATION ROOM

This room overlooks both the central core and the lower levels of the Lair. It was once decorated with indoor palms and tropical plants, but they have been removed since the Lair was abandoned.

25. SECRET PASSAGE

This secret passage makes its way to a hidden underground entrance to the Lair. It was rarely used to enter and exit, and known only to the Scarab and his close associates.

GAME USES

The Scarab's Lair can serve many uses in a *Mutants & Masterminds* game, whether set in Freedom City or not.

SCARAB'S LAIR

HEADQUARTERS

Size: Huge; **Toughness:** 15; **Features:** Communications, Computer, Concealed (DC +15), Fire Prevention System, Gym, Holding Cells, Infirmary, Library, Living Space, Power (**Teleport**), Power System, Security System (DC 30)

Cost: 15 equipment points

HEROIC HEADQUARTERS

Obviously, in a *Freedom City* series during the years of the Scarab's active career, the Lair can serve its original purpose, that of the psychic crime-fighter's headquarters and sanctum. This is also the case for time-travel adventures that deposit the heroes in the Scarab's era (which might happen upon exploring the Lair, see **Haunted Relic**, following).

The Lair may also become the headquarters of the new Scarab, whom ever he might be. If you introduce a new Scarab in your series, whether as a player's character or a GM-controlled hero, you can use the Lair as a ready-made headquarters for him, including some connections with the

past and potential mysteries to solve. A player-run Scarab might offer the Lair as a headquarters and living space for fellow heroes, providing the team with a ready-made base of their own.

Lastly, it seems a touch wasteful to let a facility like the Scarab's Lair lie fallow for such a long time. It's possible someone who knows of the Lair might hit upon the idea of "subletting" it to a new group of heroes in need of a headquarters, particularly a group that operates with some need for secrecy. Daedalus or other Freedom Leaguers from the Scarab's time might think of it and convince Sophia Cruz to go along, or Ms. Cruz might come up with the idea herself, perhaps even recruiting heroes with an eye towards finding out if any of them are the Scarab reborn!

Naturally, a hero team operating out of the Scarab's Lair might have restrictions on how much they can "renovate" and there's the potential complication of what happens when the Scarab returns in a new incarnation and wants his headquarters returned to him.

VILLAINOUS LAIR

If you're not running a *Freedom City* game, or don't intend to use the Scarab as a background element of your game, then you can simply use the information given on the Lair as the description of the hideout for an Egyptian-themed villain. Possibilities from the World of Freedom include Overshadow himself, the Scion of Sobek (from *Agents of Freedom*) or Black Anubis (from *Freedom's Most Wanted*). Give the place a slightly more Grecian style and it would also suit Taurus or Talos from *Freedom City*.

Alternately, it's possible the Lair has fallen into villainous hands since the Scarab's death. Sophia Cruz *claims* she is taking care of the place, and that it remains sealed, but what if she's lying or, worse yet, simply unaware of the truth? The Lair makes a perfect hiding place for a villain, since the few heroes who know of the place would never think to look there for supercriminals. Sophia Cruz might be in on the scheme or simply a dupe. Perhaps she's under mind-control or her memories have been altered to conceal the truth. If the Crime League discovered the Lair's location, for example, they could have easily taken over, using Dr. Simian and Dr. Stratos' technical expertise and Medea's sorcery.

In either case, a villain-controlled version of the Lair is likely to have more death-traps and the like, perhaps converting the Great Hall into an "arena of death" where captured heroes can be made to fight for their amusement, and the burial chambers into deathtraps with power nullifying sarcophagi and the ability to fill up with sand in order to suffocate victims, for example.

HAUNTED RELIC

Freedom City heroes may have cause to visit or explore the abandoned Scarab's Lair in the course of an adventure. Perhaps they come up against one of the Scarab's old foes, like Nacht-Kreiger, and they need access to information in the deceased hero's records. There might be need for one of the Scarab's ancient artifacts in dealing with a villain like Black Anubis or Malador. Perhaps Eldrich dispatches them to the Lair to find it.

Things happening in and around the Lair might draw heroes to it as well. Perhaps a villain finds the Lair first, and the heroes are called in to investigate. Sophia Cruz might find evidence someone has been inside the sealed Lair and ask for the heroes' help, or reports of strange occurrences at Pyramid Plaza could prompt an investigation. Is the Scarab's ghost truly haunting the place and, if so, why? If it's a hoax, then who's behind it? Perhaps it's a way of tricking someone who knows how to access the Lair into doing so, allowing an intruder to find a way inside.

TARGET OF EVIL

Lastly, the Scarab's Lair is a rich prize for any supervillain who discovers it and can get past its security. It contains the Scarab's journals and records of his crime-fighting career, including information about his secret identity, to say nothing of his corpse. There is valuable technology, ancient artifacts (some of which might be magical, remnants of Atlantean, Lemurian, or alien technology, or the like), and more.

The Lair's teleportal system could serve as a useful "back door" for accessing Freedom Hall, the Lighthouse, or the Centurion's Sanctum for a clever intruder. Overshadow would certainly pay handsomely for access to his old foe's headquarters, particularly for Alexander Rhodes' remains, which the master villain could use for cloning experimentations as well as a magical connection to attempt to locate the Scarab's current incarnation and destroy him before he's even aware of his true power!

Speaking which, the following is a template for the Scarab's "inherited" abilities that come along with his *ka* or spirit. A new incarnation of the Scarab will possess these traits.

THE SCARAB (TEMPLATE)

49 POINTS

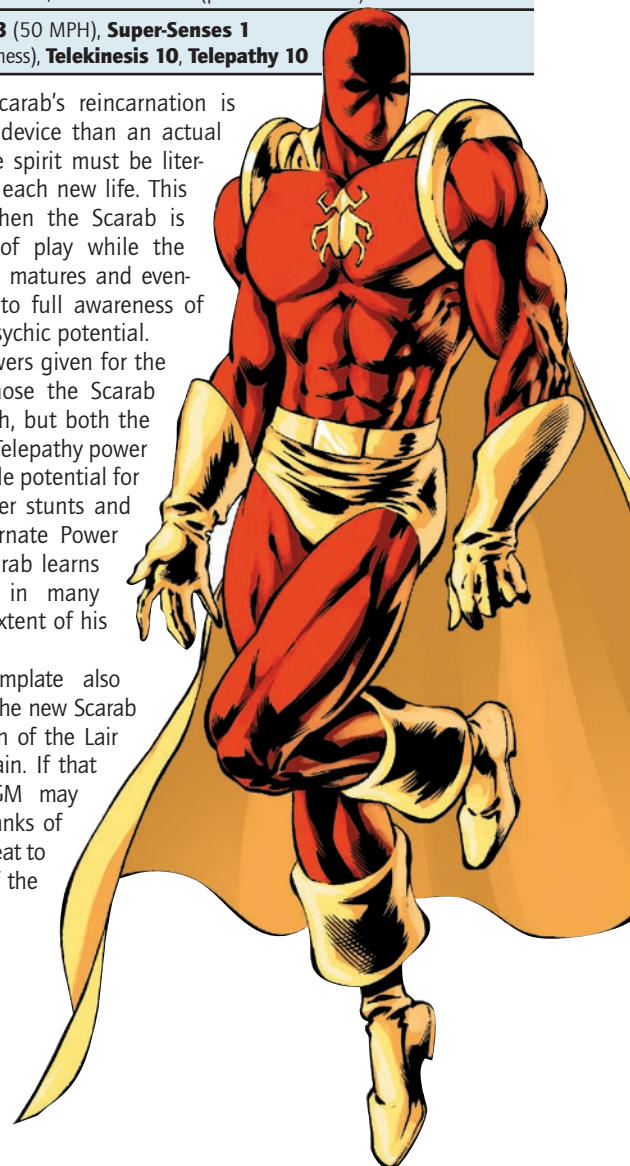
Feats: Beginner's Luck, Jack-of-All-Trades (past-life memories)

Powers: **Flight 3** (50 MPH), **Super-Senses 1** (mental awareness), **Telekinesis 10**, **Telepathy 10**

Note: The Scarab's reincarnation is more of a plot device than an actual power, since the spirit must be literally reborn into each new life. This means years when the Scarab is effectively out of play while the new incarnation matures and eventually awakens to full awareness of past lives and psychic potential.

The basic powers given for the template are those the Scarab "reawakens" with, but both the Telekinesis and Telepathy power have considerable potential for developing power stunts and permanent Alternate Power feats as the Scarab learns (or re-learns, in many cases) the full extent of his potential.

Note the template also doesn't include the new Scarab taking possession of the Lair and using it again. If that happens, the GM may also require 4 ranks of the Equipment feat to cover the cost of the headquarters.



LICENSE

OPEN GAME LICENSE Version 1.0a

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.

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

Modern System Reference Document, Copyright 2002-2004, Wizards of the Coast, Inc.; Authors Bill Slavicek, Jeff Grubb, Rich Redman, Charles Ryan, Eric Cagle, David Noonan, Stan!, Christopher Perkins, Rodney Thompson, and JD Wiker, based on material by Jonathan Tweet, Monte Cook, Skip Williams, Richard Baker, Peter Adkison, Bruce R. Cordell, John Tynes, Andy Collins, and JD Wiker.

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

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

Silver Age Sentinels d20, Copyright 2002, Guardians of Order, Inc.; Authors Stephen Kenson, Mark C. Mackinnon, Jeff Mackintosh, Jesse Scoble.

Freedom City, Copyright 2003, Green Ronin Publishing; Author Steve Kenson.

Mutants & Masterminds, Second Edition, Copyright 2005, Green Ronin Publishing; Author Steve Kenson.

Freedom City, Second Edition, Copyright 2005, Green Ronin Publishing; Author Steve Kenson.

Freedom City Atlas: The Scarab's Lair, Copyright 2008, Green Ronin Publishing; Authors Steve Kenson and Phillip Lienau.